

West Branch Local School District Board of Education Meeting (Thursday, July 20, 2023)

Generated by Adam J Fisher on Friday, July 28, 2023

Members present

Mikki Kanagy, Aaron Hawk, Bryan Hobbins, David Yaggi, Joe Courtwright

Also present were Superintendent Micki Egli and Treasurer Adam Fisher.

Meeting called to order at 5:30 PM**A. Call to Order**

1. Call to Order
2. Pledge of Allegiance
3. Roll Call

B. Comments**1. Visitor's Comments**

a. Megan Early - A parent that spoke about the district cutting bussing for open enrollment students, specifically from Pine Lake and Precious Cargo Day Care Centers located in Sebring. She was very much against this decision saying it affected many families Preschool aged children. She was hoping the board would change the policy or would come up with some Before/After School care options.

b. Justin Evans - Owner of Precious Cargo proposed an alternate pickup site across the street from the center that he said he would add a sidewalk and clean up. He said that the West Branch district was across the street, and that his staff would walk the children across the street and monitor them.

c. Beloit Village Council presented the board an invoice showing that the district owed the village for sewer service dating back several years. They were drawing off of the information from Village of Sebring that we owed money for unmetered water.

2. WBEA Comments - None
3. WBCEA Comments - None
4. Retire-Rehire of Heidi Shreve Public Input - None

C. Executive Session**1. 2023-106 Executive Session**

Recommend the West Branch Board of Education enter into Executive Session at 5:49 P.M. for the purpose of discussion with regard to:

- ☒ Employment of a public official
- ☐ Appointment of a public official
- ☐ Dismissal of a public official
- ☐ Discipline of a public official
- ☐ Promotion of a public official
- ☐ Demotion of a public official
- ☒ Compensation of a public official
- ☐ Investigation of chargers or complaints against a public employee, official, licensee, or student
- ☐ To confer with an attorney for the board of education concerning disputes involving the board that are the subject of pending or imminent court action
- ☐ To consider legal matters required to be kept confidential by federal law or regulations or state statutes
- ☐ To consider confidential information related to marketing plans, specific business strategy, or production techniques
- ☐ To consider the purchase of property for public purposes
- ☐ To consider the sale of property at competitive bidding
- ☐ To prepare for negotiations or bargaining sessions with public employees concerning their compensation or other terms and conditions of their employment
- ☐ To conduct negotiations or bargaining sessions with public employees concerning their compensation or other terms and conditions of their employment
- ☐ To discuss details relative to security arrangements and emergency response protocols or the board of education
- ☒ To consider matters required to be kept confidential by federal law or rules or state statutes.

Motion by Mikki Kanagy, second by Joe Courtwright.

Final Resolution: Motion Carried

Yes: Mikki Kanagy, Aaron Hawk, Bryan Hobbins, David Yaggi, Joe Courtwright

2. 2023-107 Return from Executive Session

Recommend the West Branch Board of Education leave Executive Session and return to the Regular Meeting at 6:27 P.M.

Motion by Joe Courtwright, second by David Yaggi.

Final Resolution: Motion Carried

Yes: Mikki Kanagy, Aaron Hawk, Bryan Hobbins, David Yaggi, Joe Courtwright

D. Agenda Approval

1. 2023-108 Approve Consent Agenda

Upon the recommendation of the Superintendent and Treasurer, approve the consent agenda for the 7/20/23 Board of Education Regular Session.

Motion by Aaron Hawk, second by Joe Courtwright.

Final Resolution: Motion Carried

Yes: Mikki Kanagy, Aaron Hawk, Bryan Hobbins, David Yaggi, Joe Courtwright

E. Superintendent's Report

1. Monthly Updates

a. Well Drilling - Two quotes have been obtained for drilling a well near the athletic fields - See attachments on Board Docs

b. Electric Quote - Quote to light the Ellett Road entrance and driveway - see attachments on Board Docs

c. Bus Tracking - Equipment is starting to be installed and will be operational by time school starts

d. Summer Projects

1. HS Roof Project - started last week

2. Tennis Court and Basketball Court Projects, Fieldhouse Floor - Projects have been finished and look great! Thank you for the generous donations from the donors to have those projects done!

F. Consent Items

1. 2023-109 Consent Items

Upon the recommendation of the Superintendent and Treasurer, approve the following items by consent action:

Treasurer's Consent Items

1. Minutes

1. June 15, 2023 Work Session

2. June 15, 2023 Regular Meeting

2. Financial Reports

1. Cash Summary Report June 2023

2. Cash Reconciliation June 2023

3. Monthly Investment Statement June 2023

4. SM2M Report June 2023

5. Detailed Check Register June 2023

6. Revised Final Appropriations from June 2023 meeting

7. Revised Final Amended Certificate of Estimated Resources from June 2023 Meeting

8. Revised Transfers from June 2023 Meeting

3. Gifts and Donations

1. Norma Longinie in memory of Tom Thompson - \$50.00 to WB Scholarship Fund

2. Melissa and Scott Loudon in memory of Tom Thompson - \$100.00 to WB Scholarship Fund

3. Carol Barnett in memory of Tom Thompson - \$50.00 to WB Scholarship Fund

4. Sharon Casey in memory of Tom Thompson - \$150.00 to WB Scholarship Fund

Superintendent's Consent Items

1. Personnel

1. Resignations

1. Recommend approval to accept the resignation of Jayson Yeagley, Principal, effective July 31, 2023.

2. Recommend approval to accept the resignation of Patti Jarvis, Aide, effective July 3, 2023.

3. Recommend approval to accept the resignation of Kraig Barth, Intervention Specialist, effective July 6, 2023.

4. Recommend approval to accept the resignation of Martina DiNello, First Grade Teacher, effective July 14, 2023.

5. Recommend approval to accept the resignation of Rhonda Moffett, Secretary, effective at the conclusion of September 6, 2023.

1. Recommend approval the following FFA Trips for the 2023 - 2024 school year: National FFA Convention, Indianapolis, IN on November 1 - 4, 2023; State FFA Convention, Columbus, OH (usually the first Thursday & Friday in May); FFA Leadership Night (held between October - December at a nearby school); and weekend judging contests.
2. Recommend approval of the following Wrestling trips for the 2023 - 2024 school year: January 5 to Mentor, OH; March 3 to Independence; March 9 to Columbus, State Tournaments.

9. Flowers

1. Recommend approval for the superintendent to purchase flowers on behalf of the School Board for the purpose of granting condolences on an as needed basis for the 2023 -- 2024 school year.

10. Administrative Addendum

1. Recommend approval to execute an addendum to the contract of Angeline Theis.

Motion by Bryan Hobbins, second by Joe Courtwright.

Final Resolution: Motion Carried

Yes: Mikki Kanagy, Aaron Hawk, Bryan Hobbins, David Yaggi, Joe Courtwright

G. Old Business

1. **2023-110 Lunch Prices**

Recommend approval to amend lunch and/or breakfast prices for the 2023 - 2024 school year (previously took action in June):

Breakfast -- K - 12	\$1.50
Lunch -- Kindergarten - Grade 5	\$2.60
Lunch -- Grades 6 - 12	\$2.85
Student Milk	\$.50
Adult Breakfast	\$1.60
Adult Lunch	\$3.90

Motion by Bryan Hobbins, second by Mikki Kanagy.

Final Resolution: Motion Carried

Yes: Mikki Kanagy, Aaron Hawk, Bryan Hobbins, David Yaggi, Joe Courtwright

H. New Business

1. **2023-111 Barton Resignation**

Recommend approval to accept the resignation of Alisha Barton, Aide, effective July 10, 2023.

Motion by Aaron Hawk, second by Joe Courtwright.

Final Resolution: Motion Carried

Yes: Aaron Hawk, Bryan Hobbins, David Yaggi, Joe Courtwright

Abstain: Mikki Kanagy

2. **2023-112 Mobility Training Contract**

Recommend approval to enter into an agreement with Dr. James Pietrzycki to provide orientation and mobility training to students for the 2023 - 2024 school year.

Motion by Mikki Kanagy, second by Joe Courtwright.

Final Resolution: Motion Carried

Yes: Mikki Kanagy, Aaron Hawk, Bryan Hobbins, David Yaggi, Joe Courtwright

3. **2023-113 Education Alternatives Agreement**

Recommend approval to enter into an agreement with Education Alternatives to provide educational services on an as needed basis for the 2023 - 2024 school year.

Motion by Bryan Hobbins, second by Joe Courtwright.

Final Resolution: Motion Carried

Yes: Mikki Kanagy, Aaron Hawk, Bryan Hobbins, David Yaggi, Joe Courtwright

4. **2023-114 Summit Education Service Agreement**

Recommend approval to enter into an agreement with Summit Educational Service Center to provide educational audiology services for the 2023 - 2024 school year.

Motion by Joe Courtwright, second by Mikki Kanagy.

Final Resolution: Motion Carried

Yes: Mikki Kanagy, Aaron Hawk, Bryan Hobbins, David Yaggi, Joe Courtwright

5. **2023-115 LLA Therapy Agreement**

Recommend approval to enter into an agreement with LLA Therapy LLC to provide licensed therapists services for the 2023 - 2024 school year.

Motion by David Yaggi, second by Bryan Hobbins.

Final Resolution: Motion Carried

Yes: Mikki Kanagy, Aaron Hawk, Bryan Hobbins, David Yaggi, Joe Courtwright

6. **2023-116 West Branch Choral & Theater Booster Club**

Recommend approval to acknowledge the West Branch Choral & Theater Booster Club as a recognized parental booster club that supports our choral and theater students.

6. Recommend approval to accept the resignation of Nick Cooper, Assistant Football Coach.

2. **Athletic Supplementals for the 2023 - 2024 School Year** (pending certification and sufficient enrollment)

1. Football

1. Varsity Assistant (1/2 Stipend) - Nick Cooper
2. Varsity Assistant (1/2 Stipend) - Chris Thomas
3. Freshman - Bryce Ostheimer
4. Volunteer (8th Grade) - Connor Mayle
5. Volunteer (Varsity & Freshman) - Brock Hillyer

3. **Employment (pending certification)**

1. Recommend that the Board appoint Fritz Schlueter as Middle School Principal for the 3 year period beginning August 1, 2023 and ending on July 31, 2026, and authorizes and directs the Board President and Treasurer to execute a contract with the Middle School Principal on behalf of the Board upon such terms and conditions as are agreed upon.
2. Recommend that the Board appoint Matt Manley as Middle School Assistant Principal for the 1 year period beginning August 1, 2023 and ending on July 31, 2024, and authorizes and directs the Board President and Treasurer to execute a contract with the Middle School Assistant Principal on behalf of the Board upon such terms and conditions as are agreed upon.
3. Recommend approval to employ Evan Hancock as a Summer Technology Assistant effective July 5, 2023.
4. Recommend approval to employ Doug Kress as a Custodian effective July 24, 2023.

4. **Extended Days**

1. Recommend approval to grant Mr. Fritz Schlueter 10 extended days at his per diem rate effective July 1, 2023 to transition as building principal.
2. Recommend approval to grant Mr. Matt Manley up to 5 extended days at his per diem rate effective July 24, 2023 to transition as assistant principal.

5. **Van Driver (pending certification)**

1. Recommend approval of van drivers for the 2023 - 2024 school year.

6. **2023 - 2024 Supplementals**

Senior Class	Diane Uyselt
Junior Class	Cori Sands
Instrumental Music - Middle School	Bryan Stehura
Musical - High School (2 Required)	Krista Clay
Pep Band	Lauren Stittle
Young & Alive/Vocal	Krista Clay
Academic Challenge - High School	Mary Jo Kidd
Rising Educators (Future Teachers)	Erica (Polinori) Ross
Environmental Club - High School	Kristen Tice
National Honor Society	Kristen Tice
Pep Club	Frank Edie
SADD	Marissa Frame

Use of Facilities

2. 1. Recommend approval to grant permission to the West Branch Little Warrior Football to utilize the fields at the Middle School beginning August 1, 2023 in coordination with the Athletic Director and/or Building Principal (pending completion of proper paperwork).

3. **Student Handbook**

1. Recommend approval of the 2023 -- 2024 Student Handbook (grades K-12).

4. **Pre-School Student Handbook**

1. Recommend approval of the 2023 -- 2024 Pre-School Student Handbook.

5. **Facility Rental Rates**

1. Recommend approval to establish a use of district premises fee schedule for the 2023 -- 2024 school year.

6. **Operate Concession Stands**

1. Recommend approval to the West Branch Athletic Booster Club to operate concession stands for all home athletic events for the 2023 - 2024 school year.
2. Recommend approval to the West Branch Band Booster Club to operate their concession stand for all home football games for the 2023 - 2024 school year.

7. **School Fees**

1. Recommend approval to establish the following fee schedule for the 2023 - 2024 school year:
 1. **General Fee** -- Kindergarten - Twelfth Grade -- \$40
 2. **Chromebook Insurance** (Optional, but recommended) -- \$25

8. **Overnight Trips**

Motion by Joe Courtwright, second by Bryan Hobbins.

Final Resolution: Motion Carried

Yes: Mikki Kanagy, Aaron Hawk, Bryan Hobbins, David Yaggi, Joe Courtwright

7. 2023-117 VAZA Contract

Recommend approval to enter into a contract with VAZA Consulting for finance advocacy and consultation for the 2023-2024 school year.

Motion by Joe Courtwright, second by David Yaggi.

Final Resolution: Motion Carried

Yes: Mikki Kanagy, Aaron Hawk, Bryan Hobbins, David Yaggi, Joe Courtwright

8. 2023-118 Roofing Contract

Recommend approval to enter into an agreement with Pitch Perfect Roofing to remove and replace all roofing materials at Damascus Early Learning Center.

Motion by David Yaggi, second by Bryan Hobbins.

Final Resolution: Motion Carried

Yes: Mikki Kanagy, Bryan Hobbins, David Yaggi, Joe Courtwright

Abstain: Aaron Hawk

9. 2023-119 Liability, fleet, building and property, and data compromise insurance

Recommend acceptance of a proposal for liability, fleet, building and property, and data compromise insurance with Liberty Mutual Insurance Company through Kennedy Insurance Agency for the period of July 1, 2023 through June 30, 2024.

Motion by Aaron Hawk, second by Bryan Hobbins.

Final Resolution: Motion Carried

Yes: Mikki Kanagy, Aaron Hawk, Bryan Hobbins, David Yaggi, Joe Courtwright

10. 2023-120 NEOLA Policy

Recommend the Board adopt the following NEOLA policies effective immediately and waive the second reading.

Motion by Joe Courtwright, second by Mikki Kanagy.

Final Resolution: Motion Carried

Yes: Mikki Kanagy, Aaron Hawk, Bryan Hobbins, David Yaggi, Joe Courtwright

11. 2023-121 EMT Coverage Contracts

Recommend approval to enter into a contract with Beloit and Damascus Fire Departments to provide EMT services at football games during the 2023-2024 school year at \$100 per game.

Motion by Aaron Hawk, second by Joe Courtwright.

Final Resolution: Motion Carried

Yes: Aaron Hawk, Bryan Hobbins, David Yaggi, Joe Courtwright

Abstain: Mikki Kanagy

I. Executive Session

1. 2023-122 Executive Session

Recommend the West Branch Board of Education enter into Executive Session at 6:43 P.M. for the purpose of discussion with regard to:

☒ Employment of a public official

☐ Appointment of a public official

☐ Dismissal of a public official

☐ Discipline of a public official

☐ Promotion of a public official

☐ Demotion of a public official

☒ Compensation of a public official

☐ Investigation of charges or complaints against a public employee, official, licensee, or student

☐ To confer with an attorney for the board of education concerning disputes involving the board that are the subject of pending or imminent court action

☐ To consider legal matters required to be kept confidential by federal law or regulations or state statutes

☐ To consider confidential information related to marketing plans, specific business strategy, or production techniques

☐ To consider the purchase of property for public purposes

☐ To consider the sale of property at competitive bidding

☐ To prepare for negotiations or bargaining sessions with public employees concerning their compensation or other terms and conditions of their employment

☐ To conduct negotiations or bargaining sessions with public employees concerning their compensation or other terms and conditions of their employment

☐ To discuss details relative to security arrangements and emergency response protocols or the board of education

☒ To consider matters required to be kept confidential by federal law or rules or state statutes.

Motion by Aaron Hawk, second by Joe Courtwright.

Final Resolution: Motion Carried

Yes: Mikki Kanagy, Aaron Hawk, Bryan Hobbins, David Yaggi, Joe Courtwright

J. Adjournment

1. 2023-123 Adjourn

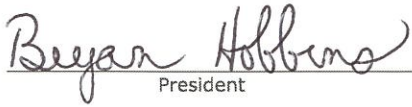
Recommend motion to adjourn at 8:26 P.M.

Motion by Aaron Hawk, second by Bryan Hobbins.

Final Resolution: Motion Carried

Yes: Mikki Kanagy, Aaron Hawk, Bryan Hobbins, David Yaggi, Joe Courtwright

Meeting adjourned at 8:26 P.M.



President

Attest:



Treasurer

The Board of Education of West Branch Local School District, Ohio, met in regular session on August 17, 2023, commencing at 6:00 p.m., in the West Branch High School Media Center, 14277 Main Street, Beloit, Ohio, with the following members present:

Bryan Hobbins

Joe Courtwright

Mikki Kanagy

David Yaggi

The Treasurer advised the Board that the notice requirements of Section 121.22 of the Revised Code and the implementing rules adopted by the Board pursuant thereto were complied with for the meeting.

Joe Courtwright moved the adoption of the following Resolution:

RESOLUTION NO. 2023-141

A RESOLUTION APPROVING AND AUTHORIZING A GROUND LEASE, LEASE-PURCHASE AGREEMENT AND RELATED DOCUMENTS PROVIDING FOR THE FINANCING OF THE COSTS OF CONSTRUCTION, ENLARGING OR OTHER IMPROVEMENT, FURNISHING AND EQUIPPING, LEASE, AND EVENTUAL ACQUISITION OF FACILITIES AND IMPROVEMENTS TO FACILITIES FOR SCHOOL DISTRICT PURPOSES, INCLUDING ACQUISITION OF CERTAIN ENERGY CONSERVATION MEASURES AND RELATED IMPROVEMENTS TO SCHOOL DISTRICT FACILITIES, AND AUTHORIZING AND APPROVING OTHER RELATED MATTERS.

WHEREAS, Section 3313.375 of the Revised Code provides that the board of education of a school district may enter into a lease-purchase agreement providing for the construction, enlarging or other improvement, furnishing and equipping, lease, and eventual acquisition of facilities and improvements to facilities for any school district purpose and, in conjunction therewith, may grant a lease for land and existing improvements under the board's control for a period not more than five years longer than the term of the lease-purchase agreement; and

WHEREAS, Section 3313.375 further provides that the obligations of the board of education under such a lease-purchase agreement shall not be construed as net indebtedness of that school district pursuant to Section 133.06 of the Revised Code; and

WHEREAS, this Board has determined to proceed with the construction, enlarging or other improvement, furnishing and equipping, and the lease and eventual acquisition of facilities and improvements to facilities for School District purposes, including acquisition of certain energy

conservation measures including lighting and HVAC-related improvements, and related improvements to School District facilities (the Improvements), and to finance the cost of the Improvements through a lease-purchase transaction (the Lease-Purchase Transaction), all in accordance with the laws of the State of Ohio (the State), including, but not limited to, Section 3313.375 of the Revised Code; and

WHEREAS, in order to implement the Lease-Purchase Transaction, this Board has determined to take the following actions:

A. Sign and deliver a ground lease (the Ground Lease) with a bank or affiliate of a bank or other entity identified through responses to a solicitation of proposals by circulation of a Term Sheet in substantially the form as are now on file with this Board (the Lessor), under which the Board will convey to the Lessor a leasehold interest in the real property and existing improvements thereon upon which the Improvements are to be located (excluding the site of the Elementary School) (the Ground Leased Property), for a term of not more than five years longer than the term of the Facilities Lease described below, subject to earlier termination as provided in the Facilities Lease; and

B. Sign and deliver a lease-purchase agreement (the Facilities Lease) under which the Board (a) will sublease the Ground Leased Property and lease the Improvements (collectively, with the Ground Leased Property, the Leased Property) from the Lessor for an Initial Term and for Renewal Terms (each a Lease Term), as defined in the Facilities Lease, upon appropriations being made by this Board of funds sufficient to enable the School District to pay the Base Rent, as defined in the Facilities Lease, during the Renewal Terms, and (b) will have an obligation, which will constitute a "public obligation" as defined in Section 133.01 of the Revised Code, to pay Base Rent during each Lease Term subject to such appropriations; and

WHEREAS, this Board has appropriated or is appropriating herein the funds necessary to pay the School District's obligations under the Lease during this fiscal year;

NOW, THEREFORE, BE IT RESOLVED by the Board of Education of West Branch Local School District, Counties of Mahoning, Columbiana and Portage, Ohio, that:

Section 1. Facilities Lease and Ground Lease. In connection with the Lease-Purchase Transaction, the President of the Board or, in the absence of the President, the Vice President of the Board (the President) and the Treasurer of the Board (the Treasurer), each and all, are authorized to sign and deliver the Facilities Lease and the Ground Lease. The Facilities Lease and the Ground Lease are approved in substantially the forms as are now on file with this Board, together with any changes or amendments that are not inconsistent with this Resolution and not substantially adverse to the School District that are approved by the officers signing those documents on behalf of the School District, all of which shall be conclusively evidenced by the signing of the Facilities Lease or the Ground Lease, as the case may be, or amendments thereto by those officers. The proceeds received by the School District in exchange for the School District entering into the Facilities Lease shall be paid into the proper fund or funds of the School District, and those proceeds are appropriated and shall be used to pay Project Costs (as defined in the Facilities Lease), including financing costs.

Section 2. Improvements. This Board hereby determines that the Leased Property, including the Improvements, and the uses thereof for School District purposes, are essential to the School District for the proper, efficient and economic operation of the School District and the welfare of its students.

Section 3. Determination of Facilities Lease Terms. The terms of the Facilities Lease with respect to the identity of the Lessor, Base Rent and Renewal Terms shall be determined by the Treasurer, having due regard for the best financial interest of the School District, subject to the following:

(a) Base Rent. The aggregate principal component of Base Rent, as defined in the Facilities Lease, for the Initial Term and all Renewal Terms in aggregate shall not exceed \$3,450,000, and shall be payable in either annual or semiannual installments in accordance with a Base Rent Schedule attached to the Facilities Lease. The interest component of the Base Rent shall accrue at a single fixed rate not to exceed 6% per year (computed on the basis of a 360-day year consisting of 12 30-day months), payable either annually or semiannually in accordance with a Base Rent Schedule attached to the Facilities Lease. Amounts necessary to pay Base Rent and any other obligations under the Lease in the current fiscal year are hereby appropriated.

(b) Final Renewal Term. The final Renewal Term of the Facilities Lease shall end not later than the earlier of (i) 30 years (in accordance with Section 3313.375 of the Revised Code) from the commencement date of the Facilities Lease or (ii) the end of the weighted average useful life of the Improvements as estimated on the date of the Facilities Lease, and the term of the Ground Lease shall end not more than five years after the final Renewal Term of the Facilities Lease.

(c) Prepayment of Base Rent. The unpaid principal component of Base Rent may be prepayable in accordance with a schedule or otherwise, as set forth in the Facilities Lease, provided that any premium associated with prepayment shall not exceed 103% of the principal component of Base Rent being prepaid.

Section 4. Other Instruments. In connection with the Lease-Purchase Transaction, the President, the Superintendent and the Treasurer, each and all, as appropriate, are hereby authorized to take any and all other actions and to sign and deliver any and all other instruments, agreements, certificates and documents, including escrow agreements relating to the investment and application of the proceeds of the Facilities Lease, as may in their judgment be necessary, desirable, advisable or appropriate in order to give effect to the transactions contemplated to be performed on the part of the School District under the Facilities Lease.

Section 5. Tax Covenants. This Board covenants to use, and to restrict the use and investment of, the proceeds of the Facilities Lease in such manner and to such extent as may be necessary so that (a) the obligations of the School District under the Facilities Lease will not (i) constitute private activity bonds or arbitrage bonds under Sections 141 or 148 of the Internal Revenue Code of 1986, as amended (the Code) or (ii) be treated other than as obligations to which Section 103 of the Code applies, and (b) the interest components of the Base Rent will not be treated as an item of tax preference under Section 57 of the Code.

This Board further covenants (a) to take or cause to be taken such actions that may be required of it for the interest components of the Base Rent to be and to remain excluded from gross income for federal income tax purposes, (b) to take or authorize to be taken any actions that would adversely affect that exclusion, and (c) that it, or persons acting for it, will, among other acts of compliance, (i) apply the proceeds of the Facilities Lease to the governmental purpose of the Facilities Lease, (ii) restrict the yield on investment property acquired with those proceeds, (iii) make timely and adequate payments to the federal government if required, (iv) maintain books and records and make calculations and reports, and (v) refrain from certain uses of those proceeds and, as applicable, of property financed with such proceeds, all in such manner and to the extent necessary to assure such exclusion of the interest components under the Code.

The Treasurer, as the fiscal officer, or any other officer of this Board or the School District having responsibility for signing the Facilities Lease is hereby authorized (a) to make or effect any election, selection, designation, choice, consent, approval, or waiver on behalf of this Board or the School District with respect to the Facilities Lease as this Board or the School District is permitted to or required to make or give under the federal income tax laws, including, without limitation thereto, any of the elections available under Section 148 of the Code, for the purpose of assuring, enhancing or protecting favorable tax treatment or status of the Facilities Lease or the interest components of the Base Rent or assisting compliance with requirements for that purpose, reducing the burden or expense of such compliance, reducing the rebate amount or payments or penalties, or making payments of special amounts in lieu of making computations to determine, or paying, excess earnings as rebate, or obviating those amounts or payments, as determined by that officer, which action shall be in writing and signed by the officer, (b) to take any and all other actions, make or obtain calculations, make payments, and make or give reports, covenants and certifications of and on behalf of this Board and the School District, as may be appropriate to assure the exclusion of the interest components of the Base Rent from gross income and the intended tax status of the interest components of the Base Rent and (c) to give one or more appropriate certificates of this Board and the School District, for inclusion in the transcript of proceedings relating to the Facilities Lease, setting forth the reasonable expectations of this Board and the School District regarding the amount and use of all the proceeds of the Facilities Lease, the facts, circumstances and estimates on which they are based, and other facts and circumstances relevant to the tax treatment of the interest components of the Base Rent and the tax status of the Facilities Lease. The Treasurer is specifically authorized to designate the School District's obligation to pay Base Rent as "qualified tax-exempt obligations" if such designation is applicable and desirable, and to make any related necessary representations and covenants.

Section 6. Retention of Bond Counsel. The legal services of Squire Patton Boggs (US) LLP, as bond counsel to this Board and the School District, be and are hereby retained in connection with the Lease-Purchase Transaction. The legal services shall be in the nature of legal advice and recommendations as to the documents and the proceedings in connection with, and the rendering of the necessary legal opinion upon, the completion of the Lease-Purchase Transaction. In rendering those legal services, as an independent contractor and in an attorney-client relationship, that firm shall not exercise any administrative discretion on behalf of this Board or the School District in the formulation of public policy, expenditure of public funds, enforcement of laws, rules and regulations of the State, the School District or any other political subdivision, or the execution of public trusts. That firm shall be paid just and reasonable compensation for those legal services and shall be reimbursed for the actual out-of-pocket expenses it incurs in rendering those legal services,

whether or not the Lease-Purchase Transaction is completed. The Treasurer is authorized to provide for the payment of those fees and any reimbursements from the proceeds of the Lease-Purchase Transaction to the extent available and otherwise is authorized and directed to make appropriate certification as to the availability of funds for those fees and any reimbursement and to issue an appropriate order for their timely payment as written statements are submitted by that firm.

Section 7. Retention of Placement Agent. The services of Robert W. Baird & Co. Incorporated, as placement agent, be and are hereby retained in connection with the Lease-Purchase Transaction. Those services shall be in the nature of soliciting proposals from potential purchasers of the Lease-Purchase Transaction and negotiating the terms of the purchase of the Lease-Purchase Transaction. In rendering those services, as an independent contractor, that firm shall not exercise any administrative discretion on behalf of the School District in the formulation of public policy, expenditure of public funds, enforcement of laws, rules and regulations of the State, the School District or any other political subdivision, or the execution of public trusts. That firm shall be paid just and reasonable compensation for those services and shall be reimbursed for the actual out-of-pocket expenses it incurs in rendering those services, whether or not the Lease-Purchase Transaction is completed. The Treasurer is authorized to provide for the payment of those fees and any reimbursements from the proceeds of the Lease-Purchase Transaction to the extent available and otherwise is authorized and directed to make appropriate certification as to the availability of funds for those fees and any reimbursement and to issue an appropriate order for their timely payment as written statements are submitted by that firm.

Section 8. Severability. Each section of this Resolution and each part of each section hereof is hereby declared to be independent, and the finding or holding of any section or part of any section hereof to be invalid or void shall not be deemed or held to affect the validity of any other section or part of any section of this Resolution.

Section 9. Prior Acts Ratified and Confirmed. Any actions previously taken by School District officials or agents of this Board in furtherance of the matters set forth in this Resolution are hereby approved, ratified and confirmed.

Section 10. Compliance with Open Meeting Requirements. This Board finds and determines that all formal actions of this Board and of any of its committees concerning and relating to the adoption of this Resolution were taken, and that all deliberations of this Board and of any of its committees that resulted in those formal actions were held, in meetings open to the public in compliance with the law.

Section 11. Captions and Headings. The captions and headings in this Resolution are solely for convenience of reference and in no way define, limit or describe the scope or intent of any Sections, subsections, paragraphs, subparagraphs or clauses hereof.

Section 12. Effective Date. This Resolution shall be in full force and effect from and immediately upon its adoption.

David Yaggi seconded the motion.

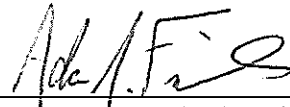
Upon roll call on the adoption of the foregoing Resolution, the vote was as follows:

Bryan Hobbins	Yes
Joe Courtwright	Yes
Mikki Kanagy	Yes
David Yaggi	Yes

TREASURER'S CERTIFICATION

The above is a true and correct extract from the minutes of the regular meeting of the Board of Education of West Branch Local School District, Ohio, held on August 17, 2023, commencing at 6:00 p.m., in the West Branch High School Media Center, 14277 Main Street, Beloit, Ohio, showing the adoption of the Resolution set forth above.

Dated: August 17, 2023



Treasurer, Board of Education
West Branch Local School District, Ohio