

The Board of Education of the Brecksville-Broadview Heights City School District, Ohio, met in regular session on December 18, 2017, commencing at 7:00 p.m., at the Education Center, 6638 Mill Road, Brecksville, Ohio, with the following members present:

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.

_____ moved the adoption of the following resolution:

A RESOLUTION RETAINING SQUIRE PATTON BOGGS (US) LLP TO PROVIDE CERTAIN LEGAL SERVICES AS BOND AND ELECTION COUNSEL IN CONNECTION WITH THE DISTRICT'S SCHOOL FACILITIES IMPROVEMENT PROJECT.

BE IT RESOLVED by the Board of Education of the Brecksville-Broadview Heights City School District, County of Cuyahoga, State of Ohio, that:

Section 1. The legal services of the law firm of Squire Patton Boggs (US) LLP be and are hereby retained as bond and election counsel in connection with the financing for the District's school facilities improvement project. The Firm's legal services as bond and election counsel shall be in the nature of legal advice and recommendations as to the documents and the proceedings necessary in connection with (i) the required bond issue election proceedings and (ii) the issuance of bonds and any anticipatory securities, rendering legal opinions with respect thereto and providing legal assistance in the preparation of any related official statement or other disclosure document in connection with the original issuance and sale of the securities. In rendering all such legal services, which are more particularly described in the engagement letter on file in the office of the Treasurer of this Board, as an independent contractor and in an attorney-client relationship, that Firm shall not exercise any administrative discretion on behalf of this Board in the formulation of public policy, expenditure of public funds, enforcement of laws, rules and regulations of the State, any county, or cities or of this Board, or the execution of public trusts.

Section 2. For those legal services that Firm shall be paid just and reasonable fees and shall be reimbursed for actual out of pocket expenses (including, but not limited to, telecommunications expenses, duplicating expenses, costs of printing disclosure documents and securities and out-of-state and other travel expenses) incurred in rendering such legal services. The engagement letter now on file with the Treasurer is hereby approved, and the President and Treasurer are authorized to sign and deliver that letter in the name and on behalf of the District. The Treasurer is also hereby authorized and directed to make appropriate certification as to the availability of funds for the payment of the fees and reimbursements and to issue an appropriate order for the payment of the same as the same shall become payable.

Section 3. This Board finds and determines that all formal actions of this Board and any of its committees concerning and relating to the adoption of this Resolution were taken, and 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 4. This Resolution shall be in full force and effect from and immediately upon its adoption.

_____ seconded the motion.

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

TREASURER’S CERTIFICATE

The above is a true and correct extract from the minutes of the regular meeting of the Board of Education of the Brecksville-Broadview Heights City School District held on December 18, 2017, commencing at 7:00 p.m., at the Education Center, 6638 Mill Road, Brecksville, Ohio, showing the adoption of the resolution hereinabove set forth.

Jeff M. Hall
Treasurer, Board of Education
Brecksville-Broadview Heights City School District, Ohio

Dated: December 18, 2017