



**Barker Central School District
Board of Education
April 27, 2021 at 7:30 A.M.
BCS Board Room**

PRESENT R. Atwater, C. Gancasz, M. Clemens-Harris, H. Ecker, E. Gow, V. Voss

EXCUSED J. Sweeney

**ALSO
PRESENT** J. Reimer, M. Eadie
Public: 0

**CALL TO
ORDER** President Atwater welcomed everyone and called the meeting to order at 7:30 a.m.
The Pledge to the Flag was given.

**APPROVE
AGENDA** The agenda was reviewed. A motion was made by Mrs. Clemens-Harris, seconded
by Mrs. Gancasz, to approve the agenda as presented.
Yes: 6, No: 0
Motion carried.

PUBLIC FORUM None.

**SUPERINTENDENT'S
INFORMATION** None.

PERSONNEL ITEMS A motion by Mrs. Ecker, seconded by Mrs. Clemens-Harris to approve the
appointment of Kirsty Pagan-Wakefield as 8th Grade Advisor retroactive for the
2019 - 2020 school year at Step 1 at \$602.00, and for the 2020-2021 school year
at Step 2 at \$602.00.
Yes: 6
No: 0
Motion carried.

**BUSINESS &
FINANCIAL ITEMS** Motion by Mrs. Ecker, seconded by Mrs. Clemens-Harris, to approve to cast one
unanimous vote to approve the resolution for the Orleans-Niagara Board of
Cooperative Educational Services 2021 - 2022 Administrative Budget in the amount
of \$2,859,519.

RESOLVED, that the Board of education of the Barker Central School
District, hereby approves the proposed administrative budget for the



Orleans/Niagara Board of Cooperative Educational Services in the amount of \$2,859,519 for 2021-2022.

Yes: 6

No: 0

Motion carried.

Motion by Mrs. Ecker, seconded by Mrs. Gancasz, to approve the resolution casting one unanimous ballot at the annual election of members for the Orleans-Niagara Board of Cooperative Educational Services Trustees for the four vacancies as noted below:

- 1.) Keith Bond, Gasport, NY - Royalton-Hartland Central School District
- 2.) Edward Grabowski, Medina, NY - Medina Central School District
- 3.) Wayne Wadhams, Albion, NY - Albion Central School District
- 4.) Joanne Woodside, Lockport, NY - Lockport City School District

Yes: 6

No: 0

Motion carried.

Motion by Mrs. Ecker, seconded by Mrs. Gancasz, to approve the resolution (attached) of the Board of Education of the Barker Central School District for (1.) Authorizing the District to undertake a lease-purchase financing in the principal amount not to exceed \$1,459,318 for the equipment and other personal property to be acquired and installed as part of the District Energy Performance Contract Project; (2.) Approving the award of such financing; (3.) Authorizing the execution and delivery of an equipment lease/purchase agreement with respect thereto and of other documents required in connection therewith; and (4.) Authorizing of all other actions necessary to the consummation of the transactions contemplated by this resolution.

RESOLUTION OF THE BOARD OF EDUCATION OF THE BARKER CENTRAL SCHOOL DISTRICT, NIAGARA COUNTY, NEW YORK (THE "DISTRICT") (I) AUTHORIZING THE DISTRICT TO UNDERTAKE A LEASE-PURCHASE FINANCING IN THE PRINCIPAL AMOUNT NOT TO EXCEED \$1,459,318 FOR THE EQUIPMENT AND OTHER PERSONAL PROPERTY TO BE ACQUIRED AND INSTALLED AS PART OF THE DISTRICT'S ENERGY PERFORMANCE CONTRACT PROJECT; (II) APPROVING THE AWARD OF SUCH FINANCING; (III) AUTHORIZING THE EXECUTION AND DELIVERY OF AN EQUIPMENT LEASE/PURCHASE AGREEMENT WITH RESPECT THERETO AND OF OTHER DOCUMENTS REQUIRED IN CONNECTION THEREWITH; AND (IV) AUTHORIZING THE TAKING OF ALL OTHER ACTIONS NECESSARY TO THE CONSUMMATION OF THE TRANSACTIONS CONTEMPLATED BY THIS RESOLUTION

WHEREAS, Barker Central School District, Niagara County, New York (the "District"), a school district of the State of New York (the "State"), is authorized by the laws of the State to purchase, acquire and lease personal property for the benefit of the District and to enter into contracts with respect thereto; and



WHEREAS, in accordance with Article 9 of the State Energy Law (the “Energy Law”), and as authorized by a resolution adopted on January 13, 2020, by the Board of Education of the District (the “Board”), the District has entered into an energy performance contract (the “EPC”) with Solar Liberty Energy Systems Inc. for the performance of services in connection with the District’s Energy Performance Project, including the installation and maintenance of various energy conservation measures and equipment at the District’s school buildings (the “Project”); and

WHEREAS, by a resolution adopted on July 6, 2020, the Board determined, after classifying the Project as an “Unlisted Action” within the meaning of State Environmental Quality Review Act and the regulations promulgated thereunder (collectively, “SEQRA”), and after completion of a coordinated review under SEQRA, that the project will not result in any significant adverse impact to the environment and the Board issued a Negative Declaration to such effect; and

WHEREAS, for the purpose of pursuing financing for the equipment and other personal property to be acquired and installed at various District facilities as part of the Project (collectively, the “Equipment”), the District, through its municipal advisor, Municipal Solutions, Inc. (the “Municipal Advisor”), issued a written Request for Proposals (the “RFP”) to qualified respondents to serve as the lessor under a lease-purchase agreement with the District in the principal amount of \$1,459,318 to finance the Equipment; and

WHEREAS, in response to the RFP, the District received two (2) proposals from qualified respondents and it was determined by the District’s Superintendent, based on the recommendation of the of the Municipal Advisor, that the proposal received from Municipal Leasing Consultants (“MLC”) was most advantageous to the District and meets the overall needs of the District for the lease-purchase financing of the Equipment, and was the lowest interest rate cost of all proposals received; and

WHEREAS, in order to acquire the Equipment and effectuate such lease-purchase financing, the District proposes to enter into an Equipment Lease-Purchase Agreement with MLC and/or Signature Public Funding, Corp., a wholly-owned subsidiary of Signature Bank which is a bank or trust company located and authorized to do business in New York (or one of their affiliates), as lessor (the “Lessor”) and a related escrow and account control agreement with the Lessor, as escrow agent (the “Escrow Agent”) in substantially the forms presented at this meeting (collectively, the “Agreement”); and

WHEREAS, the Board deems it for the benefit of the Lessee and for the efficient and effective administration thereof to enter into the Agreement and the documentation related to the financing of the Equipment for the purchase, acquisition and leasing of the Equipment to be therein described on the terms and conditions therein provided; and

WHEREAS, the Board now intends, among other things, to (i) authorize the District to undertake such lease-purchase financing for the Equipment in the principal amount of \$1,459,318, (ii) approve the award of such lease-purchase



financing for the Equipment to MLC, (iii) approve the form of Agreement as submitted to this meeting and authorize the President of the Board of Education of the District to approve the final form of the Agreement and all related documents, and to execute and deliver such documents on behalf of the District; and (iv) authorizing the taking of such other actions necessary in connection with the foregoing.

NOW THEREFORE, THE BOARD OF EDUCATION OF THE BARKER CENTRAL SCHOOL DISTRICT, NIAGARA COUNTY, NEW YORK HEREBY RESOLVES as follows:

Section 1. Authorization of Lease-Purchase Financing for Equipment. The District is hereby authorized to finance the cost of the acquisition and installation of the Equipment through a lease-purchase financing in the principal amount not to exceed \$1,459,318.

Section 2. Approval of Award. The award of such lease-purchase financing to MLC, based on the proposals submitted in response to the RFP and the recommendation of the District's Municipal Advisor, is hereby approved.

Section 3. Approval of Documents. The form, terms and provisions of the Agreement are hereby approved in substantially the forms presented at this meeting, with such insertions, omissions and changes as shall be approved by the President of the Board, as the chief fiscal officer of the District, the execution of such documents being conclusive evidence of such approval; and the President of the Board is hereby authorized and directed to execute, and the District Clerk is hereby authorized and directed to attest and countersign, the Agreement and any related Exhibits attached thereto and to deliver the Agreement (including such Exhibits) to the respective parties thereto, and the District Clerk is hereby authorized to affix the seal of the District to such documents.

Section 4. Other Actions Authorized. The officers and employees of District shall take all actions necessary or reasonably required by the parties to the Agreement to carry out, give effect to and consummate the transactions contemplated thereby (including the execution and delivery of Acceptance Certificates and any tax certificate and agreement, as contemplated in the Agreement) and to take all action necessary in conformity therewith, including, without limitation, the execution and delivery of any closing and other documents required to be delivered in connection with the Agreement.

Section 5. No General Liability. Nothing contained in this Resolution, the Agreement nor any other instrument shall be construed with respect to the District as incurring a pecuniary liability or charge upon the general credit of the District or against its taxing power, nor shall the breach of any agreement contained in this Resolution, the Agreement or any other instrument or document executed in connection therewith impose any



pecuniary liability upon the District or any charge upon its general credit or against its taxing power, except to the extent that the Rental Payments payable under the Agreement are special limited obligations of the District as provided in the Agreement.

Section 6. Appointment of Authorized District Representatives. The President of the Board and the Superintendent of the District are each hereby designated to act as authorized representatives of the District for purposes of the Agreement until such time as the Board of Education shall designate any other or different authorized representative for purposes of the Agreement.

Section 7. Severability. If any section, paragraph, clause or provision of this Resolution shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause or provision shall not affect any of the remaining provisions of this Resolution.

Section 8. Repealer. All bylaws, orders and resolutions or parts thereof, inconsistent herewith, are hereby repealed to the extent only of such inconsistency. This repealer shall not be construed as reviving any bylaw, order, resolution or ordinance or part thereof.

Section 9. Effective Date. This Resolution shall be effective immediately upon its approval and adoption.

Yes: 6
No: 0
Motion carried.

**END OF PUBLIC
SESSION**

The Board concurred that an Executive Session was not needed. Motion by Mrs. Ecker, seconded by Mrs. Gancasz, to end the Public Session and adjourn the meeting at 7:35 a.m.

Yes: 6
No: 0
Motion carried.

Prepared by,

Mary H. Eadie
District Clerk