

**EXCERPT OF MINUTES OF A MEETING
OF THE GOVERNING BODY OF
UNIFIED SCHOOL DISTRICT NO. 261,
SEDGWICK COUNTY, KANSAS (HAYSVILLE)
HELD ON JANUARY 23, 2012**

The governing body met in regular session at the usual meeting place in the District, at 7:00 P.M., the following members being present and participating, to-wit:

Absent:

The President declared that a quorum was present and called the meeting to order.

(Other Proceedings)

Thereupon, there was presented a Resolution entitled:

**A RESOLUTION PROVIDING FOR THE ADOPTION OF A TAX-EXEMPT
FINANCING COMPLIANCE ~~POLICY AND~~ PROCEDURE RELATING TO
OBLIGATIONS ISSUED AND TO BE ISSUED BY UNIFIED SCHOOL DISTRICT
NO. 261, SEDGWICK COUNTY, KANSAS (HAYSVILLE).**

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Thereupon, Member _____ moved that said Resolution be adopted. The motion was seconded by Member _____. Said Resolution was duly read and considered, and upon being put, the motion for the adoption of said Resolution was carried by the vote of the governing body, the vote being as follows:

Aye: _____.

Nay: _____.

Thereupon, the President declared said Resolution duly adopted and the Resolution was then duly numbered Resolution No. 2011/2012-J-23-A and was signed by the President and attested by the Clerk.

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(Other Proceedings)

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CERTIFICATE

I hereby certify that the foregoing Excerpt of Minutes is a true and correct excerpt of the proceedings of the governing body of Unified School District No. 261, Sedgwick County, Kansas (Haysville) held on the date stated therein, and that the official minutes of such proceedings are on file in my office.

(SEAL)

Clerk

RESOLUTION NO. 2011/2012-J-23-A

A RESOLUTION PROVIDING FOR THE ADOPTION OF A TAX-EXEMPT FINANCING COMPLIANCE ~~POLICY AND~~ PROCEDURE RELATING TO OBLIGATIONS ISSUED AND TO BE ISSUED BY UNIFIED SCHOOL DISTRICT NO. 261, SEDGWICK COUNTY, KANSAS (HAYSVILLE).

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WHEREAS, the Unified School District No. 261, Sedgwick County, Kansas (Haysville) (the “Issuer”) is a unified school district, duly created, organized and existing under the Constitution and laws of the State of Kansas (the “State”); and

WHEREAS, the Issuer is authorized, pursuant to the Constitution and statutes of State to issue bonds, notes, leases, certificates and other instruments that evidence indebtedness (collectively, the “Obligations”) to finance certain improvements, projects and programs of the Issuer (collectively, the “Project Facilities”); and

WHEREAS, the Issuer has heretofore issued certain Obligations and anticipates future issuance of additional Obligations, the interest on which is intended to be excluded from gross income for federal income tax purposes (the “Tax-Exempt Obligations”); and

WHEREAS, the Internal Revenue Code of 1986, as amended and regulations promulgated thereunder (collectively, the “Code”), impose ongoing requirements related to the investment, use and expenditure of proceeds of Tax-Exempt Obligations and related funds and restrictions on use of the Project Facilities financed by such Tax-Exempt Obligations; and

WHEREAS, pursuant to rules promulgated by the Securities and Exchange Commission (the “SEC”), the Issuer has entered into or anticipates the entering into continuing disclosure undertakings to provide for submission of annual reports and notices of certain material events relating to the Tax-Exempt Obligations; and

WHEREAS, the Issuer is committed to full compliance with all such requirements with respect to the Issuer’s Tax-Exempt Obligations.

THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF UNIFIED SCHOOL DISTRICT NO. 261, SEDGWICK COUNTY, KANSAS (HAYSVILLE):

Section 1. Compliance Procedure. In order to comply with the requirements of the Code and directives of the IRS and SEC and to improve tax compliance and documentation, the governing body of the Issuer hereby adopts the Tax-Exempt Financing Compliance ~~Policy and~~ Procedure, dated as January 23, 2012 (the “Compliance Procedure”).

Section 2. Permanent Record. A copy of the Compliance Procedure shall be placed in the permanent records of the Issuer and shall be available for public inspection during regular business hours of the Issuer.

Section 3. Effective Date. This Resolution shall take effect and be in full force from and after its adoption by the governing body of the Issuer.

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ADOPTED AND APPROVED by the governing body of the Unified School District No. 261, Sedgwick County, Kansas (Haysville), on January 23, 2012.

(Seal)

President

ATTEST:

Clerk

CERTIFICATE

I, hereby certify that the above and foregoing is a true and correct copy of the Resolution No. 2011/2012-J-23-A of Unified School District No. 261, Sedgwick County, Kansas (Haysville) adopted by the governing body on January 23, 2012 as the same appears of record in my office.

DATED: January 23, 2012.

Clerk