



*Newfane Central School District
Board of Education*

NEWFANE BOARD OF EDUCATION MEETING MINUTES

MAY 7, 2019

Prior to the meeting at 6:30 pm, Superintendent Baumann conducted the Public Budget Hearing.

The May 7, 2019 meeting of the Newfane Board of Education was held in room129 of the Early Childhood Center. The meeting was called to order by Board President Schmitt at 7:03pm.

CALL TO ORDER

A. Casinelli, P. Kelahan, A. Kennedy, L. Licht, M. Lingle, E. Oudette, J. Schmitt
M. Baumann, B. Schuler, J. Bower, G. Noon, P. Young, D. Hawkins, D. Bedette
M. Stefanoski, HS Students, C. Hoffman

TRUSTEES PRESENT

**ADMINISTRATION
PRESENT
OTHERS PRESENT**

The District Mission Statement was read by Trustee Licht.

**PLEDGE OF ALLEGIANCE
and
DISTRICT MISSION
STATEMENT**

Motion made by Trustee Licht and seconded by Trustee Kennedy
RESOLVED, that the proposed agenda for May 7, 2019 be approved.
Resolution Carried: 7 YES 0 NO

**ESTABLISH ORDERS OF
THE DAY**
Approved the agenda

There were no remarks at this time.

**Public remarks or
comments**

High School Principal D. Bedette outlined the recognition criteria for the students and Assistant Principal, D. Hawkins introduced the following students that were recognized for accomplishments in scoring on Advanced Placement Exams: Terrance Branch, Madison Edwards, Cassidy Froman, Kimberly Goerss, James Leibring, Macy White, Bailey Boyer, Hope Ciotusynski, Caitlin Clack, Erica Xu and Abigail Sapecky. Congratulations!

PRESENTATIONS
High School Student
Recognition

PRESIDENT REPORT:

President Schmitt commented on the upcoming end of the school year.

SUPERINTENDENT REPORT:

Superintendent Baumann shared a book of poems created by L. Westphal’s class. Great strides being made in Kindergarten. Mr. Baumann also reminded the board of the Military Luncheon, a recent donation from the family of W. Dunn, and the Budget Vote Day activities. He outlined the recent retirements and Job Vacancy Announcements and the intent of hiring quickly.

COMMITTEE REPORTS:

There were no updates at this time.

NEWFANE TEACHER’S ASSOCIATION REPRESENTATIVE:

N. Dopp represented the NTA, a letter from a former student was read showing his appreciation for teachers, this during Teacher Appreciation Week.

The Routine Order of Business was voted on by consensus to be listed separately in the minutes.

Motion made by Trustee Licht and seconded by Trustee Casinelli
RESOLVED, that the minutes of the April 2 and April 23, 2019 meetings of the Board of Education be and are approved.

Resolution Carried: 7 YES 0 NO

ROUTINE ORDER OF BUSINESS

Approved the minutes
Encl. 2019.05.07.8A

Motion made by Trustee Licht and seconded by Trustee Casinelli
RESOLVED, upon the recommendation of the Superintendent of Schools, that the Board of Education accept and file the Treasurer’s Monthly Report for the period of February 2019.

Resolution Carried: 7 YES 0 NO

Accepted and filed the
Treasurer’s Monthly
Report
Encl. 2019.05.07.8B

Motion made by Trustee Licht and seconded by Trustee Casinelli
RESOLVED, that the Board of Education, upon reviewing the recommendation of the Committee on Special Education and the Committee on Preschool Special Education will arrange for the appropriate special education programs and services to be provided for meetings held as listed in Enclosure 2019.05.07.8C.

Resolution Carried: 7 YES 0 NO

Approved the
classification and
placement of students
Encl. 2019.05.07.8C

Motion made by Trustee Licht and seconded by Trustee Casinelli
RESOLVED, upon the recommendation of the Superintendent of Schools, that the Board of Education accept and file the School Lunch Profit and Loss Statement for the periods of February and March 2019.

Resolution Carried: 7 YES 0 NO

Approved the school
lunch profit and loss
statement
Encl. 2019.05.07.8D

And, FURTHER RESOLVED, upon the recommendation of the Superintendent of Schools, that the following books, as presented in the enclosure, be and are approved for purchase:

School	Vendor	Subject	Cost
Elementary	Great Minds	math	\$20,019.50
Middle	McGraw Hill	science	\$35,818.20
Resolution Carried:		7 YES	0 NO

Motion made by Trustee Licht and seconded by Trustee Kelahan RESOLVED, upon the recommendation of the Superintendent of Schools, that Teresa Trank, School Nurse, be approved to attend the NYS School Nurse Orientation Conference and travel to, Skaneateles and Auburn, New York and also are approved the associated expenses incurred while traveling from August 11, 2019 through August 15, 2019 as presented in Enclosure 2019.05.07.10B.

Approved a conference request, T. Trank
Encl. 2019.05.07.10B

Resolution Carried: 7 YES 0 NO

Motion made by Trustee Licht and seconded by Trustee Kelahan RESOLVED, upon the recommendation of the Superintendent of Schools, that the bid submitted by Genesee Valley Motors Inc. dba Genesee Valley Chrysler Dodge Jeep is considered a non-responsive bid; and FURTHER RESOLVED, that NYE Automotive Group of Oneida, New York is determined to be the lowest responsible bidder, and is awarded the New York State mini-bid number 19030102 for a Dodge Grand Caravan in the amount of \$22,867.00.

Awarded a bid, Van
Encl. 2019.05.07.10C

Resolution Carried: 7 YES 0 NO

Motion made by Trustee Licht and seconded by Trustee Kelahan
A RESOLUTION, DATED MAY 7, 2019, SPECIFICALLY AUTHORIZING THE NEWFANE CENTRAL SCHOOL DISTRICT, NIAGARA COUNTY, NEW YORK (THE "DISTRICT"), TO PARTICIPATE IN A PROGRAM THAT IS CURRENTLY BEING STRUCTURED AND IMPLEMENTED BY THE DORMITORY AUTHORITY OF THE STATE OF NEW YORK (THE "AUTHORITY") PURSUANT TO WHICH THE DISTRICT WILL BE ABLE TO SECURE PERMANENT FINANCING ARRANGEMENTS FOR A CERTAIN CAPITAL PROJECT OF THE DISTRICT, AND FURTHER SPECIFICALLY AUTHORIZING THE DISTRICT (ACTING THROUGH THE PRESIDENT OF ITS BOARD OF EDUCATION) TO ENTER INTO, DELIVER AND PERFORM (A) A FINANCING AGREEMENT (INCORPORATING A PROPOSED FINANCIAL PLAN) WITH THE AUTHORITY AND (B) ALL OTHER REASONABLY NECESSARY AND RELATED DOCUMENTS REQUIRED TO BE EXECUTED AND DELIVERED BY THE DISTRICT IN CONNECTION WITH SUCH PROGRAM.

Approved participation in bond refinancing,
DASNY

WHEREAS, the Newfane Central School District, Niagara County, New York (the "District") has not yet issued any obligations to finance a capital improvements project consisting of the reconstruction and renovation of, and the construction of improvements and upgrades to, various District buildings and facilities and the sites thereof (the "Project") pursuant to a

bond resolution that was duly adopted by the Board of Education of the District (the "Board") on November 3, 2015 (the "Bond Resolution"); and WHEREAS, the District now wishes to enter into arrangements for the permanent financing of a portion of the authorized amount of the Project in the proposed amount of \$3,098,519; and

WHEREAS, the Bond Resolution provides that, subject to certain provisions of statutory law, the powers and duties of the Board relative to prescribing the terms, form and contents and details as to the sale and issuance of the bonds authorized

by the Bond Resolution are delegated to the President of the Board, as the chief fiscal officer of the District (the "President") or, under certain circumstances, the Vice President of the Board; and

WHEREAS, the Bond Resolution remains in full force and effect and has not been amended, modified or revoked; and

WHEREAS, Chapter 383 of the Laws of 2001 (the "Act") significantly altered the method and timing whereby building aid from the State of New York (the "State") is to be paid to the District; and

WHEREAS, the Act contemplates and permits the participation of individual school districts in a program for pooled financing of their outstanding indebtedness through the issuance of bonds by such school districts directly to the Dormitory Authority of the State of New York (the "Authority"), in connection with the contemporaneous issuance of bonds by the Authority to the public; and

WHEREAS, school districts electing to participate in such program are able to obtain, pursuant to the Act, the assurance of the State Education Department that they will receive building aid for all or substantially all of the aid-eligible portion of the debt service payments to be made on the bonds that they issue to the Authority; and

WHEREAS, the Authority duly adopted, on May 29, 2002, its Master School Districts Financing Program Revenue Bond Resolution (the "Master Resolution"), and on one or more dates subsequent thereto duly adopted its Series Resolutions authorizing multiple series of its School Districts Revenue Bond Financing Program Revenue Bonds (the "Authority Bonds"); and

WHEREAS, the Authority has deemed it necessary and in keeping with its purposes to issue, under the Master Resolution and the applicable Series Resolution, the Authority Bonds therein authorized for the purpose of lending to certain school districts as defined in the Act funds sufficient to (a) finance or refinance the costs of certain capital projects undertaken by such school districts, and (b) pay the costs of issuance of the bonds to be issued by the Authority; and

WHEREAS, the District has requested the Authority to finance the Project, and the Authority has agreed, on the basis of certain representations and warranties to be made by the District, to make a loan or loans to the District to provide new money to finance the Project; and

WHEREAS, the District desires to receive a loan or loans from the Authority upon substantially the terms and conditions set forth in the Financing Agreement between the Authority and the District, a substantially final form

of which has been presented to the Board and by this reference is incorporated herein (the "Financing Agreement"), and has authorized the execution and delivery of bonds of the District payable to the Authority (the "School District Bonds" or the "Bonds") to evidence its obligation to repay such loan or loans; and

WHEREAS, the Authority has authorized the issuance of the Authority Bonds pursuant to the Master Resolution and the applicable Series Resolution, a portion of the proceeds of which are to be applied for purposes of making a loan or loans to the District for the permanent financing of the Project; and WHEREAS, the Authority Bonds are to be special obligations of the Authority payable solely from the revenues or other receipts, funds or moneys to be derived

by the Authority under or pursuant to the Financing Agreement and from other revenues pledged and available therefor under the Master Resolution and the Series Resolution; and

WHEREAS, pursuant to the Financing Agreement the District will deliver its School District Bonds to the Authority and pledge to the Authority, to secure the payments to be made by the District under the Financing Agreement, a sufficient portion of any and all public funds to be apportioned or otherwise made available by the State of New York to the District;

NOW, THEREFORE, BE IT RESOLVED, by the Board (by the favorable vote of not less than two-thirds of all the members of the Board) as follows:

SECTION 1. For the purposes of providing new money to finance the Project and generating moneys that will be sufficient to pay (A) the costs and expenses incidental to the issuance of the School District Bonds herein authorized and the Authority Bonds which they support, including, but not limited to, the District's proportionate share of the fees and costs of the Authority incurred in connection with the issuance of the Authority Bonds (including, without limitation, the compensation payable to the underwriter of the Authority Bonds), (B) the fees and costs of the municipal advisory and bond counsel firms retained by the District in connection with the issuance of the School District Bonds, and (C) all other fees and costs of issuance associated with the issuance of the Authority Bonds and the School District Bonds, there are hereby specifically authorized to be issued by the District the School District Bonds, as contemplated by the Financing Agreement, in an aggregate principal amount not to exceed \$3,182,948, with the precise final amount to be determined by the President of the Board (acting on the advice of the District's municipal advisory firm) and included in the Financing Agreement. The Bonds shall be dated on or about June 17, 2019, shall be of the denomination of \$5,000 or any integral multiple thereof not exceeding the principal amount of each respective maturity (unless a bond of odd denomination is required), and shall mature and shall bear interest on such dates as are set forth in a Notice of Terms that is to be delivered by the Authority to the District, a form of which is attached as Exhibit I to the Financing Agreement (the "Notice of Terms").

SECTION 2. The School District Bonds shall be executed in the name of the District by the manual or facsimile signature of the President of the Board,

and the District's seal shall be imprinted thereon and attested by the District Clerk. The School District Bonds shall contain the recital of validity clause provided for in Section 52.00 of the Local Finance Law, and shall otherwise be in such form and contain such recitals as the President of the Board shall determine.

SECTION 3. A Financial Plan showing the estimated details of the proposed issuance of the Authority Bonds and the School District Bonds will be prepared by the underwriter retained by the Authority (the "Financial Plan"). The Financial Plan will show the estimated sources, amounts and uses of all funds required to accomplish such transaction. The Financial Plan will be prepared based upon the assumption that the School District Bonds will be issued in the aggregate principal amount of not more than \$3,182,948 and that the School District Bonds will be issued in such amount, will mature, will be of such terms, and will bear interest as set forth in the final Notice of Terms that is to be approved by the President of the Board in accordance with this resolution. The President of the Board is hereby authorized and directed to determine (or adjust) the amount of the School District Bonds to be issued, the date of such School District Bonds and the date of issue, maturities and terms thereof, the provisions relating to any redemption of the School District Bonds prior to maturity, whether the School District Bonds will be insured by a policy or policies of municipal bond insurance or otherwise enhanced by a credit enhancement facility or facilities, the terms of the private sale of the School District Bonds to the Authority, including the form, terms and conditions of the Financing Agreement providing for the sale of the School District Bonds, and all powers in connection therewith are hereby delegated to the President of the Board; provided that the terms of the School District Bonds to be issued, including the rate or rates of interest borne thereby, shall comply with the requirements of any applicable law. The President of the Board shall file a copy of the certificate determining the final details of the School District Bonds and the final Financial Plan with the District Clerk not later than ten (10) days after the delivery of the Bonds, as herein provided.

SECTION 4. The President of the Board is hereby delegated all powers of the Board with respect to agreements for credit enhancement, derived from and pursuant to Section 168.00 of the Local Finance Law, for the School District Bonds including, but not limited to, the determination of the provider of such credit enhancement facility or facilities and the terms and contents of any agreement or agreements related thereto.

SECTION 5. The faith and credit of the District are hereby irrevocably pledged for the payment of the principal of and interest on the School District Bonds as the same respectively become due and payable. An annual appropriation shall be made in each year sufficient to pay the principal of and interest on the School District Bonds becoming due and payable in such year. There shall annually be levied on all the taxable real property of the District a tax sufficient to pay the principal of and interest on the School District Bonds as the same become due and payable.

SECTION 6. The Board hereby approves and directs the execution and

delivery (by the President of the Board, acting on behalf of the District) of the Financing Agreement, the School District Bonds, the Letter of Representation, the Continuing Disclosure Agreement, the Arbitrage and Use of Proceeds Certificate (all as defined in the Financing Agreement) and any and all other agreements, certificates or other documents required or contemplated by the Financing Agreement (collectively, the "Agreements") in order to provide for the permanent financing of all or a portion of the Project, as may be required by the Authority. The President of the Board is authorized and directed to execute such other documents, and take such other actions, as are necessary or appropriate to finance the Project through the Authority and to perform the District's obligations under the Agreements (if applicable). The President of the Board's execution and delivery of any such documents prior to the date hereof is hereby ratified, approved and adopted.

SECTION 7. The President of the Board is further authorized to take such actions and execute such documents as may be necessary to ensure (if applicable)

the continued status of the interest on the School District Bonds as excludable from gross income for federal income tax purposes pursuant to Section 103 of the Internal Revenue Code of 1986, as amended (the "Code") and (if applicable) to designate the School District Bonds authorized by this resolution as "qualified tax-exempt obligations" in accordance with Section 265 of the Code.

SECTION 8. In the absence or unavailability of the President of the Board, the Vice President of the Board is hereby specifically authorized to exercise the powers delegated to the President of the Board in this resolution.

SECTION 9. The District hereby determines that the issuance of the School District Bonds is a Type II action that will not have a significant effect on the environment and, therefore, no other determinations or procedures under the State Environmental Quality Review Act ("SEQR") are required.

SECTION 10. The President of the Board and, to the extent appropriate, the District Clerk, are hereby authorized and directed for and on behalf of the District to execute and deliver all certificates and other documents, perform all acts and do all things required or contemplated to be executed, performed or done by this resolution or any document or agreement approved or contemplated hereby, including, but not limited to, the Financing Agreement, the other Agreements, and all documents defined therein or required or contemplated thereby.

SECTION 11. All other matters pertaining to the terms and issuance of the School District Bonds shall be determined by the President of the Board and all powers in connection therewith are hereby delegated to the President of the Board.

SECTION 12. Except to the extent modified by this resolution, the Bond Resolution is hereby confirmed and ratified in all respects.

SECTION 13. This resolution shall take effect immediately upon its adoption.

Resolution Carried: 7 YES 0 NO

Motion made by Trustee Licht and seconded by Trustee Kelahan
**RESOLUTION, DATED MAY 7, 2019, OF THE BOARD OF EDUCATION OF THE
NEWFANE CENTRAL SCHOOL DISTRICT, NIAGARA COUNTY, NEW YORK (THE
"DISTRICT") ADOPTING UPDATED POST-ISSUANCE TAX COMPLIANCE
PROCEDURES.**

Adopted post-issuance
tax compliance
procedures, related to
Bond refinancing

WHEREAS, the Internal Revenue Service has issued regulations requiring issuers of tax-exempt obligations to certify on various forms that they actively monitor compliance with federal tax rules following the issuance of such obligations; and

WHEREAS, the District is a periodic issuer of tax-exempt obligations and thus is subject to the aforementioned compliance requirements which are critical for the preservation of the preferential tax status of those obligations; and

WHEREAS, it is therefore in the best interest of the District to adopt formal written procedures to ensure such compliance and to designate an official responsible for ensuring that such procedures are followed; and

WHEREAS, the District previously adopted interim post-issuance tax compliance procedures (the "Original Procedures"); and

WHEREAS, it was intended that the Original Procedures would be periodically updated and supplemented; and

WHEREAS, Hodgson Russ LLP, as bond counsel to the District, has prepared (and has recommended that the District adopt) updated and more comprehensive post-issuance tax compliance procedures;

NOW THEREFORE, BE IT RESOLVED, that the District hereby adopts the comprehensive post-issuance tax compliance procedures that are attached hereto as "Schedule A" and resolves to be governed thereby; and be it further

RESOLVED, that the below Schedule A will be placed in its entirety in the official records, files and minutes of the District and adhered to going forward; and be it further

RESOLVED, that this resolution shall take effect immediately upon its adoption.

Resolution Carried: 7 YES 0 NO

Motion made by Trustee Licht and seconded by Trustee Kelahan
**RESOLUTION, DATED MAY 7, 2019, OF THE BOARD OF EDUCATION OF THE
NEWFANE CENTRAL SCHOOL DISTRICT, NIAGARA COUNTY, NEW YORK (THE
"DISTRICT") ADOPTING SEC-DRIVEN CONTINUING DISCLOSURE
COMPLIANCE PROCEDURES.**

Adopted SEC driven
continuing disclosure
compliance procedures

WHEREAS, Securities Exchange Commission ("SEC") Rule 15c2-12 (the "Rule") generally prohibits underwriters from purchasing or selling municipal securities unless the issuer of such securities has entered into a continuing disclosure obligation; and

WHEREAS, the District is a periodic issuer of municipal securities and thus has entered into continuing disclosure obligations (or will do so) from time to time; and

WHEREAS, Hodgson Russ LLP, as bond counsel to the District, has prepared

and has recommended that the District adopt certain SEC-driven continuing disclosure compliance procedures; and

WHEREAS, the Board of Education deems it to be in the best interest of the District to adopt formal written procedures to help ensure continuing disclosure compliance, and to designate an official responsible for ensuring that such procedures are followed;

NOW THEREFORE, BE IT RESOLVED, that the District hereby adopts the continuing disclosure compliance procedures that are attached hereto as "Schedule A" and resolves to be governed thereby; and be it further RESOLVED, that the below Schedule A will be placed in its entirety in the official records, files, and minutes of the District and adhered to going forward; and be it further

RESOLVED, that this resolution shall take effect immediately upon its adoption.

Resolution Carried: 7 YES 0 NO

**CONCLUDING ORDERS
OF BUSINESS**

Public remarks or
comments

There were no remarks or comments at this time.

This time was used for trustees to share information without action.

Anything for the "good
of the order"

- Circuit Stompers Robotics Team

Presentations for Next
Meeting

Motion made by Trustee Licht and seconded by Trustee Lingle
MOVED, that the Board of Education enter into executive session for the purpose of discussing personnel tenure recommendations, Collective Bargaining Unit negotiations with the Newfane Teacher's Association and the Superintendent's Evaluation.

Executive Session

Resolution Carried: 7 YES 0 NO
Meeting recessed at: 7:49 pm Meeting reconvened at: 8:52 pm

Motion made by Trustee Kennedy and seconded by Trustee Kelahan
MOVED, that the Board of Education adjourn the meeting.

ADJOURNMENT

Resolution Carried: 7 YES 0 NO
Meeting adjourned at: 8:53 pm

Respectfully submitted,

Bernadette Seymour
District Clerk