

**MINUTES OF A SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF  
FAYETTE COUNTY SCHOOL DISTRICT FINANCE CORPORATION**

A special meeting of the Board of Directors of Fayette County School District Finance Corporation (the “**Corporation**”) was convened on November 15, 2021, at approximately 6:00 p.m., EST, pursuant to a virtual meeting streamed online as it was not feasible for the Corporation to “provide meeting room conditions” in the face of COVID-19, a highly contagious virus that spreads between people who are in close contact with one another and pursuant to call and written notice duly given in accordance with KRS 273.257 and KRS 61.823.

The following Directors were present: Tyler Murphy, President; Amy Green, Vice President; Stephanie Spires; Christy Morris and Tom Jones. Also present, among others, were Dr. Demetrus Liggins, Secretary of the Board of Education, Superintendent of Fayette County Schools and Secretary of the Corporation; Myron Q. Thompson, Chief Operating Officer of the Board of Education; and Kyna Koch, Acting Chief Financial Officer, Treasurer of the Board of Education and Treasurer of the Corporation. It having been determined a quorum of the Directors was present for the transaction of business, the meeting was called to order by President Murphy.

The President requested approval of the minutes of the March 22, 2021 and the November 8, 2021 meetings of the Board of Directors of the Corporation. Upon a motion duly made and seconded, the minutes of the March 22, 2021 and the November 8, 2021 meetings were approved.

Mr. Myron Thompson next reviewed the proposed financing of the construction and equipping of a new middle school located on Polo Club Boulevard in Lexington, Kentucky which is within the boundaries of the Fayette County School District, and noted that the Board of Education voted to direct the Corporation to table the discussion regarding the Resolution for the Series 2021C Bonds.

The President then presented and opened discussion of a proposed Resolution of the Board providing for the financing transaction. The terms of and documentation relating to the proposed financing by the Corporation through the authorization, sale, and issuance of its School Building Revenue Bonds, Series 2021C, were discussed; and after discussion Director Christy Morris introduced and moved to table the proposed Resolution, seconded by Director Amy Green.

Further discussion followed, and thereafter the President put the question and the resolution was tabled with a 3-2 vote, Christy Morris, Tyler Murphy and Amy Green voted “Yay”, Tom Jones and Stephanie Spies voted “Nay”. The President then declared that the motion had carried 3-2 and the Resolution had been tabled.

There being no further business before the Corporation and its Directors, upon motion duly made, seconded and unanimously carried, the meeting was adjourned.

## CERTIFICATION

I, the undersigned Secretary of the Fayette County School District Finance Corporation (the "**Corporation**"), do hereby certify that (1) the foregoing is a true copy of portions of the minutes of a special meeting of the Board of Directors of the Corporation duly held on November 15, 2021, as the same appear in the Corporation's minute book in my custody and under my control; (2) the meeting was held pursuant to proper call and written notice duly given in compliance with KRS 61.823 and KRS 273.257 to all Directors of the Corporation and any local news media required to be notified; and (3) all official actions taken at the meeting are currently in full force and effect.

**IN WITNESS WHEREOF**, I have executed this Certification this November 15, 2021.

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Demetrus Liggins, Secretary  
Fayette County School District  
Finance Corporation