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**ESTILL COUNTY BOARD OF EDUCATION
RECORD OF BOARD PROCEEDINGS
(MINUTES)**

**Regular Board Meeting
February 15, 2024, 6:00 PM
Estill County Board of Education
Boardroom
253 Main Street
Irvine, KY 40336**

Present Board Members:

Ms. Carrie Smallwood
Ms. Tammy Hardy
Ms. Shiela Samples
Mr. Bryan Covey
Ms. Donna Isfort

Visitors: Jeremy Simpson, Jessica Mullins, Charlotte O’Bryan, Donald Norton, Kayla Tuttle, Grant Chenoweth, Mark Rawlins, Stephanie Moore, Carolyn Isaacs, Amanda Bryant, Jason Bowles, Andrea Williams, Angie Howell, Toni-Garrett Hall, Josh Yost, Tosha Halcomb, Matthew Robertson and Charlotte Arvin

I. Call to Order

Chairperson Ms. Donna Isfort called the meeting to order at 6:00 p.m.

A. Welcome/Pledge

Chairperson Ms. Donna Isfort led the group in the Pledge of Allegiance.

B. Reminder to Sign In

C. Revisions

II. Recognitions

A. Estill Springs Presentation

Principal Ms. Jessica Mullins from Estill Springs Elementary, with a group of representatives from her school, presented to the board.

The first group was a Kindergarten class that sang a Valentine's song. This was a song that they sang during their recent Valentine's.

The second group was Mr. Matthew Robertson, Technology Instructor, and Ella Cundiff presented the board with a 3D design and print.

The last portion of the presentation was Ms. Mullins's speech about the Family Resource Coordinator Shaye Walker and all the hard work she does for the students and their families. Many times, these acts go unnoticed.

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III. Estill County School District Finance Corporation

A. Consideration to Recess Regular Board Meeting to Enter into Estill County School District Finance Corporation

Order #15107 - Motion Passed: Approval to recess regular Board meeting to enter into Estill County School District Finance Corporation passed with a motion by Ms. Shiela Samples and a second by Mr. Bryan Covey.

5 Yeas - 0 Nays

| | |
|----------------------|-----|
| Ms. Carrie Smallwood | Yes |
| Ms. Tammy Hardy | Yes |
| Ms. Shiela Samples | Yes |
| Mr. Bryan Covey | Yes |
| Ms. Donna Isfort | Yes |

B. Approval to re-convene Estill County Board of Education regular meeting

Order #15108 - Motion Passed: Approval to re-convene Estill County Board of Education regular meeting passed with a motion by Ms. Shiela Samples and a second by Mr. Bryan Covey.

5 Yeas - 0 Nays

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|----------------------|-----|
| Ms. Carrie Smallwood | Yes |
| Ms. Tammy Hardy | Yes |
| Ms. Shiela Samples | Yes |
| Mr. Bryan Covey | Yes |
| Ms. Donna Isfort | Yes |

C. Consider approval of a contract with Baird to serve as financial advisor for the Estill County School District Finance Corporation School Building Refunding Revenue Bonds, Series 2024

Order #15109 - Motion Passed: Approval of a contract with Baird to serve as financial advisor for the Estill County School District Finance Corporation School Building Refunding Revenue Bonds, Series 2024, passed with a motion by Ms. Shiela Samples and a second by Ms. Carrie Smallwood.

5 Yeas - 0 Nays

| | |
|----------------------|-----|
| Ms. Carrie Smallwood | Yes |
| Ms. Tammy Hardy | Yes |
| Ms. Shiela Samples | Yes |
| Mr. Bryan Covey | Yes |
| Ms. Donna Isfort | Yes |

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D. Consider approval of a resolution authorizing a contract, rent, and lease with the Estill County School District Finance Corporation in connection with the Corporation’s Refunding Revenue Bonds, Series of 2024, and approving all other documents in connection with the Bonds.

Order #15110 - Motion Passed: Thereupon, the Chairperson declared that the motion had carried and that the Resolution had been adopted and passed with a motion by Mr. Bryan Covey and a second by Ms. Tammy Hardy.

5 Yeas - 0 Nays

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|----------------------|-----|
| Ms. Carrie Smallwood | Yes |
| Ms. Tammy Hardy | Yes |
| Ms. Shiela Samples | Yes |
| Mr. Bryan Covey | Yes |
| Ms. Donna Isfort | Yes |

Thereupon, there were presented to the Board certain instruments in connection with the plan of refinancing renovations and new roof at Estill County High School (the "Project"). After said instruments had been fully considered, a motion was made and Seconded that the following Resolution be adopted:

RESOLUTION OF THE BOARD OF EDUCATION OF ESTILL COUNTY, KENTUCKY, INITIATING THE REFINANCING PROCESS IN ORDER TO REFUND AND RETIRE ALL OF THE SCHOOL BUILDING REVENUE BONDS ORIGINALLY ISSUED TO FINANCE THE PROJECT; AUTHORIZING AND APPROVING THE EXECUTION OF A LEASE AGREEMENT WITH THE ESTILL COUNTY SCHOOL DISTRICT FINANCE CORPORATION AND ANY FURTHER NECESSARY INSTRUMENTS; AND APPROVING THE PLAN OF REFINANCING SAID PROJECT GENERALLY.

WHEREAS, the Board of Education (hereinafter referred to as the "Board"), in carrying out the duties and authority vested in it, determined that it was necessary to finance certain school facilities in the District through the issuance of \$ 1,555,000 Estill County School District Finance Corporation School Building Revenue Bonds, Series of 2013, dated November 19, 2013 (the "Prior Bonds"), and

WHEREAS, the financing program represented by the Prior Bonds was implemented through the Estill County School District Finance Corporation (the "Corporation"). The Prior Bonds were issued in the name of the Corporation and the Project leased to the Board under an agreement styled Lease Agreement, dated as of November 19, 2013 (the "2013 Lease") at sufficient rentals to amortize the Prior Bonds as the same became due, and

WHEREAS, the present conditions of the municipal bond market are more favorable at the present time than on the date on which the Prior Bonds were sold, making it possible for the Board to realize a substantial savings in interest costs by retiring or

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refinancing all or a portion of the Prior Bonds maturing November 1, 2024 and thereafter, or such other maturities of the Prior Bonds as are determined to be in the best interest of the Board without further action required of this Board (the "Refunded Bonds"), through the issuance of approximately \$1, 190,000 of Estill County School District Finance Corporation School Building Refunding Revenue Bonds ("Refunding Bonds"), to be dated their date of issuance; and

WHEREAS, it is desired by the Board that the Corporation authorize, issue, and sell said Refunding Bonds for the purpose of obtaining sufficient funds to provide for the retirement of all Refunded Bonds in order that the Board may realize substantial savings in interest costs by obtaining the benefit of lower interest rates now prevalent in the municipal bond market, and

WHEREAS, the Corporation has acknowledged its willingness to cooperate with the Board and to authorize the Refunding Bonds in accordance with the provisions of the School Bond Act, and

WHEREAS, upon the deposit of sufficient funds to provide for the orderly retirement of the Refunded Bonds prior to their stated maturities in a special escrow account, the rights of the Registered Owners of the Refunded Bonds in and to the school property originally financed therefrom and in and to the income and revenues derived therefrom by the Corporation under the Prior Lease will be terminated; and

WHEREAS, it is necessary that the Board enter into a Lease Agreement with the Corporation in substitution of the Prior Lease in order to provide for the orderly payment of the Refunding Bonds and the rights and security interests of the Registered Owners of the Refunding Bonds.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF EDUCATION OF ESTILL COUNTY, KENTUCKY AS FOLLOWS:

RESOLVED FURTHER that the Chairperson and Secretary are hereby authorized and instructed to execute a Lease Agreement, dated as of day of delivery or such other date as is determined by the Secretary of the Corporation without further action of this Board (the "Lease") and a Deed with the Corporation with respect to said Project; said Lease and Deed shall be prepared by Bond Counsel and shall contain a description of said Project property.

RESOLVED FURTHER that the Chairperson and Secretary are hereby authorized and instructed to execute all further instruments necessary and desirable in carrying out the plan of refinancing encompassed in the issuance of said Refunding Bonds, including, but not being limited to the execution of an Appointment Agreement and Escrow Agreement with the Registrar/Paying Agent regarding the administration of the registration and payment of said Refunding Bonds and Refunded Bonds.

RESOLVED FURTHER that upon the effective date of the 2024 Lease, which effective date is to be the date on which the Refunding Bonds are issued and delivered

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and the proceeds thereof deposited in a special escrow account to be used exclusively for the retirement of the Refunded Bonds, the Prior Lease shall terminate as to the Refunded Bonds only and all of the rights of the Registered Owners of the Refunded Bonds in and to the subject school building Project shall likewise terminate and thereafter neither the statutory mortgage lien nor the pledge of the revenues from the rental of such school property under the Prior Lease shall constitute security and source of payment for the Bonds of the Prior Issue so Refunded and the Registered Owners of such Refunded Bonds shall be paid from and secured by the deposits and investments in the Prior Bond Fund or Escrow Fund exclusively.

RESOLVED FURTHER, that the public sale said Refunding Bonds is hereby authorized, approved, ratified and confirmed, in accordance with the terms of a Bond Resolution to be adopted by the Board of Directors of the Corporation, the form of which has been reviewed by the Board and is hereby approved.

RESOLVED FURTHER that the Secretary of the Board of Education is hereby authorized and instructed to file a certified copy of this Resolution with the Secretary of the Corporation, with the request that it be brought to the attention of the Corporation's Board of Directors and same shall constitute a request and notice on behalf of the Board that the Corporation, take all action necessary and appropriate (1) for the authorization and sale of said Refunding Bonds: (2) that the proceeds of the sale of said Refunding Bonds be set apart and held separate from all other funds of the Corporation for the purpose of retiring the Refunded Bonds and expenses; and (3) for executing on behalf of said Corporation the Lease Agreement.

RESOLVED FURTHER, that, pursuant to the provisions of a section of the Internal Revenue Code of 1986, as amended (the "Code"), the Board, by the adoption of this Resolution, hereby designates the Refunding Bonds as "qualified tax-exempt obligations" within the meaning of the Code and certifies that it does not reasonably anticipate that the total principal amount of qualified tax-exempt obligations which will be issued by the Board (or the Corporation acting on its behalf) during the calendar year ending December 31, 2024 will exceed \$10,000,000.

RESOLVED FURTHER, that, pursuant to the amendments to the Code, the Board, by the adoption of this Resolution, certifies that it reasonably anticipates that not less than 95% of the proceeds of the Refunding Bonds will be used for "local government activities" of the Board and that the aggregate face amount of all tax-exempt bonds issued by the Board (or the Corporation acting on its behalf) during the calendar year ending December 31, 2024 will not exceed

RESOLVED FURTHER, that the exception for governmental units contained in Section 148(D)(4)(D) of the Code is available with regard to the Refunding Bonds as the principal amount of tax-exempt obligations issued by the Corporation on behalf of the Board will not exceed the aggregate sum of \$ 15,000,000 for the calendar year ending December 31, 2024 and said Refunding Bonds shall therefore be exempt from the rebate requirements of the Code.

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RESOLVED FURTHER, that the Contract of Robert W. Baird & co., Inc., Paducah, Kentucky, for its services as Municipal Advisor is hereby authorized, ratified and approved and the Chairperson and Secretary are hereby authorized to execute said Contract on behalf of the Board. In accordance with Municipal Securities Rulemaking Board Rule G-23 as amended November 28, 2013, said Municipal Advisor shall not provide any underwriting services. Compensation of said Municipal Advisor will be in accordance with the fee schedule approved by the Kentucky Department of Education.

RESOLVED FURTHER that Steptoe & Johnson PLLC is hereby approved to serve as Bond Counsel to the Corporation, and the Secretary of the Corporation is authorized to execute an engagement letter with such firm.

RESOLVED FURTHER that Robert W. Baird & co., Inc., Paducah, Kentucky, Municipal Advisor for the Board of

Education and the Corporation are hereby directed to prepare an Official Statement on behalf of and in conjunction with the Board of Education and the Board of Directors of the Corporation in regard to the issuance of the Refunding Bonds containing all pertinent information with regard thereto to be supplied prospective bidders for said, Refunding Bonds.

RESOLVED FURTHER that in accordance with the "Disclosure Rules" of the Securities and Exchange Commission, Rule 15c2-12(b)(5), as a result of the aggregate amount of bonds issued by the Corporation (or any other agency acting on behalf of the Board) exceeding \$1 the Board and the Corporation shall enter into a "written agreement" whereunder said Board shall be obligated to supply to Electronic Municipal Market Access ("EMMA") System maintained by the Municipal Securities Rule Making Board financial statements on an annual basis as well as notice of "material events" required by the Rule. The Chairperson and Secretary of the Board are hereby authorized to execute said Continuing Disclosure Agreement on behalf of the Board.

Upon a vote being taken on the motion to adopt the above Resolution, the result was as follows:

Order #15111 - Motion Passed: Thereupon, the Chairperson declared that the motion had carried and that the Resolution had been adopted passed with a motion by Mr. Bryan Covey and a second by Ms. Tammy Hardy.

5 Yeas - 0 Nays

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| Ms. Carrie Smallwood | Yes |
| Ms. Tammy Hardy | Yes |
| Ms. Shiela Samples | Yes |
| Mr. Bryan Covey | Yes |
| Ms. Donna Isfort | Yes |

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IV. Action

A. Consideration/Approval of the Revised 2023-2024 School Calendar

Order #15112 - Motion Passed: Approve the revised 2023-2024 school calendar. Requesting the TE day on 3/1 be moved to 2/16 passed with a motion by Ms. Shiela Samples and a second by Ms. Tammy Hardy.

5 Yeas - 0 Nays

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|----------------------|-----|
| Ms. Carrie Smallwood | Yes |
| Ms. Tammy Hardy | Yes |
| Ms. Shiela Samples | Yes |
| Mr. Bryan Covey | Yes |
| Ms. Donna Isfort | Yes |

B. Consideration/Approval Student Accident Insurance Renewal

Order #15113 - Motion Passed: Approve student accident insurance renewal passed with a motion by Mr. Bryan Covey and a second by Ms. Shiela Samples.

5 Yeas - 0 Nays

| | |
|----------------------|-----|
| Ms. Carrie Smallwood | Yes |
| Ms. Tammy Hardy | Yes |
| Ms. Shiela Samples | Yes |
| Mr. Bryan Covey | Yes |
| Ms. Donna Isfort | Yes |

C. Consideration/Approval of the Following MOA

Order #15114 - Motion Passed: Approval of the following MOA passed with a motion by Ms. Carrie Smallwood and a second by Ms. Tammy Hardy.

5 Yeas - 0 Nays

| | |
|----------------------|-----|
| Ms. Carrie Smallwood | Yes |
| Ms. Tammy Hardy | Yes |
| Ms. Shiela Samples | Yes |
| Mr. Bryan Covey | Yes |
| Ms. Donna Isfort | Yes |

1. Young Smiles

2. Educational Recovery Leader Employee MOA with KDE

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D. Consideration/Approval of the following Out of State Field Trip.

1. 8th-grade Class to Kings Island Mason, Ohio

Order #15115 - Motion Passed: Approval of the 8th-grade class going to Kings Island on an out-of-state field trip passed with a motion by Ms. Shiela Samples and a second by Ms. Tammy Hardy.

5 Yeas - 0 Nays

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|----------------------|-----|
| Ms. Carrie Smallwood | Yes |
| Ms. Tammy Hardy | Yes |
| Ms. Shiela Samples | Yes |
| Mr. Bryan Covey | Yes |
| Ms. Donna Isfort | Yes |

E. Consideration/Approval of the Academic State Competition Rooms in March

Order #15116 - Motion Passed: Approval of the Academic State Competition Rooms in March passed with a motion by Ms. Shiela Samples and a second by Ms. Tammy Hardy.

5 Yeas - 0 Nays

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|----------------------|-----|
| Ms. Carrie Smallwood | Yes |
| Ms. Tammy Hardy | Yes |
| Ms. Shiela Samples | Yes |
| Mr. Bryan Covey | Yes |
| Ms. Donna Isfort | Yes |

F. Consideration/Approval of 2024-2025 School Calendar

Order #15117 - Motion Passed: Approval of 2024-2025 School Calendar passed with a motion by Ms. Shiela Samples and a second by Ms. Tammy Hardy.

5 Yeas - 0 Nays

| | |
|----------------------|-----|
| Ms. Carrie Smallwood | Yes |
| Ms. Tammy Hardy | Yes |
| Ms. Shiela Samples | Yes |
| Mr. Bryan Covey | Yes |
| Ms. Donna Isfort | Yes |

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V. Consent Items

Order #15118 - Motion Passed: All consent Items were approved by the board and passed with a motion by Ms. Tammy Hardy and a second by Mr. Bryan Covey.

5 Yeas - 0 Nays

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|----------------------|-----|
| Ms. Carrie Smallwood | Yes |
| Ms. Tammy Hardy | Yes |
| Ms. Shiela Samples | Yes |
| Mr. Bryan Covey | Yes |
| Ms. Donna Isfort | Yes |

A. Approve Minutes of January 18 Regular Meeting

B. Approve the Treasurer's Report and Payment of Bills

C. Approve Shuttle During Mushroom Festival April 27-28.

VI. Superintendent's Report

A. Update

Mr. Jason Bowles, Band Director, personally invited the Board to their award banquet. It will be a time to celebrate and reflect on the historic season and also a time to honor band seniors.

Mr. Brock addressed the Board about the positive feedback he received from the New Teacher Cohort. Mr. Brock also took this time to present his two standards to the Board.

Standard 2: Instructional Leadership The superintendent supports and builds a system committed to shared values and beliefs focused on teaching and learning where performance gaps are systematically eliminated over time, and every student graduates from high school, college- and career-ready

Standard 7: Influential Leadership The superintendent promotes the success of teaching and learning by understanding, responding to, and influencing the larger political, social, economic, legal, ethical, and cultural context. From this knowledge, the superintendent works with the Board of education to define mutual expectations, policies, and goals to ensure academic success.

B. Notification of Personnel Actions

See Insert

C. School Update: Enrollment, Attendance, etc.

Enrollment has been down due to illness.

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VII. Principal Report

Each Principal was allowed to present to the board. Principals took the time to discuss new programs and update previously discussed programs; they also took the time to brag about students and staff.

VIII. Board Member Forum

IX. Public Comments

A. Public Comments/Questions

No public comments or questions were presented to the board right now.

B. CIPA COMPLIANCE AND TECHNOLOGY PROTECTION MEASURES (TPM) PUBLIC FORUM.

Mr. Jeremy Simpson, District Technology Coordinator/Chief Information Officer/Energy Manager, presented the CIPA compliance and technology protection measures to the board and the public. The board and the public were allowed to discuss or ask questions.

X. Adjourn

Order #15119 - Motion Passed: Adjourned Board Meeting at 7:00 p.m. passed with a motion by Ms. Shiela Samples and a second by Ms. Tammy Hardy.

5 Yeas - 0 Nays

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|----------------------|-----|
| Ms. Carrie Smallwood | Yes |
| Ms. Tammy Hardy | Yes |
| Ms. Shiela Samples | Yes |
| Mr. Bryan Covey | Yes |
| Ms. Donna Isfort | Yes |

Charlie Brock, Secretary

Donna Isfort, Chairperson

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