

**Wednesday, May 19, 2010**  
**Board of Directors Meeting - 7:00 p.m.**  
**Reeds Brook Middle School**

The M.S.A.D. No. 22 Board of Directors met at Reeds Brook Middle School on Wednesday, May 19, 2010. Board Vice-chair Kelly Bickmore called the meeting to order at 7:00 p.m. Directors present were: Kelly Bickmore, Peter Buzzini, Kim Clark, Basil Closson, Chris Cox, Liliane Deighan, Martha Harris, Jonathan Henry, Cindy Mitchell, Rick Moore, Michaela Stephenson and Stuart Sherburne.

Excused: Lance El-Hajj and Tim Pease.

**II. Approval of Minutes**

Harris moved, Deighan seconded, and the Board favorably voted to approve the minutes of the regular meeting of May 5, 2010. Abstain: Moore, Henry.

**III. Adjustment to Agenda**

Superintendent Lyons noted that an additional executive session will be discussed, referring to a personal matter as it relates to the Superintendent of Schools.

**IV. Persons Desiring to Address the Board**

District parent, Lauri Reichel, presented a question regarding the elimination of a Reeds Brook Middle School teaching position for the 2010-11 school year.

**V. Board Chairman**

None.

**VI. Superintendent of Schools**

**A. Reading of the Essential Behaviors and Outcomes Proclamation**

Board member, Martha Harris, read the Essential Behaviors and Outcomes Proclamation.

**B. Presentation of Career and Technology Student Outcomes**

Superintendent Lyons introduced Co-op Coordinator, Jeff Johnson. Mr. Johnson then recognized various Hampden Academy UTC student for their awards received in the Skills USA State Competition:

Ryan Beaulier - Bronze medal in Power Equipment Technology

Ken Ginn - Silver medal in Web Design

Matt Collamore - Gold medal in 3D Visualization and Animation. Matt will be competing in the National Skills USA Competition in Kansas City.

Mr. Johnson also recognized three students who could not attend the meeting:

Donald Arsenault - Silver medal in Cabinet Making

Justin Clewley - Bronze medal in 3D Visualization and Animation

Cory Adams - Silver medal in Heating and Ventilation

#### C. Presentation by Students Participating in District Mathematics Event

Reeds Brook Principal, Thom Ingraham, introduced Reeds Brook Math Team Coordinator, Nancy Simpson. Ms. Simpson then recognized and congratulated the Reeds Brook Math Team finishing 1st and 2nd in the Eastern Maine Math League Competition.

State Senator Debra Plowman then presented the math team with a “Certificate of Recognition and Congratulations” on behalf of the 124th Maine Legislature.

Ms. Simpson then introduced Hampden Academy Math Team Coordinator, Sara Ballard. Hampden Academy’s team finished 1st and 3rd at the Eastern Maine Math League Competition.

#### D. Presentation by a Faculty Member Associated with National Conference

Superintendent Lyons introduced Hampden Academy Physical Education Teacher, Lisa Beaulieu. She participated in a national conference and provided an update on physical activities “initiatives” program.

E. Superintendent Lyons announced that MSAD #22 will be recognized for receiving the Wellness Councils of America (WELCOA) Well Workplace Gold Award. Only two school districts in the nation will be receiving such a prestigious award, the Milwaukee, Wisconsin public school system and MSAD #22.

#### F. Update on “Race to the Top”

Superintendent Lyons announced that MSAD #22 submitted its “Race to the Top” initiative application to the State of Maine Department of Education.

G. Superintendent Lyons announced that a Request for Proposal (RFP) will be advertised for a Capital Campaign Consultant.

H. Student Representative

Michaela Stephenson reviewed various Hampden Academy activities and events.

I. Assistant Superintendent's Update

Assistant Superintendent Genest reviewed various school business matters.

## **VII. Questions of Board Members**

Jonathan Henry noted that he experienced a wonderful time attending the National Mock Trial Competition.

## **VIII. New Business**

A. Discuss and act on endorsement of financing Qualified School Construction Bonds

Upon recommendation of Assistant Superintendent Genest, Buzzini moved, Harris seconded, and the Board unanimously endorsed the funding of a \$2,200,000 Qualified School Construction Bond toward energy efficiencies in the district K-8 schools as follows:

Voted: That the Superintendent of Schools is authorized and directed to enter into a contract with Honeywell, Inc. for an energy conservation project at District schools provided that said contract is in form acceptable to the Superintendent of Schools and District legal counsel.

### **ORDER PROVIDING FOR THE ISSUANCE OF A \$2,200,000 QUALIFIED SCHOOL CONSTRUCTION BOND LEASE PURCHASE AGREEMENT**

BE IT HEREBY ORDERED BY Board of Directors of Maine School Administrative District No. 22 (the "District") as follows:

1. That under and pursuant to sections 54A and 54F of the Internal Revenue Code of 1986, as amended (the "Code"), Sections 1311 and 1490 of Title 20-A of the Maine Revised Statutes of 1964, as amended, the Chair of the Board of Directors and the Treasurer be authorized to issue a qualified school construction lease purchase agreement in the name and on behalf of the District in an aggregate principal amount not to exceed Two Million

Two Hundred Thousand Dollars (\$2,200,000) (the "Lease") to finance the costs to construct and equip an energy conservation project at District schools (the "Project");

2. That the Board of Directors of the District hereby authorizes the Superintendent to accept the proposal of Bank of America Leasing & Capital, LLC to purchase the Lease (the "Bond Purchase Agreement");
3. That principal on the Lease be payable in accordance with the Bond Purchase Agreement, provided that term of the Lease shall not exceed the maximum term established by the United States Treasury Department;
4. That interest on the Lease be payable in accordance with the Bond Purchase Agreement at an annual rate not in excess of the rate calculated in accordance with the Bond Purchase Agreement and not in excess of the tax credit rate established by the United States Treasury;
5. That the Lease be designated as qualified school construction bonds;
6. That to the extent not inconsistent with this Order and the Bond Purchase Agreement, the Treasurer is authorized to select such date(s), maturity(ies), denomination(s), interest rate (s), place(s) of payment, form(s) and other details of the Lease, as the Treasurer determines to be in the interest of the District;
7. That the Lease may be made callable, with or without premium, prior to their maturity, in the discretion of the Treasurer;
8. That the Leases shall be executed in the name of the District by the Chair of the Board of Directors and the Treasurer under the official seal of the Secretary and attested by the Secretary and that any signature thereon may be by facsimile to the extent permitted by law;
9. That to the extent not inconsistent with this Order and the Bond Purchase Agreement, the Treasurer is authorized to provide for the sale of the Lease at such times and in such manner as the Treasurer determines to be in the interest of the District, to retain such services in the Treasurer's judgment are advisable in connection with such sale and to execute and deliver such contracts or agreements as may be necessary in connection therewith;
10. That the Lease, together with any investment earnings thereon, are appropriated to be used for the Project and for related costs of issuance, credit enhancement and accrued interest, if any;

11. That the Treasurer is authorized to covenant on behalf of the District that no part of the proceeds of the Lease shall be used directly or indirectly to acquire any securities or obligations, the acquisition of which would cause such Lease to be "arbitrage bonds" within the meaning of Section 148 of the Code and to covenant on behalf of the District to file any information report and pay any rebate due to the United States in connection with the issuance of the Lease;
12. That the Treasurer is authorized to covenant, certify and agree, on behalf of the District, for the benefit of the holders of Lease, that the District will file any required reports, make any annual financial or material event disclosure, and take any other action that may be necessary to insure the disclosure requirements imposed by Rule 15c2-12 of the Securities and Exchange Commission, to the extent applicable, are met;
13. That the Treasurer is authorized to execute and deliver such tax certificates, arbitrage and use of proceeds certificates and other documents and certificates as may, in the Treasurer's opinion, be necessary or convenient to effect the transactions herein authorized, to be in such form not inconsistent with this Order as the Treasurer may approve;
14. That the Chair of the Board of Directors, Treasurer and other appropriate officials of the District, acting singly, are authorized to execute and deliver on behalf of the District such other documents and certificates as may be required in connection with the Lease, and to take all lawful actions necessary for the Lease to comply with the requirements for qualified school construction bonds within the meaning and for all purposes of Sections 54A and 54F of the Code;
15. That the Treasurer and other proper officials of the District, acting singly, are authorized and empowered in its name and on its behalf to do or cause to do all such other acts and things as may be necessary or desirable in order to effect the issuance, sale and delivery of the Lease in accordance herewith and any such prior action by them is hereby ratified and confirmed;
16. That if the Chair of the Board of Directors, Treasurer, Secretary or any other District officer or official is for any reason unavailable to, as applicable, approve, execute or attest the Lease or any related financing documents, the person or persons acting in any such capacity, whether as an assistant, a deputy or otherwise, is authorized to act for such official with the same force and effect as if such official had herself/himself performed such act;
17. That if any of the officers or officials of the District who have signed or sealed the Lease shall cease to be such officers or officials before the Lease so signed and sealed shall have been actually authenticated or delivered by the District, such Lease nevertheless may be authenticated, issued, and delivered with the same force and effect as though the

person or persons who signed or sealed such Lease had not ceased to be such officer or official; and also any such Lease may be signed and sealed on behalf of the District by those persons who, at the actual date of the execution of such Lease, shall be the proper officers and officials of the District, although at the nominal date of such Lease any such person shall not have been such officer or official; and

18. That the Board of Directors of Maine School Administrative District No. 22 (the "Issuer") hereby declares its official intent pursuant to Section 1.150-2(e) of the Income Tax Regulations that the Issuer reasonably expects to use the proceeds of tax credit financing to reimburse certain original expenditures from the Issuer's general fund, that are to be made after adoption of this vote, which original expenditures have been or will be incurred in connection with an energy conservation project (the "Project") and that the Issuer reasonably expects that the maximum principal amount incurred by the Issuer to finance the Project will not exceed \$2,200,000, and that this declaration of official intent shall be kept in the permanent records of the Issuer and shall be reasonably available for public inspection.

REIMBURSEMENT RESOLUTION  
VOTE TO BE ADOPTED BY  
BOARD OF SCHOOL DIRECTORS OF  
MAINE SCHOOL ADMINISTRATIVE DISTRICT NO. 22  
RELATED TO MCGRAW WINDOW PROJECT

VOTED: That the Board of Directors of Maine School Administrative District No. 22 (the "Issuer") hereby declares its official intent pursuant to Section 1.150-2(e) of the Income Tax Regulations that the Issuer reasonably expects to use the proceeds of tax credit financing to reimburse certain original expenditures from the Issuer's general fund, that are to be made after adoption of this vote, which original expenditures have been or will be incurred in connection with a window replacement and related improvements at the McGraw School (the "Project") and that the Issuer reasonably expects that the maximum principal amount incurred by the Issuer to finance the Project will not exceed \$490,000, and that this declaration of official intent shall be kept in the permanent records of the Issuer and shall be reasonably available for public inspection.

B. Discuss and act on endorsement of three State Revolving Renovation Funds applications

Upon recommendation of Assistant Superintendent Genest, Harris moved, Mitchell seconded, and the Board unanimously voted to submit the following State Revolving Renovation Funds (SRRF) applications:

Wagner roof upgrades	\$135,000
Weatherbee vinyl asbestos tile (VAT) removal/replacement	\$234,000
McGraw vinyl asbestos tile (VAT) removal/replacement	<u>\$57,000</u>
Total: \$426,000	

The SRRF program forgives 70% of the project, and the local school district repays 30% at no interest for 10 years. Therefore, the state share is \$298,200, and the local share is \$128,000.

**IX. Executive Session to Discuss a Personnel Matter**

At 8:05 p.m. Bickmore moved, Deighan seconded, and the Board unanimously voted to go into executive session to discuss a personnel matter, pursuant to 1 M.R.S.A. § 405(6)(A).

The Board entered back into regular session at 8:34 p.m. Upon recommendation of Superintendent Lyons, Harris moved, Mitchell seconded, and the Board unanimously approved to endorse the following Administrator’s Package:

David Shapiro, Athletic Director Hampden Academy	2009-10 salary \$68,684	2010-11 salary \$70,401	Contract 2010-11
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At 8:44 p.m. Bickmore moved, Deighan seconded, and the Board unanimously voted to go into executive session to discuss a personal matter as it relates to the Superintendent of Schools, pursuant to 1 M.R.S.A. § 405(6)(A).

The Board entered back into regular session at 8:50 p.m.

**X. Communication and Correspondence**

**A. Set Meeting Dates**

Ad Hoc Hampden Academy Re-use Committee, Wednesday, June 16 at 6:00 p.m., Reeds Brook Middle School Library.

**XI. Other Business**

A. To see what action, if any, the Board wishes to take on business required by items that are part of this agenda.

None.

**XII. Adjourn**

The meeting was adjourned at 8:55 p.m.

Respectfully submitted,

Richard A. Lyons  
Superintendent of Schools