

BOARD MINUTES  
SPECIAL BOARD MEETING  
MARCH 24, 2017

The North Rock Creek Board of Education met in session on Friday , March 24, 2017 in the conference room of North Rock Creek School. The meeting was called to order at 12:00 noon. by Mr. Rick Gowin, President. The required notice had previously been given to the County Clerk, March 10, 2017. The agenda was posted on March 20, 2017 in accordance with 25 O.S 1982, § 311 (9).

Roll call to establish a quorum, verified that board members Rick Gowin, President Adam Hester, Vice President, Chris White, Clerk were present meeting was called to order. Also in attendance were Blake Moody, Superintendent, and Sally Odom, Board Secretary & Andy with Stephen L Smith, Nicole Smith.

Mr. Blansett made the motion and Mrs. Stacy seconded to approve the agenda.  
Motion carried 3-0.

Stacy –            Gowin –Yes    Hester – Yes    White- Yes    Blansett-

Mr. Hester made the motion and Mr. Gowin for the board to receive bids for the \$1,750,000 Combined Purpose Building Bonds of this School District and take action to award bonds to the lowest bidder. The board accepted the bid by Vision Bank. Motion carried 3-0.

Stacy –            Gowin –Yes    Hester – Yes    White- Yes    Blansett-

Mr. Hester made the motion and and Mr. Gowin seconded for the board to consider and to take action on a resolution providing for the issuance of combined building bonds in the sum of \$1,750,000 by this school district, authorized at an election called and held for such purpose; prescribing form of bonds; providing for registration thereof; providing for levy of an annual tax for the payment of principal and interest on the same; designing the registrar and paying agent for this issue of bonds, and fixing other details of issue. Motion carried 3-0.

Stacy –            Gowin –Yes    Hester – Yes    White- Yes    Blansett-

Mr. Gowin made the motion and Mr. Hester seconded to adjourn at 12:11 pm.  
Motion carried 3-0.

Stacy –            Gowin –Yes    Hester – Yes    White- Yes    Blansett-

## **MINUTES OF SALE OF BONDS**

PURSUANT TO NOTICE GIVEN UNDER THE OPEN MEETING ACT, THE BOARD OF EDUCATION OF ELEMENTARY SCHOOL DISTRICT NO. 10 OF POTTAWATOMIE COUNTY, STATE OF OKLAHOMA, MET IN **SPECIAL SESSION** AT THE BERM CONFERENCE ROOM, NORTH ROCK CREEK PUBLIC SCHOOLS, 42400 GARRETT'S LAKE ROAD, SHAWNEE, OKLAHOMA IN SAID SCHOOL DISTRICT ON THE 24TH DAY OF MARCH, 2017, AT 12:00 O'CLOCK NOON.

**PRESENT:** **RICKEY A. GOWIN**, President and Member  
**ADAM HESTER**, Vice-President and Member  
**CHRISTOPHER D. WHITE**, Clerk and Member

**ABSENT:** **SHERRI STACY**, Member  
**BRIAN BLANSETT**, Member

Notice of this **special meeting** was given in writing to the County Clerk of Pottawatomie County, Oklahoma at 12:53 o'clock p.m. on the 10 day of March, 2017, forty-eight (48) hours or more prior to this meeting, and public notice of this meeting, setting forth the date, time, place and agenda was posted at front door of the Elementary Building, North Rock Creek Public Schools, Shawnee, Oklahoma, in prominent view and open to the public twenty-four (24) hours each day, seven (7) days each week at 1:00 o'clock p.m. on the 20<sup>th</sup> day of March, 2017, being twenty-four (24) hours or more prior to this meeting, excluding Saturdays, Sundays and State designated legal holidays, all in compliance with the Oklahoma Open Meeting Act, (as attached hereto).

Notice of said meeting and agenda have also been posted on the School District's website in accordance with Title 74, Oklahoma Statutes, Section 3106.2.

## **OTHER PROCEEDINGS**

It appearing that due and legal notice had been given that said School District would offer for sale on this date and at this hour and at this place its \$1,750,000 of Combined Purpose Building Bonds of 2017, maturing \$1,750,000 in two (2) years from their date and the Board of Education proceeded to consider the bids received for the purchase of said Bonds. The following bids were received and considered by the Board of Education.

Bidders	Average Interest Rate Bid	Net Interest Cost	Premium
BOK FINANCIAL SECURITIES INC., Oklahoma City, Oklahoma bidding in association with VISION BANK, Shawnee, Oklahoma and BOK, n.a., Tulsa, Oklahoma	1.55%	\$54,250.00	\$0.00
THE BAKER GROUP, LP, Oklahoma City, Oklahoma bidding in association with FIRST NATIONAL BANK, Shawnee, Oklahoma	1.75%	\$61,250.00	\$0.00
COUNTRY CLUB BANK, Prairie Village, Kansas bidding in association with FIRST UNITED BANK & TRUST CO., Durant, Oklahoma	1.89400%	\$66,290.00	\$210.00

The Board required each bidder to submit with his/her bid a sum in cash or its equivalent, equal to two percent (2%) of his/her bid and after due consideration of all bids received by the Board a motion was made by **HESTER** that the Bonds be awarded, sold and delivered to **BOK FINANCIAL SECURITIES INC., Oklahoma City, Oklahoma bidding in association with VISION BANK, Shawnee, Oklahoma and BOK n.a., Tulsa, Oklahoma** upon fulfillment of the terms as set out in said contract and bid for the purchase of said Bonds. Said motion was seconded by **GOWIN** and was adopted by the following vote:

Aye: GOWIN, HESTER, WHITE

Nay: None

ADOPTED AND APPROVED THIS 24TH DAY OF MARCH, 2017.

  
President, Board of Education

ATTEST:

✓   
Clerk, Board of Education



**MINUTES AND RESOLUTION  
AUTHORIZING ISSUANCE OF BONDS**

Pursuant to notice given under the Open Meeting Act, the Board of Education of Elementary School District No. 10 of Pottawatomie County, State of Oklahoma, met in **Special Session** at the Berm Conference Room, North Rock Creek Public Schools, 42400 Garrett's Lake Road, Shawnee, Oklahoma in said School District on the 24th day of March, 2017, at 12:00 O'clock Noon.

**PRESENT:** **RICKEY A. GOWIN**, President and Member  
**ADAM HESTER**, Vice-President and Member  
**CHRISTOPHER D. WHITE**, Clerk and Member

**ABSENT:** **SHERRI STACY**, Member  
**BRIAN BLANSETT**, Member

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**(OTHER PROCEEDINGS)**

Thereupon **GOWIN** introduced a Resolution, by reading the Title, and upon motion by **HESTER** seconded by **GOWIN** said Resolution was adopted by the following vote:

Aye: **GOWIN, HESTER, WHITE**

Nay: **None**

Said Resolution was thereupon signed by the President, attested by the Clerk, sealed with the seal of said School District and is as follows:

## **RESOLUTION**

**A RESOLUTION PROVIDING FOR THE ISSUANCE OF COMBINED PURPOSE BUILDING BONDS IN THE SUM OF ONE MILLION SEVEN HUNDRED FIFTY THOUSAND DOLLARS (\$1,750,000) BY ELEMENTARY SCHOOL DISTRICT NUMBER 10 OF POTTAWATOMIE COUNTY, OKLAHOMA, AUTHORIZED AT AN ELECTION DULY CALLED AND HELD FOR SUCH PURPOSE; PRESCRIBING FORM OF BONDS; PROVIDING FOR REGISTRATION THEREOF; PROVIDING LEVY OF AN ANNUAL TAX FOR THE PAYMENT OF PRINCIPAL AND INTEREST ON THE SAME; AND FIXING OTHER DETAILS OF THE ISSUE.**

WHEREAS, on the 11th day of May, 2010, pursuant to notice duly given, an election was held in Elementary School District Number 10 of Pottawatomie County, Oklahoma, for the purpose of submitting to the registered qualified electors of such District the question of the issuance of the Bonds for said District in the sum of \$6,675,000 to provide funds for the purpose of, constructing, equipping, repairing and remodeling school buildings, acquiring school furniture, fixtures and equipment and acquiring and improving school sites; and

WHEREAS, as shown by the Official Certificate of Votes by the County Election Board of Pottawatomie County, Oklahoma, at said election there were cast by the registered qualified electors of said School District 194 votes, which 157 were in favor of and 37 were against the issuance of said Bonds; and

WHEREAS, a lawful majority of the registered qualified electors voting on said Proposition cast their ballots in favor of the issuance of said Bonds, as certified by the County Election Board of Pottawatomie County, Oklahoma on the May 14, 2010, the issuance thereof has been duly authorized; and

WHEREAS, the Board of Education of Elementary School District Number 10 of Pottawatomie County, Oklahoma, determined at the time that the special election was called to issue the building bonds in separate series, with the first series in the amount of \$1,800,000 Building Bonds, dated September 1, 2010; the next series in the amount of \$550,000 Building Bonds, dated June 1, 2011; the next series in the amount of \$180,000, dated May 1, 2012; the next series in the amount of \$180,000 Building Bonds, dated April 1, 2013; the next series in the amount of \$2,000,000 Building Bonds, dated October 1, 2014; the next series in the amount of \$800,000 Building Bonds, dated September 1, 2015; the next series in the amount of \$275,000 Building Bonds, dated September 1, 2016; and the final series in the amount of \$890,000 Building Bonds to be issued immediately; and

WHEREAS, on the 10th day of January, 2017, pursuant to notice duly given, an election was held in Elementary School District Number 10 of Pottawatomie County, Oklahoma, for the purpose of submitting to the registered qualified electors of such District the question of the issuance of the Bonds for said District in the sum of \$20,910,000 to provide

funds for the purpose of, constructing, equipping, repairing and remodeling school buildings, acquiring school furniture, fixtures and equipment and acquiring and improving school sites; and

WHEREAS, as shown by the Official Certificate of Votes by the County Election Board of Pottawatomie County, Oklahoma, at said election there were cast by the registered qualified electors of said School District 459 votes, which 287 were in favor of and 172 were against the issuance of said Bonds; and

WHEREAS, a lawful majority of the registered qualified electors voting on said Proposition cast their ballots in favor of the issuance of said Bonds, as certified by the County Election Board of Pottawatomie County, Oklahoma on the January 13, 2017, the issuance thereof has been duly authorized; and

WHEREAS, the Board of Education of Elementary School District Number 10 of Pottawatomie County, Oklahoma, determined at the time that the special election was called to issue the building bonds in separate series, with the first series in the amount of \$860,000 Building Bonds to be issued immediately; and

WHEREAS, the Board of Education of Elementary School District No. 10 of Pottawatomie County, Oklahoma has determined to combine the two issues of bonds for the purposes of their sale and issuance, pursuant to Title 62, Oklahoma Statutes 2011, Section 354, and

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF EDUCATION OF ELEMENTARY SCHOOL DISTRICT NUMBER 10 OF POTTAWATOMIE COUNTY, OKLAHOMA:

**SECTION 1:** That there are hereby ordered and directed to be issued the bonds of said School District in accordance with the forms hereinafter set out in the aggregate amount of One Million Seven Hundred Fifty Thousand Dollars (\$1,750,000), which said Bonds shall be designated "Combined Purpose Building Bonds of 2017", shall be dated May 1, 2017, and become due and payable and bear interest from their date until paid as follows:

\$1,750,000	maturing on	May 1, 2019	at	1.55	%
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Payable semi-annually on the 1<sup>st</sup> day of May and the 1<sup>st</sup> day of November each year, commencing on the 1<sup>st</sup> day of May, 2018. The Bonds are issuable as registered Bonds in denominations of \$5,000 or any multiple thereof.

**SECTION 2:** That each of said Bonds and the endorsements and certificates thereon shall be in substantially the following form:

UNITED STATES OF AMERICA

No. \_\_\_\_\_ STATE OF OKLAHOMA \$ \_\_\_\_\_

Elementary School District Number 10 of Pottawatomie County, Oklahoma  
Combined Purpose Building Bond of 2017.

\_\_\_\_\_ %

Due \_\_\_\_\_.

KNOW ALL PEOPLE BY THESE PRESENTS: That Elementary School District Number 10 of Pottawatomie County, Oklahoma, a body corporate, hereby acknowledges itself indebted to and for value received, promises to pay the principal amount set forth above to the person named below: CEDE and Co. or registered assigns (hereinafter called the "Registered Holder"), for the bond number(s) set forth above, together with interest thereon at the rate specified hereon, from the date hereof until paid, payable semi-annually on the 1<sup>st</sup> day of May and the 1<sup>st</sup> day of November, respectively, in each year, beginning on the 1<sup>st</sup> day of May, 2018.

The principal of and interest on this Bond are payable in lawful money of the United States of America which, at the time of payment, shall be legal tender for the payment of public and private debts. Payments of interest hereon shall be paid by check of UMB Bank n.a., Oklahoma City, Oklahoma (herein called the "Registrar/Paying Agent") payable to the order of the Registered Holder and mailed to the address shown in the Registration Record on or before the date on which each such payment is due. Payment of principal of this Bond shall be payable only upon surrender of this Bond to the Registrar/Paying Agent.

THE FULL FAITH, CREDIT AND RESOURCES of said District are hereby irrevocably pledged to the payment of this Bond.

THIS BOND is one of an issue of like date and tenor, except as to date of maturity, rate of interest, denomination, totaling the principal sum of One Million Seven Hundred Fifty Thousand Dollars (\$1,750,000), \$890,000 Building Bonds of the voted and approved \$6,675,000 and is issued for the purpose of constructing, equipping, repairing, remodeling and equipping school buildings, acquiring school furniture, fixtures and equipment, and acquiring and improving school sites, and \$860,000 Building Bonds of the voted and approved \$20,910,000 and is issued for the purpose of constructing, equipping, repairing, remodeling and equipping school buildings, acquiring school furniture, fixtures and equipment, and acquiring and improving school sites, under Section 26, Article X of the Oklahoma Constitution and Title 70, Chapter XV, Oklahoma Statutes, and other statutes of the State supplementary and amendatory thereto; and have been combined for the purpose of their sale and issuance pursuant to Title 62, Oklahoma Statutes 2011, section 354. Each of the aforementioned sums has been placed in a separate, special fund to be used only in the respective amounts and for the respective purposes as provided in the separate propositions and for no other purposes.

No person shall be entitled to any right or benefit provided in this Bond unless the name of such person is registered by the Registrar/Paying Agent of the School District on the Registration Record. This Bond shall be transferrable only upon delivery of this Bond to



the Registrar/Paying Agent, duly endorsed or accompanied by a written instrument of transfer in form satisfactory to the Registrar/Paying Agent, duly executed by the Registered Holder hereof or his attorney duly authorized in writing, and such transfer is registered on the Registration Record. The Registrar/Paying Agent shall not be required to make such transfer after the fifteenth (15<sup>th</sup>) day preceding any interest payment date until after said latter date. The name of the Registered Holder endorsed hereon shall be deemed the correct name of the owner of this Bond for all purposes whatsoever. The Registrar/Paying Agent will keep the Registration Record open for registration of ownership of registered Bonds during its business hours. In the event of a change of Registrar/Paying Agent for any reason notice thereof shall be mailed, by registered or certified United States Mail, postage prepaid, to the Registered Holder at the address shown in the Registration Record, and such notice shall be effective on the date of mailing and sufficient as to all persons.

IT IS HEREBY CERTIFIED AND RECITED that all acts, conditions and things required to be done, precedent to and in the issuance of this Bond have been properly done, happened and been performed in regular and due form and time as required by law, and that the total indebtedness of said School District including this Bond and the series of which it forms a part does not exceed any constitutional or statutory limitation, and that due provision has been made for the collection of an annual tax sufficient to pay the interest on this Bond as it falls due, and also to constitute a sinking fund for the payment of the principal hereof at maturity.

IN WITNESS WHEREOF, said School District has caused this Bond to be signed by the manual or facsimile signature of the President of the Board of Education, attested by the manual or facsimile signature of the Clerk and sealed with a manual or facsimile seal of the School District this 1st day of May, 2017.

(SEAL)

\_\_\_\_\_  
President, Board of Education

ATTEST:

\_\_\_\_\_  
Clerk, Board of Education

#### **AUTHENTICATION CERTIFICATE**

This Bond is one of the Bonds of the issue described in the Transcript of Proceedings prepared for this Bond issue, and is one of the Combined Purpose Building Bonds of the Elementary School District No. 10 of Pottawatomie County, Oklahoma.

Date of Registration  
and Authentication

UMB Bank n.a., Oklahoma City, Oklahoma

By:

\_\_\_\_\_  
Authorized Officer

We, the undersigned, District Attorney and County Clerk, respectively, of said County, in said State, in which the within named District is situated, hereby certify that the within Bond is one of a series of Bonds issued by the within named District pursuant to law, and that the entire issue of said Bonds is within the debt limit imposed upon said District by the Constitution and laws of the State of Oklahoma.

**District Attorney, District Number 23**

# FORM OF ASSIGNMENT NO. 1

**Signature guaranteed by:**

## FORM OF ASSIGNMENT NO. 2

REGISTERED HOLDER	DATE OF ASSIGNEE	SIGNATURE ASSIGNMENT	OFFICIAL GUARANTEED BY	AUTHORIZED OF REGISTRAR
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SIGNATURE OF  
AUTHORIZED  
OF  
REGISTRAR

[illegible]

WITNESS my hand the date above written.

STATE OF OKLAHOMA  
OFFICE OF THE ATTORNEY GENERAL  
BOND DEPARTMENT  
2017.

Attorney General, *Ex Officio* Bond Commissioner  
of the State of Oklahoma

**SECTION 3.** That each of said Bonds shall be signed by the manual or facsimile signature of the President of the Board of Education, have the corporate seal of said School District affixed thereto in manual or facsimile form, and be attested by the manual or facsimile

signature of the Clerk of the Board of Education; that said officers are hereby authorized and directed to cause said Bonds to be prepared and to execute the same for and on behalf of said Board; have the same registered by the Treasurer of said School District, endorsed by the District Attorney and County Clerk and presented to the Attorney General, *Ex Officio* Bond Commissioner, together with a certified transcript of all proceedings had in connection with their issuance, for his approval and endorsement; that thereafter said Bonds shall be delivered to the purchasers, upon payment of the purchase price thereof, which shall not be less than par and accrued interest. The proceeds derived from the sale of said Bonds shall be placed in a special fund and used solely for the purpose of providing funds for the purposes set out in the Bond in Section 2 hereof. The School District certifies and covenants that none of the proceeds of the Bonds described herein will be used to pay interest on any lease, lease-purchase contract, lease purchase installments or other obligations, nor will Bond proceeds be used in violation of applicable provisions of the Oklahoma Constitution and laws.

**SECTION 4.** Whenever any registered Bond or Bonds shall be exchanged for another registered Bond or Bonds of different denomination, the Registrar/Paying Agent shall cancel the Bond or Bonds surrendered in such exchange on the face thereof and on the Registration Record. If the supply of registered Bonds for making exchanges shall have been exhausted, the Registrar/Paying Agent shall cause additional registered Bonds to be prepared, at the expense of the School District. The School District covenants that upon request of the Registrar/Paying Agent its appropriate officers promptly will execute such additional registered Bonds on behalf of the School District.

**SECTION 5.** The Registrar/Paying Agent for all registered Bonds issued pursuant to this Resolution shall maintain a Registration Record for the purpose of registering the name and address of the Registered Holder of each registered Bond. The Registrar/Paying Agent will keep the Registration Record open for registrations during its business hours. In the event of a change of Registrar/Paying Agent, notice thereof shall be mailed, registered or certified United States Mail, postage prepaid, to the Registered Holder of each registered Bond. The name and address of the Registered Holder as the same appears on the Registration Record shall be conclusive evidence to all persons and for all purposes whatsoever and no person other than the Registered Holder shown on the Registration Record shall be entitled to any right or benefit in relation to the Bond so registered; provided, that the foregoing shall not apply to any successor by operation of law of such Registered Holder. Registered Bonds shall be transferrable only upon delivery of such Bonds to the Registrar/Paying Agent, duly endorsed or accompanied by a written instrument of transfer in form satisfactory to the Registrar/Paying Agent, executed by the Registered Holder thereof or his attorney duly authorized in writing, and such transfer registered on the Registration Record. If the Form of Assignment of such Bonds is exhausted such Registered Bonds delivered to the Registrar/Paying Agent for registration of transfer shall be canceled by the Registrar/Paying Agent on the face thereof and the registrar/Paying Agent shall authenticate and deliver to the transferee Bonds in aggregate principal amount equal to the unpaid principal of the surrendered Bonds in new registered Bonds, in denominations of \$5,000.00 or any multiple thereof except one Bond may be in an amount so as to complete the issue. The Registrar/Paying

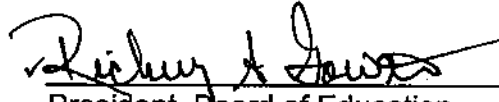
Agent shall not be obligated to make such transfer after the fifteenth (15<sup>th</sup>) day preceding any interest payment date until after said latter date.

**SECTION 6.** There is hereby created and established a system of registration for uncertificated registered public obligations with respect to the Bonds as provided in the Registered Public Obligations Act of Oklahoma, Title 62 Oklahoma Statutes, Section 582(13)(b), whereby books shall be maintained on behalf of the School District by the Depository Trust Company, New York, New York, for the purpose of registration of transfer of the uncertificated registered public obligations with respect to the Bonds, which specify the persons entitled to the Bonds and the rights evidenced thereby shall be registered upon such books, and the President and Clerk (or in their absence or incapacity, the Vice-President and Deputy Clerk, respectively) are hereby authorized and directed to execute such documents and instruments as may be required to implement the foregoing system of registration.

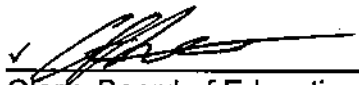
**SECTION 7.** The School District hereby covenants and agrees that it will provide (a) upon request, to any person, financial information or operating data for the School District which shall include that financial information and operating data customarily prepared by the School District and which is publicly available, and (b) in a timely manner, to the Municipal Securities Rulemaking Board and to the appropriate State information depository if any, notice of events specified in paragraph (b)(5)(i)(C) of Rule 15c2-12 promulgated by the Securities and Exchange Commission, with respect to the Bonds.

**SECTION 8.** That beginning in the year 2017-2018 a continuing tax sufficient to pay the interest on said Bonds when due and for the purpose of providing a sinking fund with which to pay the principal of said Bonds when due shall be and is hereby ordered levied upon all taxable property of said School District in addition to all other taxes, said sinking fund to be designated "Combined Purpose Building Bonds of 2017 Sinking Fund." Said tax shall be and is hereby ordered certified, levied and extended upon the tax rolls and collected by the same officers in the same manner and at the same time as the taxes for general purposes in each of said years are certified, levied, extended and collected; that all funds derived from said tax shall be placed in said sinking fund, which, together with all interest collected on same shall be irrevocably pledged to the payment of the interest on and principal of said Bonds when and as the same fall due.

ADOPTED AND APPROVED THIS 24TH DAY OF MARCH, 2017.

  
\_\_\_\_\_  
President, Board of Education

ATTEST:

  
\_\_\_\_\_  
Clerk, Board of Education

