

SHAMOKIN AREA SCHOOL DISTRICT  
AGENDA  
Reorganization Meeting  
to be held  
Wednesday, December 2, 2020, at 7:00 p.m.

**1. PRELIMINARIES**

- a. Prayer
- b. Pledge of Allegiance
- c. Call to order by President Mr. Persing
- d. Roll Call

**2. CITIZENS' COMMENTS**

**3. REORGANIZATION**

3.01 Election of a President Pro Tem.

\_\_\_\_\_ I move that Attorney Bowers be elected President Pro Tem.  
\_\_\_\_\_

(VOICE VOTE:      In Favor      Opposed)

3.02 Election of a President.

\_\_\_\_\_ I nominate Brian G. Persing to serve as President of the Board of Directors for a  
\_\_\_\_\_ one-year term.

(ROLL CALL FOR PRESIDENT)

3.03 President assumes the chair and calls for election of vice-president.

3.04 Election of a Vice-President.

\_\_\_\_\_ I nominate Melissa M. Hovenstine to serve as Vice-President of the Board of Directors  
\_\_\_\_\_ for a one-year term.

(ROLL CALL FOR VICE-PRESIDENT)

### 3. **REORGANIZATION (continued)**

3.05 Appoint a representative to serve on NCC&TC Operating Agency Board.

\_\_\_\_\_ I nominate Charles H. Shuey to represent the District on the Northumberland County  
\_\_\_\_\_ Career & Technical Center Operating Agency Board for a three (3) year term commencing  
December 1, 2020, and expiring November 30, 2023.

(ROLL CALL FOR NCC&TC REPRESENTATIVE)

3.06 Appoint Board Solicitor.

\_\_\_\_\_ I move that Timothy A. Bowers be (re)appointed solicitor for the Shamokin Area  
\_\_\_\_\_ School District for a one-year term commencing December 2, 2020, to December 1, 2021.  
Compensation will be \$75.00 per hour, with no benefits, and an annual retainer of \$3,500 paid  
pro rata on a monthly basis.

(ROLL CALL)

3.07 Set date(s), time and place of regular meetings.

\_\_\_\_\_ I move that the regular public meetings of the Board of Directors of the Shamokin Area  
\_\_\_\_\_ School District be held on the third Tuesday of each month, January through November, with the  
exception of July, of the year 2021, beginning at 7:30 p.m. with the work session; all at the  
Shamokin Area Middle/High School, 2000 W. State Street; that the next annual meeting be held  
during the first week of December 2021; and that all meetings be advertised as required.

(ROLL CALL)

3.08 Approve use of facsimile signatures.

\_\_\_\_\_ I move that permission be granted for the use of facsimile signatures for Board President,  
\_\_\_\_\_ Secretary and Treasurer, as provided under the provisions of the Pennsylvania Uniform  
Facsimile Signature of Public Officials Act.

(ROLL CALL)

#### **4. NEW BUSINESS**

##### **4.01 Approve Revised Phased School Reopening Plan.**

\_\_\_\_\_ I move to approve the revised Phased School Reopening Health and Safety Plan for the 2020-21  
\_\_\_\_\_ school year, including the Athletic Department Guidelines for Reopening Sports &  
Extracurricular Activities and its Winter Sports Recommendations, as well as the Attestation  
Ensuring Implementation of Mitigation Efforts and Addendum, as presented.

(ROLL CALL)

##### **4.02 Adopt Resolution.**

\_\_\_\_\_ I move to adopt the following resolution to secure a Tax and Revenue Anticipation Note for  
\_\_\_\_\_ a Line of Credit in the amount of \$3,980,000:

**WHEREAS**, The Board of School Directors (the “Board”) of Shamokin Area School District (the “School District”), in Northumberland County, Pennsylvania, has determined to issue a \$3,980,000 maximum principal amount Tax and Revenue Anticipation Note - Series of 2020/2021 (the “Note”), in anticipation of its 2020/2021 fiscal year taxes and revenues yet to be collected, in accordance with the Local Government Unit Debt Act of the Commonwealth of Pennsylvania (the “Debt Act”); and

**WHEREAS**, A proposal to purchase the Note (the “Proposal”) has been received from the Manufacturers and Traders Trust Company, having an office in Wilkes-Barre, Pennsylvania (the “Bank”); and

**WHEREAS**, The Board desires to accept the Proposal, to issue the Note in a private sale by negotiation, and to take and to authorize other appropriate action.

**NOW, THEREFORE, BE IT RESOLVED**, by the Board of this School District, as follows:

**SECTION 1.** The Board hereby authorizes and secures the issuance of the Note in accordance with the Debt Act.

**SECTION 2.** The Note shall be issued to provide funds to pay operating expenditures in anticipation of the receipt of taxes and revenues during the remainder of this School District’s 2020/2021 fiscal year.

**SECTION 3.** This School District accepts the Proposal of the Bank, attached hereto as Exhibit “A”, to purchase the Note at a price of 100% of the principal amount advanced, from time to time, by the Bank on a draw-down, line of credit basis.

#### **4. NEW BUSINESS (continued)**

**SECTION 4.** The Note shall be a tax and revenue anticipation note of this School District, and constitute a general obligation of this School District, as described in the Debt Act, in the maximum principal amount of \$3,980,000.

**SECTION 5.** The Note shall bear interest payable monthly on the principal amount advanced and outstanding, at a floating rate, subject to a cap, as set forth in the attached form of Note, attached as Exhibit “B”.

**SECTION 6.** The Note shall mature and be payable in full on June 30, 2021, which date is not beyond the last day of the 2020/2021 fiscal year of this School District, in which the Note is issued. The Note shall be in the form of a draw down line of credit. Interest shall be payable on the maturity date of the Note or the date of earlier repayment in full.

**SECTION 7.** The Note shall be subject to redemption, in whole or in part, at any time prior to maturity, without premium or penalty.

**SECTION 8.** The substantial form of the Note is attached as Exhibit “B”.

**SECTION 9.** The Note shall be executed by the President or Vice President of the Board, and the official seal of this School District shall be affixed thereunto with the manual signature of the Secretary or Assistant Secretary of the Board attesting said officers’ signature.

**SECTION 10.** The Note shall be equally and ratably secured with each other and any other tax and revenue anticipation note issued by this School District in the 2020/2021 fiscal year, and presently outstanding, by an irrevocable pledge of, security interest in and a lien and charge on both the taxes and revenues of this School District to be received during the period when such Note shall be outstanding, such taxes and revenues being all taxes presently levied and assessed and all revenues including, without limitation, state subsidies or reimbursements to be received.

**SECTION 11.** There is created, as permitted by Section 8125 of the Debt Act, a sinking fund for the Note, to be known as “Sinking Fund - Tax and Revenue Anticipation Note - Series of 2020/2021” (the “Sinking Fund”), which shall be established with the Bank and administered in accordance with the Debt Act. This School District shall deposit into the Sinking Fund, from time to time, sums sufficient to make payments of principal and interest due on the Note on or before the maturity date thereof.

This School District appoints the Bank as the sinking fund depository with respect to the Sinking Fund, and this School District shall contract with the Bank for services as the sinking fund depository and as paying agent in connection with the Note. This School District covenants to make payments from the Sinking Fund, or from any other of its taxes and revenues, at such times and in such amounts as shall be sufficient for prompt and full payment of the Note when due.

#### **4. NEW BUSINESS (continued)**

**SECTION 12.** Officers of the Board of this School District, which shall include their duly qualified successors in office, are authorized and directed: (a) to prepare, to certify and to file with the Department of Community and Economic Development (the “Department”) the Certificate as to Taxes and Revenues To Be Collected, as required by Section 8126 of the Debt Act; (b) to file a certified copy of the proceedings for the issuance of the Note, including a certified copy of this Resolution and of the accepted Proposal of the Bank, with the Department, as required by Section 8128 of the Debt Act; (c) to pay or cause to be paid to the Department any and all proper filing fees required by the Debt Act in connection with the foregoing; and (d) to take all other required, necessary or appropriate action.

**SECTION 13.** Officers of this School District shall certify and execute such certificates, instruments and documents as shall be required under terms of the accepted Proposal of the Bank, and to prepare, to execute and to deliver on behalf of this School District, a certification that the Note and any other tax and revenue anticipation Note to remain outstanding for the fiscal year 2020/2021 will not exceed the limitations imposed by the Debt Act.

**SECTION 14.** It is declared that the debt to be incurred hereby, together with any other indebtedness of this School District, is not in excess of any limitation imposed by the Debt Act upon the incurring of debt by this School District.

**SECTION 15.** The Business Manager of this School District or, if he shall be unavailable, another officer of this School District, is authorized and directed: (i) to pay any and all costs and expenses related to the issuance of the Note, upon the settlement for the Note; and (ii) to deliver the Note, upon execution and attestation thereof as provided for herein, to the Bank, but only after the filing with the Department required under Section 8128 of the Debt Act has been made.

**SECTION 16.** This School District covenants to and with the Bank and any other purchasers of the Note that it will make no use of the proceeds thereof which will cause the same to become an “arbitrage bond”, as that phrase is defined in Sections 103(b)(2) and 148 of the Internal Revenue Code of 1986, as amended, (the “Code”) and that it will comply with Sections 1.103-13, 1.103-14 and 1.103-15 of the Treasury Regulations published in the Federal Register, or with other regulations implementing said Sections 103(b)(2) and 148 of the Code, if and to the extent applicable, with respect to the Note. This School District further covenants to make no investment of the proceeds of the Note in violation of Section 1.103-14(c) of the regulations implementing Sections 103(b)(2) and 148.

This School District determines that it has not issued, and does not reasonably expect to issue, tax-exempt obligations, together with all tax-exempt obligations issued and reasonably expected to be issued by “all subordinate entities” (within the meaning of Section 265(b)(3)(E) of the Code), of the School District which, in the aggregate, exceed or will exceed Ten Million Dollars (\$10,000,000) (less a credit for certain currently refunded bonds) during the 2020 calendar year and, accordingly, hereby designates the Note as a “qualified tax-exempt obligation”, as defined in Section 265(b)(3)(B) of the Code, for the purposes and effect contemplated by Section 265 of the Code.

**4. NEW BUSINESS (continued)**

**SECTION 17.** In the event any provision, section, sentence, clause or part of this Resolution shall be held to be invalid, such invalidity shall not affect or impair any remaining provision, section, sentence, clause or part of this Resolution, it being the intent of this School District that such remainder shall be and shall remain in full force and effect. All resolutions or parts of resolutions, insofar as the same shall be inconsistent herewith, are hereby repealed.

**SECTION 18.** This Resolution shall be effective in accordance with the Debt Act.

**DULY ADOPTED**, by the Board of Shamokin Area School District, Northumberland County, Pennsylvania, in lawful session duly assembled, this 2nd day of December, 2020.

(ROLL CALL)

**5. CLOSED MEETING ANNOUNCEMENT**

An executive session was held for personnel issues on Wednesday, December 2, 2020, from 5:30 pm to \_\_\_\_\_pm prior to the reorganization meeting.

**6. CITIZENS' COMMENTS (Only If Agenda Items Have Been Added from the Floor)****7. ADJOURNMENT**

\_\_\_\_\_ I move that this meeting be adjourned.

\_\_\_\_\_

TIME: \_\_\_\_\_