

KALAMAZOO PUBLIC SCHOOLS
Office of the Superintendent
1220 Howard Street
Kalamazoo, MI 49008
Telephone: (269) 337-0123 TDD (269) 337-0152
Fax: (269) 337-0149

October 2, 2019

**MEETING ANNOUNCEMENT FOR THE
KALAMAZOO PUBLIC SCHOOLS BOARD OF EDUCATION**

A regular meeting of the Board of Education of the Kalamazoo Public Schools will be held on **Thursday, October 10, 2019 at 7:00 p.m.** in the Board Room of the Administration Building, 1220 Howard Street, Kalamazoo, MI 49008.

KALAMAZOO PUBLIC SCHOOLS

Jennie Hill, Secretary
Board of Education

- ❖ Please contact the Superintendent's Office in advance of the meeting if auxiliary aids or services for individuals with disabilities are needed.
- ❖ Official minutes of Kalamazoo Public Schools Board of Education open meetings are available for inspection within eight working days of the meeting at the Superintendent's Office, 1220 Howard Street, Kalamazoo, MI 49008.

KALAMAZOO PUBLIC SCHOOLS
Board of Education Meeting
1220 Howard Street
October 10, 2019 – 7:00 P.M.

A G E N D A
Amended 10-9-19

- I. Call to Order**
- II. Pledge of Allegiance**
- III. Attendance**
- IV. Announcements and Recognitions**
- V. Committee Reports/School Reports**
- VI. Correspondence**
- VII. Consent Calendar Items**
 - A. Minutes**
 - September 24, 2019 Advance Meeting Minutes
 - September 26, 2019 Meeting Minutes
 - B. Business and Financial Reports**
 - C. Personnel Items**
 - Personnel Changes
 - D. Other**
- VIII. Persons Requesting to Address the Board (3 minutes individual limit)**
- IX. Reports and Recommendations**
 - A.** June 30, 2019 Comprehensive Annual Financial Report
 - B.** Resolution Authorizing 2020 Refunding Bonds
 - C.** Resolution Declaring Support for Career and Technical Education Millage
 - D.** Home Access
 - E.** Resolution on KPS Related Meetings
- X. Other Business**
- XI. Comments by Trustees/Superintendent**
- XII. Closed Session**
 - Employee Association Contractual Agreement Recommendation
- XIII. Next Regular Board of Education Meeting: Thursday, October 24, 2019**

KALAMAZOO PUBLIC SCHOOLS
Board of Education
1220 Howard Street
September 24, 2019 – Board-Superintendent Advance

President Patti Sholler-Barber called the special meeting to order at 6:15 p.m. in the media center of the West Main School Professional Development Center, 1627 West Main Street. The purpose of the meeting was for the board to hold a communications workshop, as well as discuss any other matters that may come before the board.

Board members present: Ken Greschak, TiAnna Harrison, Jennie Hill, Tandy Moore, and Patti Sholler-Barber. Absent: Jermaine Jackson and Jason Morris. Interim Superintendent Gary Start and Director of Marketing and Communications Susan Coney were also present.

1. Advance meeting agenda items discussed:
 - Presentation by Donna Ozer from Michigan Association of School Boards (MASB) on the superintendent search process.

No action was taken on the aforementioned items.

President Patti Sholler-Barber adjourned the meeting at 9:15 p.m.

Respectfully submitted by,

Jennie Hill, Secretary
Board of Education

KALAMAZOO PUBLIC SCHOOLS
Board of Education
1220 Howard Street
September 26, 2019 – Regular Meeting

I. Call to Order

President Sholler-Barber called the September 26, 2019 regular Board of Education meeting to order at 7:02 p.m. in the Board Room of the Administration Building, 1220 Howard Street.

II. Pledge of Allegiance

The Pledge of Allegiance was recited.

III. Attendance

Board members present: Ken Greschak, Jennie Hill, Jermaine Jackson, Tandy Moore, Jason Morris, and Patti Sholler-Barber. Absent: TiAnna Harrison. Interim Superintendent Gary Start was also present.

IV. Announcements and Recognitions

Director of Marketing and Communications Susan Coney presented the 2019 Edison Environmental Science Academy Math-a-lon Champions: Jamarion Carr and Chelsia Edmonson, fourth grade; Marciell Bennett and Emma Rogers, fifth grade; Kyaira Jones-Williams, Dillon Purnell (unable to attend), Andrea Villegas, Alayah Atlas, and TyQuala Williams, sixth grade.

Also in attendance and introduced by Ms. Coney were Edison Environmental Science Academy Principal Ms. Julie McDonald; staff members Sarah Powell, Danielle Burly, and Jessica Rogers; and Math-a-lon coaches Brandon Jean and Tanea Whitfield. The students' parents and family members in the audience were also recognized.

**V. School Reports/Committee Reports
Committee Reports**

President Sholler-Barber stated that the Superintendent Search Committee had met on September 24 at the West Main School Professional Development Building. She noted that Michigan Association of School Boards (MASB) shared that there would be over 20 different groups including staff, parents, business leaders, non-profits, and citizens that would be involved with job description and expectations for a new superintendent. President Sholler-Barber stated that information on these scheduled meetings would soon be available on the KPS website.

VI. Correspondence

Secretary Hill reviewed the correspondence received for the period of September 13 through September 26, 2019. (File #6.)

VII. Consent Calendar

President Sholler-Barber presented the Consent Calendar items: VII.A. September 12, 2019 Regular Meeting Minutes; VII.B. Purchase Recommendation 2020-11; and VII.C. Personnel Changes.

Interim Superintendent Gary Start reviewed the purchase recommendation:

- 2020-11 in the amount of \$192,156.09: two funding sources; \$96,078.04 from the Michigan State Police Competitive School Safety Program and \$96,078.05 from the 2018 Bond for the purchase of paging system upgrades at Kalamazoo Central High School and Loy Norrix High School.

MOTION: Implied to approve the Consent Calendar as presented.

Disposition: Voice vote: motion carried, 6-yes, 0-no, 0-abstentions.

VIII. Persons Requesting to Address the Board

President Sholler-Barber shared the public participation guidelines:

- According to Board Policy 1.2, speakers should each begin their comments by stating their name, address, and connection to/interest in the Kalamazoo Public Schools and, if applicable, the organization that they represent.
- Speakers should be courteous and professional. The chairperson of this meeting may terminate public comments that are profane, vulgar, or defamatory. Speakers should refrain from identifying individuals when offering criticism.
- Speakers have three minutes each and must stop speaking promptly when signaled.
- Speakers may not address confidential student or personnel matters, but may submit such concerns to the board in writing.
- Speakers are reminded that the board will not respond to public comments, but that the administration may or may not follow up with speakers at some point regarding speaker comments.

Wendy Ransom-Hodgkins, 4402 Sweet Cherry Lane, Kalamazoo, introduced herself as a parent of a KPS student. She read an email that she sent to the board in response to the KPS policy on evening activities due to the Eastern Equine Encephalitis (EEE) warning. She thanked the board for finding a solution for the Kalamazoo Central High School (KCHS) marching band to participate on September 28.

Kristin Rice 816 Newgate, Kalamazoo, introduced herself as the president of KCHS marching band. She thanked the board for supporting the alternative plans for the KCHS marching band to compete on September 28. Ms. Rice also stated that students were afraid of the EEE warnings. She noted that it would be helpful if someone would explain the EEE warning in more detail and how this infection could be prevented.

Grace Dinda, 3511 Lincolnshire Boulevard, Kalamazoo, introduced herself as an active member of the KCHS band. She expressed her appreciation that KPS had worked hard to find an alternative solution for the band to compete on September 28.

Jen Dykstra, 36 Ravinia Street, Kalamazoo, introduced herself as a parent of a 4th grade student at Parkwood Upjohn Elementary School. She stated her concern that KPS did not have a school calendar, which made it difficult for her to arrange her work schedule at Bronson Hospital.

Douglas Duncan, 1519 West Lovell, Kalamazoo, introduced himself as a KPS elementary art teacher. He expressed his concern regarding the substitute teacher shortage. Mr. Duncan noted that more creative solutions would be needed to attract substitute teachers such as increasing pay, utilizing Western Michigan University students, and increasing the marketing for recruitment. He also shared that he felt the company hired to find substitutes, EDUStaff, should be held accountable for their effectiveness.

Ian Harper, 2253 Winchell Avenue, Kalamazoo, introduced himself as the parent of three KPS students. He noted that his seven-year-old daughter had gone through the recent ALICE (Alert, Lockdown, Inform, Counter, Evacuate) training. Mr. Harper stated that he did not agree with the ALICE training and did not see how this would make children safer.

Shari Weber, 6421 Trundel Lane, Kalamazoo, introduced herself as a parent of students at Linden Grove Middle School and KCHS. She stated that her daughters were uncomfortable with the ALICE training. Ms. Weber explained that she did not want to talk to her daughters about the possibility of this happening in their schools. She noted that she would not have her daughters go through the training again.

Kathi Valeii, 1225 Franklin Street, Kalamazoo, introduced herself as a Loy Norrix High School parent. She noted her concern that KPS was exposing its children to ALICE training. Ms. Valeii asked the board how parents could advocate for their children when they were given no specific information. She stated that parents should be informed before the training occurs and how they can choose to not participate in the training.

Kizzy Bradford, 755 Dragonfly Court, Kalamazoo, introduced herself as a KPS employee. She noted that the ALICE training helped children to be part of a team if something should happen. Ms. Bradford stated that parents should educate themselves about the ALICE training and not attack KPS for preparing its children for this emergency situation.

Todd Urness, 106 Sabin, Kalamazoo, introduced himself as a parent of two daughters at Linden Grove Middle School. He noted that parents needed to be given the opportunity to view the ALICE materials and an option to pull their children from the training. Mr. Urness stated that KPS should not subject its kids to ALICE training as he felt there was no proof that these drills keep children safe.

Sarah Hill, 1917 Brentwood Avenue, Kalamazoo, introduced herself as a KPS parent. She noted her concern that the contents of the emails sent to the board regarding the ALICE training were not included in the public records. Ms. Hill stated that the information about the ALICE training and the opportunity to not participate in the training from the schools, principals, and teachers varied from building to building. She asked the board to include more outside voices in the discussion of how to prevent violence.

Tricia Dinda, 3511 Lincolnshire, Kalamazoo, introduced herself as a parent of a daughter at KCHS. She thanked the board for helping to adjust the schedule so that the band students could compete on September 28. Ms. Dinda also shared that her daughter had received the ALICE training and although she was not happy about the training, she had had conversations with her daughter about this situation for years. She explained that her daughter wanted better security in her classrooms and that we need to be prepared for the worst case scenarios.

Rebecca Macleery, 1425 Grand Ave, Kalamazoo, introduced herself as a parent of a student at Winchell Elementary School and Northglade Montessori Magnet School. She stated her concern for the district's lack of transparency and the trauma her seven-year-old had experienced from the ALICE training.

Tamekka Bennett, 3180 Wellington Road, Kalamazoo, introduced herself as a KPS parent. She echoed the parents with concerns regarding the ALICE training. Ms. Bennett stated that as a parent she should have the opportunity to have input on her children's experiences and education.

Majyck Dee, Kalamazoo, introduced herself as a KPS parent. She echoed what the parents had said about their concerns with the ALICE training.

IX. Reports and Recommendations

A. Employee Group Agreement

Assistant Superintendent for Human Resources Sheila Dorsey-Smith read the agreement to approve the Employee Association Agreement with Food Service Employees Collective Bargaining Unit.

MOTION: Moved by Trustee Greschak, supported by Trustee Hill, to approve the recommendation as presented.

Disposition: Roll call vote: motion carried, 6-yes, 0-no, 0-abstentions.

President Sholler-Barber shared that this group is very important to KPS students.

B. ALICE Training

Mr. Start shared that he wished KPS did not have to implement ALICE training but felt that KPS needed to provide this training to keep its students safe. He stated that KPS was required by law to do two lockdown drills per year.

Director of Student Services Nkenge Bergan presented the PowerPoint presentation on ALICE training. She stated that ALICE training began last year with KPS staff. Ms. Bergan shared that ALICE was chosen because it was supported by the National Homeland Security. She noted that KPS wanted its children to have practiced different safety options in a dangerous situation.

Trustee Greschak explained that the old model lockdown drill, where kids hid and ducked under things, was not a good strategy. He noted that students who survived these tragedies were the ones who escaped from the building. Trustee Greschak stated that ALICE training was developed to help young people and staff understand that there are multiple choices in an emergency situation.

President Sholler-Barber stated that KPS had looked at many different programs eighteen months ago and that these programs had been discussed at several board meetings and were in many meeting packets.

Trustee Moore stated that the board discussions eighteen months ago were before the new board members had started their terms. She asked Ms. Bergan how many discussions had involved parents.

Ms. Bergan stated that they had first spoken with principals during instructional leadership. She noted that the principals had been getting requests from parents and teachers on when they were planning to train on the ALICE protocol. Ms. Bergan stated that they asked principals to review the material with teachers during a staff meeting and to ask them for input. She explained that this input prompted them to have a lower-elementary and an upper-elementary presentation because some of the wording was above younger elementary students' reading level. Ms. Bergan shared that the staff had reviewed the material in their classrooms and each school set up time to train based on the dates that were given to the county on when KPS would be doing its lockdown drills. She explained that KPS had to do three lockdown drills a year, two were standard, and one needed to be done at a non-instructional time such as lunch or recess.

President Sholler-Barber asked if principals were encouraged to include Parent Teacher Organizations (PTO) and parents in this conversation.

Ms. Bergan stated that last spring there had been email communication and information with parents and PTOs. She noted that since the beginning of this school year, there had been no conversations with PTOs. Ms. Bergan explained that after the spring dialogues they were prepared to do the first drill in the fall.

Mr. Start stated that if KPS could do it over it would certainly plan a parent meeting. He explained that KPS should have had a meeting with parents and would do that in the future before any drills

were scheduled. Mr. Start commended Chief Webster and Ms. Bergan for trying to do the right thing.

Trustee Greschak stated that a trained professional shooter is effective 30% of the time on a sitting target and that scattering students was our safest route.

Tandy Moore noted that the ALICE presentation stated that if a dangerous person comes in our space we must counter.

Trustee Jackson stated that he was a parent first and a trustee second. He noted that he understood the public concerns and that student safety was a top priority of his. Trustee Jackson apologized for the mistake in the printing of student names on the letters sent home on the ALICE training and for any misinformation that was given to the parents. He suggested that KPS consider a clear option for parents who do not want their children involved in this training. Trustee Jackson assured the public that KPS would give more notice before the next training.

Trustee Morris asked if there was an evacuation, how KPS would account for the students. He also asked why KPS chose ALICE.

Ms. Bergan stated that ALICE had been selected in part because our neighboring communities were using ALICE. She also noted that in the event of an active shooter situation, the emphasis would be to evacuate, go to a church, a store, a neighbor, and let them know from where the student had come. Ms. Bergan stated that KPS had a new walkie-talkie system that allowed the district to communicate with any KPS building. She also noted that the student data was available on administrator phones so that they could account for students' locations.

Chief Webster stated that he echoed what Mr. Start had said and thanked all of the parents who had come to the meeting and spoken at the podium. He noted that he had met with all of the local law enforcement agencies to get their opinion on ALICE training. Chief Webster stated that there were many active intruder programs; however, they all had the same principles. He noted that with his 25 years of law enforcement experience and input from all of the local law enforcement agencies, it was agreed that ALICE was the best training for school districts. Chief Webster assured the public that in the event of an emergency all local law enforcement would be at the site and they would locate the students if they had evacuated.

Trustee Hill apologized for not having had a smoother roll-out for the ALICE training. She noted that she has a daughter who teaches in KPS and understands that this training is difficult. Trustee Hill shared that we need to have a plan as a community in case of an emergency.

Trustee Greschak stated that it feels like the community was asking KPS to do nothing. He noted that KPS could have done a better job in educating the public about the ALICE training. Trustee Greschak shared that when he watched the presentations he felt they were trying to help with decisions at the building and classroom level.

President Sholler-Barber asked Mr. Start to consider the conversation that was heard tonight and discuss activities that would involve parent input to assure the public that the board heard parent concerns.

Mr. Start stated that he would definitely consider tonight's conversation. He noted that he had read the emails, had had conversations, and would learn from this experience. Mr. Start shared that there would be parent meetings with opportunities for dialogue. He stated that he looked forward

to meaningful dialogue with the public; however, he does not want to ignore the need to keep students safe.

Trustee Moore asked that the board be provided with the data and the information on ALICE training. She noted that the board should be asked to weigh in on whether or not they feel this is good for the community. Trustee Moore asked about the timeline on prepping for ALICE training. She also asked how many students were affected by the mailing error and what the difference was between a simulation and a drill.

Ms. Bergan stated that she did not know how many letters were mailed incorrectly. She noted that the drill that the children went through stated lockdown, lockdown, there is a dangerous person in the building. Ms. Bergan explained that children were not asked to leave or to hide, they were asked to talk through the situation.

President Sholler-Barber suggested to Trustee Moore that the Policy Committee could request that Ms. Bergan and Chief Webster come to a meeting and go over this information with the committee.

Trustee Moore asked if there was data on the ALICE program that showed that ALICE training would actually keep children safe.

Chief Webster stated that he did not have that data with him at the moment but that he could provide this data.

Trustee Moore asked Mr. Start if he had seen the data on ALICE Training.

Mr. Start stated to Trustee Moore that he had not been the Interim Superintendent eighteen months ago so that he had not seen the data showing how ALICE could prepare staff and students in an emergency situation. He noted that future parent input meetings, data, schedules, and feedback regarding ALICE training would be posted on the KPS website.

MOTION: Moved by Trustee Moore, supported by Trustee Morris, to direct the interim superintendent to suspend ALICE trainings until there had been adequate input from parents.

Trustee Greschak stated that the previous board had reviewed the information and had decided on the ALICE training. He noted that this board was now backtracking on a decision that had been made earlier. Trustee Greschak stated that he had heard an argument on the communication surrounding ALICE training but that he had not heard a compelling argument on not to train with the ALICE program. He noted the 25 years of experience in this field from Chief Webster, who had consulted with law enforcement to select the ALICE training.

Trustee Morris stated that he had not been through ALICE training and that he may need to review the presentation before he could make a decision.

Trustee Hill noted that she had been a member of the previous board where they had discussed ALICE and that she understands the need for this type of training in all schools. She stated that KPS could have done a better job of informing parents before the training began in schools.

Trustee Jackson stated that it was clear that the new members on the board didn't have the information on ALICE training.

Trustee Moore stated that the previous Board of Education made a decision. She noted that she did not agree that the previous board had done its due diligence in making that decision. Trustee Moore stated that she was not confident that the previous board had all of the information to make that decision to implement the ALICE training.

President Sholler-Barber stated that ALICE training had been a strong discussion with the former board. She noted that the board had been through ALICE training and had had presentations by experts and had relied on their input. President Sholler-Barber stated that the board had felt that there would be a roll-out of the ALICE program in a future year.

Disposition: Roll call vote: motion carried, 6-yes, 0-no, 0-abstentions.

C. Career and Technical Education (CTE) Millage

Kalamazoo RESA Superintendent Mr. David Campbell presented the following report on Career and Technical Education.

Mr. Campbell stated that we have a rapidly changing economy and noted some of the challenges that we are facing:

- Automation;
 - Outsourcing;
 - Technology;
 - Demographic shifts;
 - Boomers retiring;
 - Michigan's Great Recession (in the middle of the last decade);
 - 21st century skills, collaboration, communication;
 - The skills gap (skills don't match available jobs);
 - Importance of post-secondary education; and
 - The high cost of post-secondary education.
-
- The labor market job demand in 1960:
 - Four-year degree – 20%;
 - Skilled training – 20%; and
 - Unskilled training – 60%.
 - The labor market demand in 2018:
 - Four-year degree – 33%;
 - Skilled training – 57%; and
 - Unskilled training – 10%.

Mr. Campbell shared the timeline:

- January – June 2018 Phase One
 - During Phase One, the Strategic Visioning Committee convened educational leaders to analyze the current system and examined current data and best practices.
 - New design needed:
 - Address the needs of more students;
 - Create systems to reach students early (K-12+, scaled);
 - Coordinated services and economies of scale;
 - Consider career tech center with satellites, hubs, or embedded partnership with Kalamazoo Valley Community College (KVCC); and
 - Expand work-based learning and Early/Middle College.

- January – March 2019 Phase Two System Design
 - Career Readiness & Exploration scaled-up to impact more students
 - Educational Development Plans (EDP);
 - Job shadowing;
 - Field trips/talent tours;
 - Soft skills (social/emotional learning);
 - Summer camps;
 - Career fairs;
 - Guest speakers in schools; and
 - Feeder programs.
 - High School Program Design
 - Centrally located career center.
 - Satellite locations:
 - Air Zoo;
 - KVCC;
 - Nature Center; and
 - Others.
 - Community Collaboration scaled-up to impact more students
 - Work-based projects;
 - Business/industry speakers;
 - Career fairs;
 - Job shadowing;
 - Co-ops/internships;
 - Pre-apprenticeships;
 - Mentoring programs; and
 - Degrees/certificates through Early/Middle College.

Mr. Campbell explained what students would get from this Career and Technical Education (CTE) millage:

- More apprenticeships, work-based learning, career coaches, and planning to expose students to more careers and help them choose the right career paths;
- Efficient transportation so that more students can participate and spend less time on the bus;
- More students earning credentials/certificates, developed with local employers;
- State-of-the-art technology and equipment to prepare students for high-demand, high-skill, high-wage careers;
- A centrally located Career Center with smaller satellite locations. This CTE millage would be used for operational purposes, with a portion of it devoted to facilities and updating equipment. In addition, public/private partnership opportunities are being cultivated to assist with capital needs;
- Extra support for students who are at-risk and those with disabilities;
- Skills students need to earn a good living, allowing them to raise families in the area; and
- Increased equity, efficiency' and quality of K-12+ CTE programming.

Mr. Campbell stated that the CTE proposal would be a one-mill proposal for 20 years. He noted that a homeowner with a home with a taxable value of \$75,000 (approximate value of \$150,000) would pay \$6.25 a month.

- May 2019 – Phase Three – Securing community commitment and investment;
- November 5, 2019 – Election day; and
- January 2020 – Implementation if millage passes, implement CTE redesign.

President Sholler-Barber asked Mr. Campbell for the time frame if this millage passed.

Mr. Campbell stated that they would take a portion of the millage to purchase a building and renovate it by the fall of 2021. He explained that if there were substantial outside contributions to build a new center it would be a longer process and possibly be completed in 2022.

Trustee Moore stated that she was excited about this CTE center and appreciated the focus on equity. She noted the efficient transportation and asked how the millage would improve transportation for students.

Mr. Campbell stated that the central location of the building would cut transportation time in half for most students.

Trustee Morris stated that he was very excited about this program and that it provided a way to get students out of generational poverty. He noted the importance of the location and that he hoped equity would be a main focus.

Trustee Greschak stated that this program could lift up the community and help young people to aspire to better, higher paying jobs.

Trustee Jackson thanked Mr. Campbell for the presentation. He noted that in his work he spoke often to his students about career options, college, and skill trades.

Trustee Morris asked Mr. Campbell if there had been an intentional focus on minorities and their communities to which he responded most definitely yes.

President Sholler-Barber thanked Mr. Campbell for the work that had been done to put this program together. She noted that this Career and Technical Education Center would be an asset for the business community.

X. Other Business

None.

XI. Comments by Trustees

Trustee Jackson stated that it had been great to see the presentation on the proposed millage for the new CTE program. He noted that he hoped that KPS would postpone future ALICE training until more information was available.

Trustee Hill stated that the elementary school open houses she had attended were wonderful. She noted that the open house theme in all of the schools had been individuality and kindness. Trustee Hill explained that this was so important in learning who you are, what's important to you, kindness, and what's important to other people. She noted that the EEE virus is a complicated subject and that she referred people to the county health department for more information.

Trustee Morris thanked Ms. Bergan and Chief Webster for the presentation on ALICE training. He noted that he disliked having to discuss that our kids cannot be safe in school. Trustee Morris explained that something had to be done to keep our children safe and urged the community to pay attention to elected officials who respect gun control and to get out and vote.

President Sholler-Barber agreed with Trustee Morris and noted that violence in schools was a national issue. She stated that the board respected Ms. Bergan for her hard work on the ALICE program.

Comments by the Interim Superintendent

Mr. Start thanked Mr. Campbell for his presentation. He noted that KPS had had two plumbing vacancies for the past two years. Mr. Start stated that we need more skilled labor in Kalamazoo.

Mr. Start shared that ALICE training had been an integrated part of KPS for the past 18 months. He apologized that there were no parent meetings and would work hard to not have that happen in the future.

Mr. Start stated that he and several administrators had spent an entire day rescheduling a band competition so that KPS bands could compete on September 28. He noted that athletics and band are often scheduled to compete and perform in the evenings. Mr. Start shared that with the EEE warnings KPS had agreed to stop activities by dusk for the safety of its students. He explained that the board should understand that there would be more challenges with scheduling in the future and that they would work hard to come up with creative solutions for these events; however, in some cases cancellation will be required.

XII. Closed Session (if needed)

President Sholler-Barber did not call for a closed session and adjourned the meeting at 10:19 p.m.

XIII. President Sholler-Barber announced the next regular Board of Education meeting date: Thursday, October 10, 2019 at 7:00 p.m.

Respectfully submitted,

Betse Klepper, Recording Secretary
on behalf of Jennie Hill, Secretary
Board of Education

KALAMAZOO PUBLIC SCHOOL
Office of the Superintendent

TO: Board of Trustees

FROM: Gary L. Start, Interim Superintendent

DATE: October 10, 2019

SUBJECT: Personnel Changes

RECOMMENDATION: It is recommended that the board approve the following employment changes:

- I. Employment
 - A. Professional/Management
Leslie E. Holt, Kindergarten Teacher, Prairie Ridge Elementary School, 9/23/2019
 - B. Classified
 - C. Jememah A. Baker, Special Education Paraprofessional, Milwood Magnet School: A Center for Math, Science and Technology, 10/7/2019
Lindsay L. Carr, Assistant School Secretary, Woods Lake Elementary: A Magnet Center for the Arts, 9/24/2019
Kathleen A. Livingston, PEEP Paraprofessional, Spring Valley Center for Exploration, 10/17/2019
Julie A. Somers, Library Assistant (0.8 FTE), Arcadia Elementary School, El Sol Elementary School, Edison Environmental Science Academy, 10/7/2019
Laird M. Walker, Restorative Justice Interventionist, Loy Norrix High School, 10/1/2019
- II. Promotions/Key Transfers
 - A. Professional/Management
 - B. Classified
- III. Leaves of Absence
 - A. Professional/Management
 - B. Classified
- IV. Terminations
 - A. Professional/Management
 - B. Classified
Myra J. Watson, School Secretary, Prairie Ridge Elementary School, 10/11/19 (resignation)
Karlie L. Williams, Special Education Paraprofessional, Kalamazoo Central High School, 10/11/2019 (resignation)

- V. Termination from Leave of Absence
 - A. Professional/Management
 - B. Classified
- VI. Return from Leave of Absence
 - A. Professional/Management
 - B. Classified

KALAMAZOO PUBLIC SCHOOLS
Office of the Superintendent

TO: Board of Trustees

FROM: Gary Start

DATE: October 10, 2019

SUBJECT: June 30, 2019 Comprehensive Annual Financial Report

RECOMMENDATION: It is recommended that the Board receive the accompanying June 30, 2019 Comprehensive Annual Financial Report, Federal Awards Supplemental Information and Report to the Board of Education.

RATIONALE: Each year, the auditors are retained to express an opinion on the audited financial statements. The audit procedures and the audited financial statements have been completed. Jeff Egberts from Plante and Moran will present the statements.

KALAMAZOO PUBLIC SCHOOLS
Office of the Superintendent

TO: Board of Trustees

FROM: Gary L. Start

DATE: October 10, 2019

SUBJECT: Resolution Authorizing 2020 Refunding Bonds

RECOMMENDATION: It is recommended that the board adopt the attached resolution authorizing the issuance of an amount not to exceed \$20,250,000 in refunding bonds.

RATIONALE: The resolution authorizes the issuance of bonds to refinance all or a portion of our callable 2010 School Building and Site Bonds, Series B, to the extent that a certain degree of savings can be achieved. The resolution establishes parameters under which the bonds will be issued. Miller, Canfield, Paddock and Stone, bond counsel, prepared the resolution in accordance with parameters provided by PFM Financial Advisors, LLC. In general, the resolution does the following:

1. Authorizes the issuance of bonds, in one or more series, in the aggregate principal amount of not to exceed \$20,250,000, in denominations of multiples of \$5,000, maturing on May 1 of each year, with interest payable on May 1 and November 1 of each year.
2. Authorizes the refinancing of all or a portion of the district's 2010 bonds if the savings, on a net present value basis, are not less than 2.00% of the principal amount of the bonds to be refunded. The true interest cost of the bonds shall not exceed 3.5%.
3. Authorizes the sale of the bonds at competitive sale, the minimum purchase price would be 99% and the maximum price would be 110%.
4. Establishes the accounts in which the bond proceeds will be held and from which the bonds will be repaid, consistent with state and federal law, and provides for the use and allocation of the proceeds of the bonds. Authorizes an escrow agreement to provide for the redemption of the 2010 bonds at their earliest redemption.
5. Provides for the form of the bonds.
6. Contains promises to levy debt millage in an amount sufficient to pay the bonds when due, and to take all actions within the district's control to maintain the tax-exempt status of the bonds.

7. Authorizes the interim superintendent to take the necessary steps to bring the bonds to market, including filing applications with the Department of Treasury, applying for ratings, preparing preliminary and official statements for use in connection with the sale, and publishing the notice of sale, if required.
8. Delegates to the interim superintendent, subject to the terms of the resolution, the authority to select the dates of sale and delivery of the bonds; approve the interest rates, the maturity schedule for the bonds, and the terms and conditions under which the bonds will become subject to redemption prior to maturity; and sell the bonds pursuant to a notice of sale and a sale order to the bidder whose bid conforms to the notice of sale and provides the lowest true interest cost on the bonds.
9. Includes an undertaking to update, on an annual basis, certain financial and operating information about the district, which will be contained in the official statement.

RESOLUTION AUTHORIZING
2020 REFUNDING BONDS
(UNLIMITED TAX GENERAL OBLIGATION)

Kalamazoo Public Schools
County of Kalamazoo, State of Michigan

Minutes of a regular meeting of the board of education of the Kalamazoo Public Schools, County of Kalamazoo, State of Michigan held on October 10, 2019 at 7:00 p.m., local time, in the board of education offices in the school district.

PRESENT: Members _____

ABSENT: Members _____

The following preamble and resolution were offered by Member _____ and supported by Member _____.

WHEREAS, Part VI of Act 34, Public Acts of Michigan, 2001, as amended (the "Act"), permits the school district to refund all or a portion of the funded indebtedness of the school district; and

WHEREAS, the school district wishes and determines that it is in the best interest of the school district to refund all or a portion of its 2010 School Building and Site Bonds, Series B (Unlimited Tax General Obligation), dated August 25, 2010, callable on or after May 1, 2020 (the "2010 Bonds"), a summary of which is provided in Exhibit A hereto.

NOW, THEREFORE, BE IT RESOLVED THAT:

1. Bonds of the school district designated 2020 Refunding Bonds (Unlimited Tax General Obligation) (the "Bonds"), with such changes to the bond name, designation or suffix as may be appropriate, may be issued in one or more series, in the aggregate principal amount of not to exceed Twenty Million Two Hundred Fifty Thousand Dollars (\$20,250,000), or such lesser amount as shall be determined by the Superintendent, Interim Superintendent or the Deputy Superintendent (each an "Authorized Officer"), upon sale of the Bonds, for the purpose of refunding all or a portion of the 2010 Bonds. The issue shall consist of bonds registered as to principal and interest of the denomination of \$5,000 or integral multiples thereof, be dated as of such date as shall be determined by the Authorized Officer at the time of sale of the Bonds, and numbered as determined by the Transfer Agent (as hereinafter defined). The Bonds shall mature on May 1 in the years and in the principal amounts as determined by the Authorized Officer at the time of sale. The Bonds shall bear interest at a rate or rates to be determined upon the sale thereof, but in any event not exceeding a rate of 5% per annum or a true interest cost of 3.50%, payable semi-annually on May 1 and November 1 in the years as determined by the Authorized Officer at the time of sale, *provided that* the net present value savings to be realized by the school district shall not be less than 2.00% of the principal amount of the 2010 Bonds to be

refunded.

Interest on the Bonds shall be paid by check drawn on the Transfer Agent mailed to the registered owner of the Bonds at the registered address, as shown on the registration books of the school district maintained by the Transfer Agent. Interest shall be payable to the registered owner of record as of the fifteenth day of the month prior to the payment date for each interest payment. The date of determination of registered owner for purposes of payment of interest as provided in this paragraph may be changed by the school district to conform to market practice in the future. The principal of the Bonds shall be payable at a bank or trust company selected by the Authorized Officer, as registrar and transfer agent for the Bonds (the "Transfer Agent") upon presentation and surrender of the appropriate Bond.

The Bonds may be issued in book-entry-only form through The Depository Trust Company in New York, New York.

The Bonds shall be sold at public competitive sale at a price not less than 99% and no more than 110% of the principal amount thereof. The Bonds may be issued as serial or term bonds or both in the manner provided in paragraphs 5 and 6 of this resolution, and if term bonds are designated by the original purchaser of the bonds, then such bonds will be subject to mandatory redemption in accordance with the maturity schedule as provided in the form of notice of sale as set forth in paragraph 6 hereof. The school district shall reserve the right to adjust, at the time of sale, the aggregate principal amount of bonds of any maturity in increments of \$5,000 per maturity, as is determined to be necessary or desirable.

Unless waived by any registered owner of Bonds to be redeemed, official notice of redemption shall be given by the Transfer Agent on behalf of the school district. Such notice shall be dated and shall contain at a minimum the following information: original issue date; maturity dates; interest rates; CUSIP numbers, if any; certificate numbers (and in the case of partial redemption) the called amounts of each certificate; the redemption date; the redemption price; the place where Bonds called for redemption are to be surrendered for payment; and that interest on Bonds or portions thereof called for redemption shall cease to accrue from and after the redemption date.

In addition, further notice shall be given by the Transfer Agent in such manner as may be required or suggested by regulations or market practice at the applicable time, but no defect in such further notice nor any failure to give all or any portion of such further notice shall in any manner defeat the effectiveness of a call for redemption if notice thereof is given as prescribed herein.

The Bonds shall be signed by the manual or facsimile signatures of the president and secretary of the board of education of the school district. No Bond shall be validated until authenticated by an authorized signatory of the Transfer Agent. The Bonds shall be delivered to the Transfer Agent for authentication and be delivered by it to the purchaser in accordance with instructions from the treasurer of the school district upon payment of the purchase price for the Bonds. Executed blank bonds for registration and issuance to transferees shall simultaneously, and from time to time thereafter as necessary, be delivered to the Transfer Agent for safekeeping.

2. Unless the school district establishes a common debt retirement fund as provided by law for all bonds of like character of the school district, the treasurer shall open a special depository account for the Bonds with a bank to be designated the 2020 Refunding Bonds Debt Retirement Fund (the "Debt Retirement Fund"). All proceeds from taxes levied for the payment of the principal of, interest on and redemption premium, if any, for the Bonds shall be deposited into the Debt Retirement Fund or the common debt retirement fund, if one is established. If a Debt Retirement Fund is established, the moneys deposited in the fund shall be used solely for the purpose of paying the principal of, interest on and redemption premium, if any, for the Bonds. If the school district establishes a common debt retirement fund, the moneys deposited in that fund shall be used solely for the payment of the principal of and interest on the Bonds and other bonds of like character of the school district payable from the common debt retirement fund. The accrued interest, if any, and to the extent not deposited in the Escrow Fund (defined below), any premium received upon delivery of the Bonds shall also be deposited in the Debt Retirement Fund.

3. Proceeds of the Bonds shall be used to pay the costs of issuance of the Bonds and to secure payment of the 2010 Bonds to be refunded as provided in this paragraph. From the proceeds of the Bonds there shall be set aside a sum sufficient to pay the costs of issuance of the Bonds in a fund designated the 2020 Refunding Bonds Costs of Issuance Fund (the "Costs of Issuance Fund") which shall be established with the Trustee identified below. Moneys in the Costs of Issuance Fund shall be used solely to pay expenses of issuance of the Bonds. Any amounts remaining in the Costs of Issuance Fund after payment of issuance expenses shall be transferred to the Debt Retirement Fund for the Bonds. The balance of the proceeds of the Bonds, together with any moneys transferred by the school district at the time of sale of the Bonds from the debt retirement fund for the 2010 Bonds, and any other available funds provided by the school district, shall be held in cash or invested in direct obligations of or obligations the principal of and interest on which are unconditionally guaranteed by the United States of America or other obligations the principal of and interest on which are fully secured by the foregoing in an Escrow Fund (the "Escrow Fund") and used to pay principal of and interest on the 2010 Bonds to be refunded. The Escrow Fund shall be held by a bank or trust company, as Trustee (the "Trustee"), in trust pursuant to an Escrow Agreement (the "Escrow Agreement") which shall irrevocably direct the Trustee to take all necessary steps to call for redemption that portion of the 2010 Bonds specified by the Authorized Officer upon sale of the Bonds, including publication and mailing of redemption notices, on any date specified by the Authorized Officer on which the 2010 Bonds may be called for redemption. The investments held in the Escrow Fund shall be such that the principal and interest payments received thereon will be sufficient, without reinvestment, to pay the principal of and interest on the 2010 Bonds to be refunded as they become due pursuant to maturity or the call for redemption required by this paragraph, and the Authorized Officer is hereby authorized to select and retain on behalf of the school district a Trustee to serve under the Escrow Agreement.

4. Commencing with the fiscal year beginning July 1, 2019, it shall be the duty of the school district to levy a tax annually in an amount sufficient so that the estimated collections therefrom will be sufficient to pay promptly when due the principal of and interest becoming due on the Bonds prior to the time of the next year's tax levy, which tax levies shall not be subject to limitation as to rate or amount. The Authorized Officer may reallocate a portion of the funds on deposit in the debt retirement fund for the 2010 Bonds, as appropriate, to the Escrow Fund and

the Debt Retirement Fund.

5. The Bonds shall be in substantially the following form, with such changes as are authorized by the terms of this resolution or necessary to complete the provisions thereof:

UNITED STATES OF AMERICA
STATE OF MICHIGAN
COUNTY OF KALAMAZOO

**KALAMAZOO PUBLIC SCHOOLS
2020 REFUNDING BOND
(UNLIMITED TAX GENERAL OBLIGATION)**

<u>INTEREST RATE</u>	<u>MATURITY DATE</u>	<u>DATE OF ORIGINAL ISSUE</u>	<u>CUSIP</u>
	May 1, 20__	_____, 2020	

Registered Owner: _____

Principal Amount: _____ Dollars

The Kalamazoo Public Schools, County of Kalamazoo, State of Michigan (the “school district”), acknowledges itself to owe and for value received hereby promises to pay to the Registered Owner specified above, or registered assigns, the Principal Amount specified above, in lawful money of the United States of America on the Maturity Date specified above, unless prepaid prior thereto as hereinafter provided, with interest thereon (computed on the basis of a 360-day year consisting of twelve 30-day months) from the Date of Original Issue specified above or such later date to which interest has been paid, until paid, at the Interest Rate per annum specified above, first payable on _____ 1, 20__ and semiannually thereafter. Principal of this bond is payable at the _____ office of _____, _____, Michigan, or such other transfer agent as the school district may hereafter designate by notice mailed to the registered owner hereof not less than sixty (60) days prior to any interest payment date (the “Transfer Agent”). Interest on this bond is payable by check or draft mailed by the Transfer Agent to the person or entity who is, as of the 15th day of the month preceding each interest payment date, the registered owner, at the registered address.

This bond is one of a series of bonds of even date of original issue aggregating the principal sum of \$_____ issued under and in pursuance of the provisions of Act 451, Public Acts of Michigan, 1976, as amended, and Act 34, Public Acts of Michigan, 2001, as amended, and a resolution duly adopted by the board of education of the school district on October 10, 2019 for the purpose of refunding a portion of a certain outstanding prior bond issue of the school district.

The full faith, credit and resources of the school district are pledged for the payment hereof, and the school district is obligated to levy annually sufficient taxes to provide for the payments of the interest when due and principal of the bonds of this issue as they mature or

become subject to redemption, without limitation as to rate or amount.

[Bonds of this issue shall not be subject to optional redemption prior to maturity.]

[Insert mandatory term bond redemption provisions, if needed]

[In case less than the full amount of an outstanding bond is called for redemption, the Transfer Agent, upon presentation of the bond called in part for redemption, shall register, authenticate and deliver to the registered owner of record a new bond in the principal amount of the portion of the original bond not called for redemption.]

[Notice of redemption of any bond shall be given at least 30 days and not more than 60 days prior to the date fixed for redemption by mail to the registered holder or holders at the registered addresses shown on the registration books kept by the Transfer Agent. Bonds shall be called for redemption in multiples of \$5,000, and bonds of denominations of more than \$5,000 shall be treated as representing the number of bonds obtained by dividing the denomination of the bond by \$5,000, and such bonds may be redeemed in part. The notice of redemption for bonds redeemed in part shall state that upon surrender of the bond to be redeemed a new bond or bonds in aggregate principal amount equal to the unredeemed portion of the bond surrendered shall be issued to the registered holder thereof. No further interest shall accrue on the bonds or portions of bonds called for redemption after the date fixed for redemption, whether presented for redemption or not, provided funds are on hand with the Transfer Agent to redeem the same.]

Any bond may be transferred by the registered owner, in person or by the registered owner's authorized attorney or legal representative, upon surrender of the bond to the Transfer Agent for cancellation, together with a duly executed written instrument of transfer in a form approved by the Transfer Agent. Whenever any bond is surrendered for transfer, the Transfer Agent shall authenticate and deliver a new bond or bonds, in like aggregate principal amount, interest rate and maturity. The Transfer Agent shall require the registered owner requesting the transfer to pay any tax or other governmental charge required to be paid with respect to the transfer. The Transfer Agent will not be required to (i) issue, register the transfer of or exchange any bond during a period beginning at the opening of business 15 days before the day of the mailing of a notice of redemption of bonds selected for redemption and ending at the close of business on the day of that mailing, or (ii) register the transfer of or exchange any bond selected for redemption in whole or in part, except the unredeemed portion of bonds being redeemed in part.

It is hereby certified and recited that all acts, conditions and things required to be done, exist and happen, precedent to and in the issuance of this bond and the series of bonds of which this is one, in order to make them valid and binding obligations of said school district have been done, exist and have happened in regular and due form and time as provided by law, and that the total indebtedness of said school district, including this bond and the series of bonds of which this is one, does not exceed any constitutional or statutory limitation.

This bond is not valid or obligatory for any purpose until the Transfer Agent's Certificate of Authentication on this bond has been executed by the Transfer Agent.

IN WITNESS WHEREOF, the Kalamazoo Public Schools, County of Kalamazoo, State of Michigan, by its board of education has caused this bond to be signed in the name of the school district by the facsimile signatures of the President and the Secretary of the board of education, all as of the Date of Original Issue.

KALAMAZOO PUBLIC SCHOOLS

By: _____ [Facsimile] _____
Its President

By: _____ [Facsimile] _____
Its Secretary

[FORM OF TRANSFER AGENT’S CERTIFICATE OF AUTHENTICATION]

Certificate of Authentication

This bond is one of the bonds described in the within-mentioned resolution.

Transfer Agent

By: _____
Authorized Signature

Date of Authentication: _____, 2020

[End of Bond Form]

6. The Authorized Officer is authorized to fix a date of sale for the Bonds and to publish a notice of sale of the Bonds in the *Bond Buyer*, New York, New York, which notice of sale shall be in substantially the form attached hereto as Exhibit C. The Authorized Officer is hereby authorized on behalf of the school district to award the sale of the Bonds to the bidder whose bid meets the requirements of law and which produces the lowest true interest cost to the school district computed in accordance with the terms of the official notice of sale as published. The Authorized Officer is hereby authorized to execute a sale order approving the sale and to

adjust the final Bond details to the extent necessary or convenient to complete the transaction authorized in this Resolution, and in pursuance of the foregoing are authorized to exercise the authority and make the determinations authorized pursuant to Section 315(1)(d) of the Act, including but not limited to, determinations regarding interest rates, prices, discounts, maturities, principal amounts, denominations, dates of issuance, interest payment dates, redemption rights, the place of delivery and payment, designation of series, and other matters, all subject to the parameters established in this Resolution.

7. The Authorized Officer shall cause preliminary and final official statements describing the Bonds to be prepared and circulated to prospective purchasers of the Bonds, and are individually authorized to apply for bond ratings from such municipal bond rating agencies if deemed appropriate, and apply for and purchase a policy of municipal bond insurance, if deemed appropriate by the school district's municipal advisor and bond counsel.

The Authorized Officer is individually authorized to approve preliminary and final official statements relating to the Bonds as is deemed appropriate by the school district's municipal advisor and bond counsel. The president of the board of education, Superintendent, Interim Superintendent or the Deputy Superintendent are authorized and directed to execute and deliver an Official Statement on behalf of the school district and to approve, execute and deliver any amendments and supplements to any Official Statement necessary to assure that the statements therein are, and as of the time the Bonds are delivered to the Underwriter will be true, and that it does not contain any untrue statement of a material fact and does not omit to state a material fact necessary in order to make the statements therein, in light of the circumstances under which they were made, not misleading.

8. The school district hereby covenants, in accordance with the provisions of Rule 15c2-12, as may be amended (the "Rule"), promulgated by the Securities and Exchange Commission (the "SEC"), to provide or cause to be provided the information set forth in Exhibit B attached hereto as such Exhibit may be revised by the Authorized Officer as required by the Rule prior to delivery of the Bonds.

9. The school district hereby covenants that, to the extent permitted by law, it shall take all actions within its control necessary to maintain the exclusion of the interest on the Bonds from adjusted gross income for federal income purposes under the Internal Revenue Code of 1986, as amended (the "Code") including, but not limited to, actions relating to the rebate or arbitrage earnings, if applicable, and the expenditure and investment of Bond proceeds and moneys deemed to be Bond proceeds.

10. The representation of the school district by Miller, Canfield, Paddock and Stone, P.L.C. as bond counsel is hereby approved, notwithstanding Miller Canfield's periodic representation in unrelated matters of other potential parties to the transaction authorized herein.

11. The school district hereby appoints PFM Financial Advisors LLC to act as municipal advisor to the school district with respect to the Bonds.

12. The officers, administrators, agents and attorneys of the school district are authorized and directed to execute and deliver all other agreements, documents and certificates and to take all other actions necessary to complete the issuance and delivery of the Bonds in accordance with this Resolution, including filing applications for prior approval or waivers, including rating waivers, and a Security Report with the Michigan Department of Treasury pursuant to the Act. The officers, administrators, agents and attorneys of the school district are authorized and directed to pay costs of issuance including bond counsel fees, municipal advisor fees, rating agency fees, transfer agent fees, escrow agent fees, verification agent fees, costs of printing the preliminary and final official statements, purchase of securities for the purpose of funding the Escrow, and any other costs necessary to accomplish the sale and delivery of the Bonds.

13. All resolutions and parts of resolutions insofar as they conflict with the provisions of this Resolution be and the same hereby are rescinded.

AYES: Members _____

NAYS: Members _____

RESOLUTION DECLARED ADOPTED.

Jennie Hill
Secretary, Board of Education

I hereby certify that the foregoing constitutes a true and complete copy of a resolution adopted by the Board of Education of the Kalamazoo Public Schools, County of Kalamazoo, State of Michigan, at a regular meeting held on October 10, 2019, and that said meeting was conducted and public notice of said meeting was given pursuant to and in full compliance with the Open Meetings Act, being Act 267, Public Acts of 1976, and that the minutes of said meeting were kept and will be or have been made available as required by said Act.

Jennie Hill
Secretary, Board of Education

EXHIBIT A

SUMMARY OF THE BONDS TO BE REFUNDED

2010 School Building and Site Bonds, Series B
(Unlimited Tax General Obligation)

Principal Maturity Date		
<u>May 1</u>	<u>Amount</u>	<u>Interest Rate</u>
2021	\$ 925,000	3.250%
2022	1,775,000	3.250
2023	1,825,000	3.500
2024	1,875,000	4.000
2025	1,925,000	4.000
2026	2,000,000	4.000
2027	2,050,000	4.000
2028	2,100,000	4.000
2029	2,150,000	4.000
2030	2,175,000	4.000

The 2010 Bonds maturing on or after May 1, 2021 are subject to redemption prior to maturity, at the option of the school district, in any order of maturity and by lot within a single maturity, on any date on or after May 1, 2020, at par and accrued interest to the date fixed for redemption.

EXHIBIT B

FORM OF CONTINUING DISCLOSURE UNDERTAKING

This Continuing Disclosure Undertaking (the “Undertaking”) is executed and delivered by the Kalamazoo Public Schools, County of Kalamazoo, State of Michigan (the “School District”), in connection with the issuance of its 2020 Refunding Bonds (Unlimited Tax General Obligation) (the “Bonds”). The School District covenants and agrees for the benefit of the Bondholders, as hereinafter defined, as follows:

- (a) *Definitions.* The following terms used herein shall have the following meanings:

“Audited Financial Statements” means the annual audited financial statement pertaining to the School District prepared by an individual or firm of independent certified public accountants as required by Act 2, Public Acts of Michigan, 1968, as amended, which presently requires preparation in accordance with generally accepted accounting principles.

“Bondholders” shall mean the registered owner of any Bond or any person (a) with the power, directly or indirectly, to vote or consent with respect to, or to dispose of ownership of, any Bond (including any person holding a Bond through a nominee, depository or other intermediary) or (b) treated as the owner of any Bond for federal income tax purposes.

“EMMA” shall mean the MSRB’s Electronic Municipal Market Access District, or such other District, Internet Web site, or repository hereafter prescribed by the MSRB for the submission of electronic filings pursuant to the Rule.

“Financial Obligation” means “financial obligation” as such term is defined in the Rule.

“MSRB” means the Municipal Securities Rulemaking Board.

“Rule” means Rule 15c2-12 promulgated by the SEC pursuant to the Securities Exchange Act of 1934, as amended, as in effect on the date of this Undertaking, including any official interpretations thereof issued either before or after the date of this Undertaking which are applicable to this Undertaking.

“SEC” means the United States Securities and Exchange Commission.

(b) *Continuing Disclosure.* The School District hereby agrees, in accordance with the provisions of the Rule, to provide or cause to be provided to the MSRB through EMMA, on or before the last day of the 6th month after the end of the fiscal year of the School District, commencing with the fiscal year ending June 30, 2020, in an electronic format as prescribed by the MSRB:

- (1) Certain annual financial information and operating data reasonably

available to the School District in form and substance similar to the information contained in the official statement of the School District relating to the Bonds (the "Official Statement") appearing in the Tables in the Official Statement as described below: [Headings to be conformed to Official Statement when available.]

- a. ENROLLMENT – Historical Enrollment;
- b. STATE AID PAYMENTS;
- c. PROPERTY VALUATIONS – History of Valuations;
- d. MAJOR TAXPAYERS;
- e. SCHOOL DISTRICT TAX RATES - (Per \$1,000 of Valuation);
- f. TAX LEVIES AND COLLECTIONS;
- g. RETIREMENT PLAN – MPSERS CONTRIBUTION;
- h. LABOR RELATIONS;
- i. DEBT STATEMENT – DIRECT DEBT;
- j. LEGAL DEBT MARGIN;
- k. General Fund Budget Summary.

(2) The Audited Financial Statements. Provided, however, that if the Audited Financial Statements are not available by the date specified above, they shall be provided when available and unaudited financial statements will be filed by such date and the Audited Financial Statements will be filed as soon as available.

Such annual financial information and operating data described above are expected to be provided directly by the School District or by specific reference to other documents available to the public through EMMA or filed with the SEC, including official statements of debt issues of the School District or related public entities.

If the fiscal year of the School District is changed, the School District shall send a notice of such change to the MSRB through EMMA, prior to the earlier of the ending date of the fiscal year prior to such change or the ending date of the fiscal year as changed.

(c) *Notice of Failure to Disclose.* The School District agrees to provide or cause to be provided, in a timely manner, to the MSRB through EMMA, in an electronic format as prescribed by the MSRB, notice of a failure by the School District to provide the annual financial information with respect to the School District described in subsection (b) above on or prior to the dates set forth in subsection (b) above.

(d) *Occurrence of Events.* The School District agrees to provide or cause to be provided to the MSRB through EMMA, in an electronic format as prescribed by the MSRB, in a timely manner not in excess of ten business days after the occurrence of the event, notice of the occurrence of any of the following events listed in (b)(5)(i)(C) of the Rule with respect to the Bonds:

- (1) principal and interest payment delinquencies;
- (2) non-payment related defaults, if material;
- (3) unscheduled draws on debt service reserves reflecting financial

- difficulties;
- (4) unscheduled draws on credit enhancements reflecting financial difficulties;
 - (5) substitution of credit or liquidity providers, or their failure to perform;
 - (6) adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB) or other material notices or determinations with respect to the tax status of the Bonds, or other material events affecting the tax status of the Bonds;
 - (7) modifications to rights of holders of the Bonds, if material;
 - (8) bond calls, if material, and tender offers;
 - (9) defeasances;
 - (10) release, substitution, or sale of property securing repayment of the Bonds, if material;
 - (11) rating changes;
 - (12) bankruptcy, insolvency, receivership or similar event of the School District, which is considered to occur when any of the following occur: the appointment of a receiver, fiscal agent or similar officer for the School District in a proceeding under the U.S. Bankruptcy Code or in any other proceeding under state or federal law in which a court or governmental authority has assumed jurisdiction over substantially all of the assets or business of the School District, or if such jurisdiction has been assumed by leaving the existing governing body and officials or officers in possession but subject to the supervision and orders of a court or governmental authority, or the entry of an order confirming a plan of reorganization, arrangement or liquidation by a court or governmental authority having supervision or jurisdiction over substantially all of the assets or business of the School District;
 - (13) the consummation of a merger, consolidation, or acquisition involving the School District or the sale of all or substantially all of the assets of the School District, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material; or
 - (14) appointment of a successor or additional trustee or the change of name of a trustee, if material;
 - (15) incurrence of a Financial Obligation of the School District, if material, or agreement to covenants, events of default, remedies, priority rights, or other similar terms of a Financial Obligation of the School District, any of which affect security holders, if material; or
 - (16) default, event of acceleration, termination event, modification of terms, or other similar events under the terms of the Financial Obligation of the School District, any of which reflect financial difficulties.

(e) *Materiality Determined Under Federal Securities Laws.* The School District agrees that its determination of whether any event listed in subsection (d) is material shall be made in accordance with federal securities laws.

(f) *Identifying Information.* All documents provided to the MSRB through EMMA shall be accompanied by the identifying information prescribed by the MSRB.

(g) *Termination of Reporting Obligation.* The obligation of the School District to provide annual financial information and notices of material events, as set forth above, shall be terminated if and when the School District no longer remains an “obligated person” with respect to the Bonds within the meaning of the Rule, including upon legal defeasance of all Bonds.

(h) *Benefit of Bondholders.* The School District agrees that its undertaking pursuant to the Rule set forth in this Undertaking is intended to be for the benefit of the Bondholders and shall be enforceable by any Bondholder; provided that, the right to enforce the provisions of this Undertaking shall be limited to a right to obtain specific enforcement of the School District’s obligations hereunder and any failure by the School District to comply with the provisions of this Undertaking shall not constitute a default or an event of default with respect to the Bonds.

(i) *Amendments to the Undertaking.* Amendments may be made in the specific types of information provided or the format of the presentation of such information to the extent deemed necessary or appropriate in the judgment of the School District, provided that the School District agrees that any such amendment will be adopted procedurally and substantively in a manner consistent with the Rule, including any interpretations thereof by the SEC, which, to the extent applicable, are incorporated herein by reference. Such interpretations currently include the requirements that (a) the amendment may only be made in connection with a change in circumstances that arises from a change in legal requirements, change in law, or change in the identity, nature, or status of the School District or the type of activities conducted thereby, (b) the undertaking, as amended, would have complied with the requirements of the Rule at the time of the primary offering of the Bonds, after taking into account any amendments or interpretations of the Rule, as well as any change in circumstances, and (c) the amendment does not materially impair the interests of Bondholders, as determined by parties unaffiliated with the School District (such as independent legal counsel), but such interpretations may be changed in the future. If the accounting principles to be followed by the School District in the preparing of the Audited Financial Statements are modified, the annual financial information for the year in which the change is made shall present a comparison between the financial statements as prepared on the prior basis and the statements as prepared on the new basis, and otherwise shall comply with the requirements of the Rule, in order to provide information to investors to enable them to evaluate the ability of the School District to meet its obligations. A notice of the change in accounting principles shall be sent to the MSRB through EMMA.

IN WITNESS WHEREOF, the School District has caused this Undertaking to be executed by its authorized officer.

KALAMAZOO PUBLIC SCHOOLS
County of Kalamazoo
State of Michigan

By _____

Its _____

Dated: _____, 2020

EXHIBIT C

FORM OF
OFFICIAL NOTICE OF SALE

\$16,870,000*

KALAMAZOO PUBLIC SCHOOLS
COUNTY OF KALAMAZOO, STATE OF MICHIGAN
2020 REFUNDING BONDS
(UNLIMITED TAX GENERAL OBLIGATION)

**Subject to adjustment as set forth in this Notice of Sale*

SEALED BIDS for purchase of the above bonds will be received by the undersigned at the offices of the School District located at 1220 Howard Street, Kalamazoo, Michigan 49008 on _____, the ___ day of _____, 2020 until __:__ a.m., local time, at which time and place said bids will be publicly opened and read. The award or rejection of bids will occur within twenty-four hours after the time of sale.

SEALED BIDS will also be received on the same date and until the same time at the offices of the Municipal Advisory Council of Michigan (the "MAC"), 26211 Central Park Boulevard, Suite 508, Southfield, Michigan 48073, when, simultaneously, the bids will be opened and read.

FAXED BIDS: Signed bids may be submitted by fax to the School District at fax number (269) 337-0115, Attention: Deputy Superintendent or to the MAC at (313) 963-0943, provided that faxed bids must arrive before the time of sale, the bidder bears all risks of transmission failure.

ELECTRONIC BIDS: Electronic bids will also be received on the same date and until the same time by Bidcomp/Parity as agent of the undersigned. Further information about Bidcomp/Parity, including any fee charged, may be obtained from Bidcomp/Parity, Anthony Leyden or CLIENT SERVICES, 1359 Broadway, Second Floor, New York, New York 10018, (212) 849-5021. IF ANY PROVISIONS OF THIS NOTICE OF SALE SHALL CONFLICT WITH THE INFORMATION PROVIDED BY BIDCOMP/PARITY, AS THE APPROVED PROVIDER OF ELECTRONIC BIDDING SERVICES, THIS NOTICE OF SALE SHALL CONTROL.

Bidders may choose any means or location to present bids but a bidder may not present a bid in more than one location or by more than one means.

BOND DETAILS: The bonds will be registered bonds of the denomination of \$5,000 or multiples thereof not exceeding for each maturity the maximum principal amount of that maturity, originally dated as of the date of delivery, numbered in order of registration, and will bear interest from their date payable on November 1, 2020 and semiannually thereafter.

The bonds will mature on the 1st day of May in each of the years and in the amounts, as follows:

<u>Year</u>	<u>Amount</u>	<u>Year</u>	<u>Amount</u>
2021	\$ 745,000	2026	\$ 1,810,000
2022	1,595,000	2027	1,850,000
2023	1,650,000	2028	1,895,000
2024	1,700,000	2029	1,935,000
2025	1,740,000	2030	1,950,000

***ADJUSTMENT OF TOTAL PAR AMOUNT OF BONDS AND PRINCIPAL MATURITIES:**

The School District reserves the right to adjust the aggregate principal amount of the bonds after receipt of the bids and prior to final award, if necessary, so that the purchase price of the bonds will provide an amount determined by the School District to be sufficient to defease and refund the bonds to be refunded within the parameters established by the School District’s board of education and to pay costs of issuance of the bonds. The adjustments, if necessary, will be in increments of \$5,000 per maturity. The purchase price will be adjusted proportionately to the increase or decrease in issue size, but the interest rates specified by the successful bidder for all maturities will not change. The successful bidder may not withdraw its bid as a result of any changes made within these limits.

***ADJUSTMENT TO PURCHASE PRICE:** Should any adjustment to the aggregate principal amount of the bonds be made by the School District, the purchase price of the bonds will be adjusted by the School District proportionally to the adjustment in principal amount of the bonds. The adjusted purchase price will reflect changes in the dollar amount of the underwriter’s discount and original issue discount/premium, if any, but will not change the per-bond underwriter’s discount as calculated from the bid and initial reoffering prices.

INTEREST RATE AND BIDDING DETAILS: The bonds shall bear interest at rate or rates not exceeding five percent (5%) per annum, to be fixed by the bids therefor, expressed in multiples of 1/8 or 1/100 of 1%, or both. The interest on any one bond shall be at one rate only and all bonds maturing in any one year must carry the same interest rate. **THE INTEREST BORNE BY BONDS MATURING IN ANY ONE YEAR SHALL NOT BE LESS THAN THE INTEREST RATE BORNE BY BONDS MATURING IN THE PRECEDING YEAR.** The difference between the highest and lowest interest rates bid shall not exceed two percent (2%) per annum. No proposal for the purchase of less than all of the bonds or at a price less than 99% or more than 110% of their par value will be considered.

NO OPTIONAL REDEMPTION OF BONDS: The Bonds shall not be subject to optional redemption prior to maturity.

TERM BOND OPTION: The initial purchaser of the bonds may designate any one or more maturities as term bonds and the consecutive maturities to be aggregated in the term bonds. The amounts of the maturities which are aggregated in a designated term bond shall be subject to mandatory redemption on May 1 of the years and in the amounts set forth in the above maturity schedule at a redemption price of par, plus accrued interest to the date of mandatory redemption. Term bonds or portions thereof mandatorily redeemed shall be selected by lot. Any such

designation must be made within one hour after the deadline for the submission of bids.

BOOK-ENTRY ONLY: The bonds will be issued in book-entry only form as one fully registered bond per maturity and will be registered in the name of Cede & Co., as bondholder and nominee for The Depository Trust Company (“DTC”), New York, New York. DTC will act as securities depository for the bonds. Purchase of the bonds will be made in book-entry-only form, in the denomination of \$5,000 or any multiple thereof. Purchasers will not receive certificates representing their interest in bonds purchased. It will be the responsibility of the purchaser to obtain DTC eligibility. Failure of the purchaser to obtain DTC eligibility shall not constitute cause for a failure or refusal by the purchaser to accept delivery of and pay for the bonds.

TRANSFER AGENT AND REGISTRATION: Principal shall be payable at the principal corporate trust office of [_____] Detroit, Michigan, or such other transfer agent as the School District may hereafter designate by notice mailed to the registered owner of record not less than 60 days prior to an interest payment date. Interest shall be paid by check mailed to the registered owner of record as shown on the registration books of the School District as of the 15th day prior to an interest payment date. The bonds will be transferred only upon the registration books of the School District kept by the transfer agent.

PURPOSE AND SECURITY: The bonds are authorized for the purpose of refunding a portion of a certain outstanding prior bond issue of the School District. The bonds will be a full faith and credit unlimited tax general obligation of the School District. The principal of and interest on the Bonds are payable from the proceeds of ad valorem taxes levied on all taxable property in the School District which may be levied without limitation as to rate or amount. The rights or remedies of bondholders may be affected by bankruptcy, insolvency, fraudulent conveyance or other laws affecting creditors’ rights generally now existing or hereafter enacted, and by the application of general principles of equity, including those relating to equitable subordination.

GOOD FAITH : A good faith deposit in the form of a certified or cashier’s check drawn upon an incorporated bank or trust company, or wire transfer, in the amount of one percent (1%) of the final aggregate principal amount of the Bonds, payable to the order of the Treasurer of the School District will be required of the successful bidder. The successful bidder is required to submit its good faith deposit to the School District as instructed by the School District not later than Noon, prevailing Eastern Time, on the next business day following the sale. The good faith deposit will be applied to the purchase price of the Bonds. In the event the purchaser fails to honor its accepted bid, the good faith deposit will be retained by the School District. No interest shall be allowed on the good faith check. The good faith check of the successful bidder will be cashed and payment for the balance of the purchase price of the Bonds shall be made at the closing.

AWARD OF BONDS-TRUE INTEREST COST: The bonds will be awarded to the bidder whose bid produces the lowest true interest cost determined in the following manner: the lowest true interest cost will be the single interest rate (compounded on November 1, 2020 and semiannually thereafter) necessary to discount the debt service payments from their respective

payment date to _____, 2020, in an amount equal to the price bid, excluding accrued interest, if any.

LEGAL OPINION: Bids shall be conditioned upon the approving opinion of Miller, Canfield, Paddock and Stone, P.L.C., attorneys of Detroit, Michigan, a copy of which opinion will be furnished without expense to the purchaser of the bonds at the delivery thereof. The fees of Miller, Canfield, Paddock and Stone, P.L.C. for services rendered in connection with such approving opinion are expected to be paid from bond proceeds. Except to the extent necessary to issue its approving opinion as to validity of the above bonds, Miller, Canfield, Paddock and Stone, P.L.C. has not been requested to examine or review and has not examined or reviewed any financial documents, statements or materials that have been or may be furnished in connection with the authorization, issuance or marketing of the bonds, and accordingly will not express any opinion with respect to the accuracy or completeness of any such financial documents, statements or materials. In submitting a bid for the bonds, the bidder agrees to the representation of the School District by Miller, Canfield, Paddock and Stone, P.L.C., as bond counsel.

TAX MATTERS: In the opinion of Miller, Canfield, Paddock and Stone, P.L.C., bond counsel, under existing law, assuming compliance with certain covenants, interest on the bonds is excludable from gross income for federal income tax purposes as described in the opinion, and the bonds and interest thereon are exempt from all taxation by the State of Michigan or any taxing authority within the State of Michigan except inheritance and estate taxes and taxes on gains realized from the sale, payment or other disposition thereof.

ISSUE PRICE: The winning bidder shall assist the School District in establishing the issue price of the bonds and shall execute and deliver to the School District at closing an “issue price” or similar certificate setting forth the reasonably expected initial offering price to the public or the sales price or prices of the bonds, together with the supporting pricing wires or equivalent communications, substantially in the form attached either as Appendix __-1 or Appendix __-2 of the preliminary official statement, with such modifications as may be appropriate or necessary, in the reasonable judgment of the winning bidder, the School District and Bond Counsel.

The School District intends that the provisions of Treasury Regulation Section 1.148-1(f)(3)(i) (defining “competitive sale” for purposes of establishing the issue price of the bonds) will apply to the initial sale of the bonds (the “Competitive Sale Requirements”) because:

- a. the School District is disseminating this Notice of Sale to potential underwriters in a manner that is reasonably designed to reach potential underwriters;
- b. all bidders shall have an equal opportunity to bid;
- c. the School District anticipates receiving bids from at least three underwriters of municipal bonds who have established industry reputations for underwriting new issuances of municipal bonds; and

- d. the School District anticipates awarding the sale of the bonds to the bidder who submits a firm offer to purchase the bonds at the lowest true interest cost, as set forth in this Notice of Sale.

Any bid submitted pursuant to this Notice of Sale shall be considered a firm offer for the purchase of the bonds, as specified in the bid.

In the event that all of the Competitive Sale Requirements are not satisfied, the School District shall so advise the winning bidder. The School District will not require bidders to comply with the “hold-the-offering price rule,” and therefore does not intend to use the initial offering price to the public as of the sale date of any maturity of the bonds as the issue price of that maturity, though the winning bidder, in consultation with the School District, may elect to apply the “hold-the-offering price rule” (as described below). Bids will not be subject to cancellation in the event the Competitive Sale Requirements are not satisfied. Unless a bidder intends to apply the “hold-the-offering price rule” (as described below), bidders should prepare their bids on the assumption that all of the maturities of the bonds will be subject to the 10% Test (as described below). The winning bidder must notify the School District of its intention to apply either the “hold-the-price rule” or the 10% Test at or prior to the time the bonds are awarded.

If the winning bidder does not request that the “hold-the-offering price rule” apply to determine the issue price of the bonds, the following two paragraphs shall apply:

- a. The School District shall treat the first price at which 10% of a maturity of the bonds (the “10% Test”) is sold to the public as the issue price of that maturity, applied on a maturity-by-maturity basis. The winning bidder shall advise the School District if any maturity of the Bonds satisfies the 10% Test as of the date and time of the award of the bonds; and
- b. Until the 10% Test has been satisfied as to each maturity of the bonds, the winning bidder agrees to promptly report to the School District the prices at which the unsold bonds of that maturity have been sold to the public. That reporting obligation shall continue, whether or not the closing date has occurred, until either (i) all bonds of that maturity have been sold or (ii) the 10% Test has been satisfied as to the bonds of that maturity, provided that, the winning bidder’s reporting obligation after the closing date may be at reasonable periodic intervals or otherwise upon request of the School District or bond counsel.

If the winning bidder does request that the “hold-the-offering price rule” apply to determine the issue price of the bonds, then following three paragraphs shall apply:

- a. The winning bidder, in consultation with the School District, may determine to treat (i) pursuant to the 10% Test, the first price at which 10% of a maturity of the bonds is sold to the public as the issue price of that maturity and/or (ii) the initial offering price to the public as of the sale date of any maturity of the bonds as the issue price of that maturity (the “hold-the-offering price rule”), in each case applied on a maturity-by-maturity basis. The winning bidder shall advise the

School District if any maturity of the bonds satisfies the 10% Test as of the date and time of the award of the bonds. The winning bidder shall promptly advise the School District, at or before the time of award of the bonds, which maturities of the bonds shall be subject to the 10% Test or shall be subject to the hold-the-offering price rule or both.

- b. By submitting a bid, the winning bidder shall (i) confirm that the underwriters have offered or will offer the bonds to the public on or before the date of the award at the offering price or prices (the “initial offering price”), or at the corresponding yield or yields, set forth in the bid submitted by the winning bidder, and (ii) if the hold-the-offering-price rule applies, agree, on behalf of the underwriters participating in the purchase of the bonds, that the underwriters will neither offer nor sell unsold bonds of any maturity to which the hold-the-offering-price rule shall apply to any person at a price that is higher than the initial offering price to the public during the period starting on the sale date and ending on the earlier of the following:
 - i. the close of the fifth (5th) business day after the sale date; or
 - ii. the date on which the underwriters have sold at least 10% of that maturity of the bonds to the public at a price that is no higher than the initial offering price to the public;

The winning bidder shall promptly advise the School District when the underwriters have sold 10% of that maturity of the bonds to the public at a price that is no higher than the initial offering price to the public, if that occurs prior to the close of the fifth (5th) business day after the sale date.

- c. The School District acknowledges that, in making the representation set forth above, the winning bidder will rely on (i) the agreement of each underwriter to comply with the requirements for establishing issue price of the bonds, including, but not limited to, its agreement to comply with the hold-the-offering-price rule, if applicable to the bonds, as set forth in an agreement among underwriters and the related pricing wires, (ii) in the event a selling group has been created in connection with the initial sale of the bonds to the public, the agreement of each dealer who is a member of the selling group to comply with the requirements for establishing issue price of the bonds, including, but not limited to, its agreement to comply with the hold-the-offering-price rule, if applicable to the bonds, as set forth in a selling group agreement and the related pricing wires, and (iii) in the event that an underwriter or dealer who is a member of the selling group is a party to a third-party distribution agreement that was employed in connection with the initial sale of the bonds to the public, the agreement of each broker-dealer that is a party to such agreement to comply with the requirements for establishing issue price of the bonds, including, but not limited to, its agreement to comply with the hold-the-offering-price rule, if applicable to the bonds, as set forth in the third-party distribution agreement and the related pricing wires. The School District further acknowledges that each underwriter shall be solely liable for its failure to

comply with its agreement regarding the requirements for establishing issue price of the bonds, including, but not limited to, its agreement to comply with the hold-the-offering-price rule, if applicable to the bonds, and that no underwriter shall be liable for the failure of any other underwriter, or of any dealer who is a member of a selling group, or of any broker-dealer that is a party to a third-party distribution agreement to comply with its corresponding agreement to comply with the requirements for establishing issue price of the bonds, including, but not limited to, its agreement to comply with the hold-the-offering-price rule, if applicable to the bonds.

By submitting a bid, each bidder confirms that:

- a. any agreement among underwriters, any selling group agreement and each third-party distribution agreement (to which the bidder is a party) relating to the initial sale of the bonds to the public, together with the related pricing wires, contains or will contain language obligating each underwriter, each dealer who is a member of the selling group, and each broker-dealer that is a party to such third-party distribution agreement, as applicable, (A)(i) to report the prices at which it sells to the public the unsold bonds of each maturity allocated to it, whether or not the closing date has occurred, until either all bonds of that maturity allocated to it have been sold or it is notified by the winning bidder that the 10% Test has been satisfied as to the bonds of that maturity, provided that, the reporting obligation after the closing date may be at reasonable periodic intervals or otherwise upon request of the winning bidder, and (ii) to comply with the hold-the-offering-price rule, if applicable, if and for so long as directed by the winning bidder and as set forth in the related pricing wires, (B) to promptly notify the winning bidder of any sales of bonds that, to its knowledge, are made to a purchaser who is a related party to an underwriter participating in the initial sale of the bonds to the public (each such term being used as defined below), and (C) to acknowledge that, unless otherwise advised by the underwriter, dealer or broker-dealer, the winning bidder shall assume that each order submitted by the underwriter, dealer or broker-dealer is a sale to the public.
- b. any agreement among underwriters or selling group agreement relating to the initial sale of the bonds to the public, together with the related pricing wires, contains or will contain language obligating each underwriter or dealer that is a party to a third-party distribution agreement to be employed in connection with the initial sale of the bonds to the public to require each broker-dealer that is a party to such third-party distribution agreement to (i) report the prices at which it sells to the public the unsold bonds of each maturity allocated to it, whether or not the closing date has occurred, until either all bonds of that maturity allocated to it have been sold or it is notified by the winning bidder or such underwriter that the 10% Test has been satisfied as to the bonds of that maturity, provided that, the reporting obligation after the closing date may be at reasonable periodic intervals or otherwise upon request of the winning bidder or such underwriter, and (ii) comply with the hold-the-offering-price rule, if applicable, if and for so long as

directed by the winning bidder or the underwriter and as set forth in the related pricing wires.

- c. sales of any bonds to any person that is a related party to an underwriter shall not constitute sales to the public for purposes of this Notice of Sale.

Further, for purposes of this Notice of Sale:

- a. “public” means any person other than an underwriter or a related party,
- b. “underwriter” means (A) any person that agrees pursuant to a written contract with the School District (or with the lead Underwriter to form an underwriting syndicate) to participate in the initial sale of the bonds to the public and (B) any person that agrees pursuant to a written contract directly or indirectly with a person described in clause (A) to participate in the initial sale of the bonds to the public (including a member of a selling group or a party to a third-party distribution agreement participating in the initial sale of the bonds to the public);
- c. a purchaser of any of the bonds is a “related party” to an underwriter if the underwriter and the purchaser are subject, directly or indirectly, to (i) more than 50% common ownership of the voting power or the total value of their stock, if both entities are corporations (including direct ownership by one corporation of another), (ii) more than 50% common ownership of their capital interests or profits interests, if both entities are partnerships (including direct ownership by one partnership of another), or (iii) more than 50% common ownership of the value of the outstanding stock of the corporation or the capital interests or profit interests of the partnership, as applicable, if one entity is a corporation and the other entity is a partnership (including direct ownership of the applicable stock or interests by one entity of the other); and
- d. “sale date” means the date that the bonds are awarded by the School District to the winning bidder.

DELIVERY OF BONDS: The School District will furnish bonds ready for execution at its expense. Bonds will be delivered without expense to the purchaser through DTC in New York, New York, or such other place to be agreed upon. The usual closing documents, including a certificate that no litigation is pending affecting the issuance of the bonds, will be delivered at the time of delivery of the bonds. If the bonds are not tendered for delivery by Noon, prevailing Eastern Time, on the 45th day following the date of sale, or the first business day thereafter if said 45th day is not a business day, the successful bidder may on that day, or any time thereafter until delivery of the bonds, withdraw its proposal by serving notice of cancellation, in writing, on the undersigned in which event the School District shall promptly return the good faith deposit. Payment for the bonds shall be made in immediately available funds.

CONTINUING DISCLOSURE: As described in greater detail in the Official Statement, the School District will agree to provide or cause to be provided, in accordance with the requirements of Rule 15c2-12, as may be amended, promulgated by the Securities and Exchange

Commission, (i) on or prior to the first day of the sixth month following the end of the fiscal year of the School District, commencing with the fiscal year ending June 30, 2020, certain annual financial information and operating data or data of substantially the same nature, including audited financial statements for the preceding fiscal year, (or if audited financial statements are not available, unaudited financial statements) generally consistent with the information contained or cross-referenced in the Official Statement relating to the bonds, (ii) timely notice of the occurrence of certain material events with respect to the bonds and (iii) timely notice of a failure by the School District to provide the required annual financial information on or before the date specified in (i) above.

BOND INSURANCE AT PURCHASER’S OPTION: If the Bonds qualify for issuance of any policy of municipal bond insurance or commitment therefor at the option of the bidder/purchaser, the purchase of any such insurance policy or the issuance of any such commitment shall be at the sole option and expense of the purchaser of the Bonds. Any increased costs of issuance of the bonds resulting from such purchase of insurance shall be paid by the purchaser, except that, if the School District has requested and received a rating on the bonds from a rating agency, the School District will pay the fee for the requested rating. Any other rating agency fees shall be the responsibility of the purchaser. **FAILURE OF THE MUNICIPAL BOND INSURER TO ISSUE THE POLICY AFTER THE BONDS HAVE BEEN AWARDED TO THE PURCHASER SHALL NOT CONSTITUTE CAUSE FOR FAILURE OR REFUSAL BY THE PURCHASER TO ACCEPT DELIVERY OF THE BONDS FROM THE SCHOOL DISTRICT.**

CUSIP NUMBERS: It is anticipated that CUSIP identification numbers will be printed on the bonds, but neither the failure to print such numbers on any bonds nor any error with respect thereto shall constitute cause for a failure or refusal by the purchaser thereof to accept delivery of and pay for the bonds. All expenses in relation to the printing of CUSIP numbers on the bonds shall be paid for by the School District; provided, however, that the CUSIP Service Bureau charge for the assignment of such numbers shall be the responsibility of and shall be paid for by the purchaser.

OFFICIAL STATEMENT: The School District will provide the winning bidder with a reasonable number of final Official Statements within 7 business days from the date of sale so as to permit the underwriter to comply with the Securities and Exchange Commission Rule 15c2-12. Additional copies of the Official Statement will be supplied by PFM Financial Advisors LLC, Ann Arbor, Michigan, municipal advisor to the School District, upon request and agreement by the underwriter to pay the cost of additional copies. Requests for additional copies should be made to the municipal advisor within 24 hours of the date of sale.

BIDDER CERTIFICATION: NOT “IRAN-LINKED BUSINESS” By submitting a bid, the bidder shall be deemed to have certified that it is not an “Iran-Linked Business” as defined in Act 517 Michigan Public Acts of 2012, being MCL 129.311 et. seq.

MUNICIPAL ADVISOR: Further information relating to the bonds may be obtained from PFM Financial Advisors LLC, 555 Briarwood Circle, Suite 333, Ann Arbor, Michigan, 48108. Telephone: (734) 994-9700, Facsimile: (734) 994-9710.

ENVELOPES: containing the bids should be plainly marked “PROPOSAL FOR KALAMAZOO PUBLIC SCHOOLS 2020 REFUNDING BONDS (UNLIMITED TAX GENERAL OBLIGATION).”

THE RIGHT IS RESERVED TO REJECT ANY OR ALL BIDS.

[Superintendent]
KALAMAZOO PUBLIC SCHOOLS

34515865.1\106582-00054

KALAMAZOO PUBLIC SCHOOLS
Office of the Superintendent

TO: Board of Trustees
FROM: Gary L. Start
DATE: October 10, 2019
SUBJECT: Resolution Declaring Support for Career and Technical Education Millage

RECOMMENDATION: It is recommended that the Board adopt the Resolution for Declaring Support for Career and Technical Education Millage

RATIONALE: If approved by the voters the Career and Technical Education (CTE) Millage will benefit Kalamazoo Public Schools students in the following ways:

- More apprenticeships, work based learning, career coaches, and planning to expose students to more careers and help them choose the right career.
- Efficient transportation so more students can participate.
- More students earning credentials/certificates, developed with local employers.
- State-of-the-art technology and equipment to prepare students for high-demand, high-skill, and high-wage careers.
- A centrally located Career Center with smaller satellite locations.
- Increased equity, efficiency, and quality of K-12+ CTE programming.
- Extra support staff to help at-risk students and those with disabilities.
- Skills students need to earn a good living, allowing them to raise families in the area.

RESOLUTION DECLARING SUPPORT FOR CAREER AND TECHNICAL EDUCATION MILLAGE PROPOSAL

Kalamazoo Public Schools
County of Kalamazoo, State of Michigan

A public meeting of the board of education of the Issuer (the “board”) was held at the Administration Building, 1220 Howard Street, within the boundaries of Kalamazoo Public Schools, on the 10th day of October 2019, at 7:00 o’clock in the p.m.

WHEREAS:

1. Career exploration, career planning, and skill development are vital for all students to make informed choices about their education, post-secondary plans, and future work; and
2. Navigating the changing nature of work and employment and acquiring the necessary and highly desirable work-ready skills sought by employers is important for all Kalamazoo Public School students regardless of their post-secondary plans; and
3. Centralized career and technical education programs provide the economy of scale that improves the quality, accessibility and affordability of such programs; and
4. Significant input from employers, educators, community and college leaders, parents, and students has been used to design the scope and focus for the proposed regionally expanded career and technical education programs; and
5. Strong career and technical education programs strengthen the economic vitality of a region, offering students improved opportunities for life-long employability in our community; and
6. Section 1274 of the Revised School Code, as amended, and Section 641 of the Michigan Election Law, as amended, authorize Kalamazoo RESA to call an election to place a career and technical education millage proposition on the ballot; and
7. Successful passage of career and technical education millage will provide dedicated revenue to support career and technical education programs, services and related expenses; and
8. This board desires to express its support for a Kalamazoo RESA career and technical education millage proposition to be voted upon at an election to be held on November 5, 2019.

NOW, THEREFORE BE IT RESOLVED THAT:

1. This board hereby declares its support for Kalamazoo RESA to call an election for November 5, 2019 to place a career and technical education millage proposition on the ballot and further, supports a career and technical education millage proposition in an amount not to exceed 1 mill for 20 years.
2. This board further acknowledges that this resolution is not legally binding on Kalamazoo RESA and that it is legally authorized to adjust the millage request and number of years based upon its discretion and judgement, taking into consideration the local constituent school districts expressed support.
3. All resolutions and parts of resolutions insofar as they conflict with the provisions of this resolution be and the same are hereby rescinded.

Ayes:

Nays:

Resolution declared adopted.

Secretary, Board of Education

The undersigned duly qualified and acting Secretary of the Board of Education of Kalamazoo Public Schools, Kalamazoo County, Michigan, hereby certifies that the foregoing constitutes a true and complete copy of a resolution adopted by the board at a regular meeting held on October 10, 2019, the original of which is part of the board's minutes. The undersigned further certifies that notice of the meeting was given to the public pursuant to the provisions of the "Open Meetings Act" (Act 267, Public Acts of Michigan, 1976, as amended).

Secretary, Board of Education

KALAMAZOO PUBLIC SCHOOLS
Office of the Superintendent

TO: Board of Trustees

FROM: Gary L. Start Interim Superintendent

DATE: October 10, 2019

SUBJECT: Approval of Employee Association Contractual Agreements

RECOMMENDATION: It is recommended that the Board of Trustees approve a one-year (2019-2020) contractual agreement between Kalamazoo Public Schools (KPS) and the following employee associations:

- Kalamazoo Education Association (KEA); and
- Kalamazoo Support Professionals (KSP).

It is further recommended that the board authorize increasing salaries for the remaining employee groups to recognize employee insurance savings from budgeted levels.

RATIONALE: The members of these employee groups provide very important services to our students, families, and school personnel.

The agreements have been ratified by the memberships of KEA and KSP and are within the budget parameters of the Board of Trustees.