

THE OFFICIAL PROCEEDINGS OF THE GRANT PARISH SCHOOL  
BOARD OF THE PARISH OF GRANT, STATE OF LOUISIANA, TAKEN  
AT A REGULAR MEETING HELD ON TUESDAY, September 6, 2016,

The Parish School Board of the Parish of Grant, State of Louisiana, met in its regular meeting place, the Grant Parish School Board Office, Colfax, Louisiana, in Regular Session, Tuesday, September 6, 2016 at 6:00 o'clock P.M.

There were present Mr. Randy Browning, Mrs. Lisa Roberts, Mrs. Karen Layton, Mrs. Charlene Anderson, Mrs. Mary Bullock, Mr. Bill Riggs Mr. A.D. Futrell and Mr. Buddy Pennison.

All of the Board Members were present.

Mrs. Sheila S. Jackson, Secretary-Treasurer was also present.

The Parish School Board of the Parish of Grant, State of Louisiana, was duly convened by Mrs. Mary Bullock, President of the Grant Parish School Board, who then stated that the Grant Parish School Board was ready to transact any business which may come before the Board.

Motion by Mrs. Anderson, seconded by Mr. Riggs and unanimously approved the August 4, 2016 Regular Board Minutes.

Motion by Mr. Riggs, seconded by Mrs. Anderson and unanimously approved the August 23, Special Transportation Committee Meeting Minutes.

The following recognitions were made:

Bailey Lott Grant Parish Elementary Teacher of the Year for 2016-17

Students who scored a '3' or higher on the AP exam in May: AP English Literature and Composition – "3" – Tanner Brazil, Bailey Brunson, Annie Logan, Carissa Lohman; AP English Literature and Composition – "4" – Lindsey Newton; AP US History – "3" – Ragan Delrie, Dennis Smith; AP Biology – "3" – Hannah Barrios, Evan Brunson, Lance Delrie, Ragan Delrie, Abigail Guimbellot, Christopher Jaramillo, Peyton Roussell

Mrs. Jackson reported that air conditioning project for the Montgomery High School gym has been authorized for work to start. The Grant High gym project should be released for bids by mid October.

Motion by Mr. Pennison, seconded Mrs. Anderson and unanimously approved  
Budget Revision – Colfax District Funds - \$30,000, for gym bathrooms.

Motion by Mr. Riggs, seconded by Mr. Pennison and unanimously approved lowest  
bidder for fuel bid.

Motion by Mr. Riggs, seconded by Mrs. Roberts and unanimously approved the job  
description for the Transportation Manager (Change to item E – Manages the supervision and  
evaluation of bus shop employees. And add item F – Conducts annual bus driver evaluation in  
conjunction with the School Administrator and Operations and Training Coordinator.

Motion by Mr. Riggs, seconded by Mr. Pennison and approved amending the current  
requirement for the Transportation Manager Job Description to include holding a Commercial  
Driver’s License to drive a bus from beginning in the 2016 – 2017 school year to beginning with  
the next Transportation Manager employed with the Grant Parish School System. Mrs. Roberts  
and Mrs. Layton voted nay.

The board received for approval at the October 4, 2016 meeting the Dress Code for  
Transportation Personnel.

Motion by Mr. Browning, seconded by Mrs. Roberts and unanimously approved the  
Regulations for the Evaluation and Assessment of School Personnel for 2016-2017.

Motion by Mr. Futrell, seconded by Mrs. Anderson and unanimously approved to grant a  
waiver to Grant High JROTC for transportation.

Motion by Mrs. Roberts, seconded by Mr. Pennison and unanimously approved to enter  
into a contract with The Rapides Foundation for the 2016-2017 Healthy Behaviors School  
Partnership Grant.

Motion by Mr. Futrell, seconded by Mr. Riggs and unanimously approved quotes for  
General Liability, Automobile Liability, Physical Damage, School Leaders Errors and Omissions  
Coverages from LARMA.

Motion by Mr. Browning, seconded by Mrs. Anderson and unanimously approved  
making application to the State Board Commission for consent and authority to issue, sell and  
deliver bonds for Consolidated School District No. 33.

The following resolution was offered by Randy Browning and seconded by Charlene Anderson :

RESOLUTION

A resolution making application to the State Bond Commission for consent and authority to issue, sell and deliver not exceeding \$9,600,000 of General Obligation School Refunding Bonds of Consolidated School District No. 33 of Grant Parish, Louisiana, all in the manner provided for by Chapter 14-A of Title 39 of the Louisiana Revised Statutes of 1950, as amended, and other constitutional and statutory authority; providing for the employment of bond counsel and providing for other matters in connection therewith.

**NOW, THEREFORE, BE IT RESOLVED** by the Parish School Board of the Parish of Grant, State of Louisiana, acting as the governing authority of Consolidated School District No. 33 of Grant Parish, Louisiana (the AIssuer@), that:

**SECTION 1. Preliminary Approval of Refunding Bonds.** Preliminary approval is given to the issuance of not exceeding \$9,600,000 of General Obligation School Refunding Bonds of the Issuer (the ARefunding Bonds@), to bear interest at a rate or rates not exceeding five percent (5%) per annum, to mature no later than March 1, 2029 to be sold at a price of not less than 95% of the par value thereof, all in the manner provided for by Chapter 14-A of Title 39 of the Louisiana Revised Statutes of 1950, as amended, and other constitutional and statutory authority supplemental thereto, for the purpose of refunding all or a portion of the Issuer's outstanding General Obligation School Bonds, Series 2009, maturing March 1 in the years 2021 through 2029, inclusive, and paying the costs of issuance of the Refunding Bonds, which Refunding Bonds shall be payable from and secured by unlimited ad valorem taxes now being levied and collected annually in excess of all other taxes on all the property subject to taxation within the territorial limits of the Issuer.

SECTION 2. **State Bond Commission.** Application is hereby made to the State Bond Commission, Baton Rouge, Louisiana, for approval of the issuance and sale of the Refunding Bonds and for consent and authority to proceed with the issuance and sale of the Refunding Bonds as provided above, and Bond Counsel is directed to make application to the State Bond Commission in accordance with the foregoing on behalf of the Issuer. A certified copy of this resolution shall be forwarded to said State Bond Commission by the Issuer's bond counsel, together with a letter requesting the prompt consideration and approval of this application. By virtue of applicant/issuer=s application for acceptance and utilization of the benefits of the Louisiana State Bond Commission=s approval resolved and set forth herein, it resolves that it understands and agrees that such approval is expressly conditioned upon, and it further resolves that it understands, agrees and binds itself, its successors and assigns to, full and continuing compliance with the AState Bond Commission Policy on Approval of Proposed Use of Swaps, or other forms of Derivative Products Hedges, Etc.®, adopted by the Commission on July 20, 2006, as to the borrowing and other matter subject to the approval, including subsequent application and approval under said Policy of the implementation or use of any swap or other product or enhancement covered thereby.

SECTION 3. **Employment of Bond Counsel.** This Governing Authority finds and determines that a real necessity exists for the employment of special counsel in connection with the issuance of the Bonds, and accordingly, Foley & Judell, L.L.P., of New Orleans, Louisiana, as Bond Counsel, is hereby employed to do and perform work of a traditional legal nature as bond counsel with respect to the issuance and sale of said Bonds. Said Bond Counsel shall prepare and submit to this Governing Authority for adoption all of the proceedings incidental to the authorization, issuance, sale and delivery of such Bonds, shall counsel and

advise this Governing Authority as to the issuance and sale thereof and shall furnish its opinions covering the legality of the issuance of the Bonds. The fee of Bond Counsel for each series of bonds shall be fixed at a sum not exceeding the fee allowed by the Attorney General's fee guidelines for such bond counsel work in connection with the issuance of such series of bonds and based on the amount of said Bonds actually issued, sold, delivered and paid for, plus out-of-pocket expenses, said fees to be contingent upon the issuance, sale and delivery of said bonds. The President is hereby authorized and directed to execute, and this Governing Authority hereby agrees to and accepts the terms of, the engagement letter of Bond Counsel appended hereto. A certified copy of this resolution shall be submitted to the Attorney General of the State of Louisiana for his written approval of said employment and of the fees herein designated, and the Secretary is hereby empowered and directed to provide for payment of the work herein specified upon completion thereof and under the conditions herein enumerated.

SECTION 4. **Appointment of Underwriter.** Stifel, Nicolaus & Company Incorporated, of Baton Rouge, Louisiana, is hereby appointed as investment banker/underwriter in connection with the issuance and sale of all or any portion of the Bonds, any compensation to be subsequently approved by the Issuer by execution of the Bond Purchase Agreement and to be paid from the proceeds of the Bonds and contingent upon the issuance of the Bonds; provided that no compensation shall be due to said investment banker/underwriters unless the Bonds are sold and delivered.

This resolution having been submitted to a vote, the vote thereon was as follows:

YEAS: Mary Bullock, Charlene Anderson, Karen Layton, Randy Browning,  
Lisa Roberts, A.D. Futrell, Buddy Pennison, Bill Riggs

NAYS: None

ABSENT: None

And the resolution was declared adopted, on this, the 6<sup>th</sup> day of September, 2016.

\_\_\_\_\_  
/s/ Sheila Jackson  
Secretary

\_\_\_\_\_  
/s/ Mary Bullock  
President

## ENGAGEMENT LETTER

September 6, 2016

Honorable Mary Bullock, President  
Grant Parish School Board  
Colfax, Louisiana

Re: Not exceeding \$9,600,000 General Obligation  
School Refunding Bonds, of Consolidated  
School District No. 33 of Grant Parish, Louisiana

Dear Ms. Bullock:

The purpose of this engagement letter is to set forth certain matters concerning the role we will serve and the legal services we will provide as bond counsel to Consolidated School District No. 33 of Grant Parish, Louisiana (the AIssuer@) in connection with the issuance of the captioned bonds (the ABonds@). We understand that the Bonds will be issued for the purpose of refunding all or a portion of the Issuer's outstanding General Obligation School Bonds, Series 2009, maturing March 1 in the years 2021 through 2029, inclusive, and paying the costs of issuance of the Bonds (the AProject@).

As bond counsel, we will prepare and submit to the Parish School Board of the Parish of Grant, State of Louisiana (the AGoverning Authority@) for adoption all of the legal proceedings required for the authorization, issuance, sale and delivery of the Bonds and provide advice of a traditional legal nature as to the issuance and sale of the Bonds. Our job is principally to render certain opinions to the Issuer regarding (i) the validity of the Bonds under applicable Louisiana law, (ii) the exemption of interest paid on the bonds from federal and/or state taxes, and (iii) other matters as may be applicable. The bond opinion will be based on facts and law existing as of its date. In rendering such opinion, we will rely upon the certified proceedings and other certifications of public officials and other persons furnished to our firm without undertaking to verify the same by independent investigation, and we will assume continuing compliance by the Issuer with applicable laws and other resolutions relating to the Bonds. During the course of this engagement, we will rely upon the staff of the Issuer and the members of the Governing Authority to provide us with complete and timely information on all developments pertaining to any aspect of the Bonds.

In our engagement as bond counsel, we will:

Confer with members of the working group, including you and other officials of the Issuer, relating to the Project and review legal issues relating to the structure of the Bond issue;

Prepare the Bond Ordinances, Official Statements, Escrow Deposit Agreement and all related financing documents (collectively, the ABond Documents@);

As requested, attend meetings of the Governing Authority at which the Bond Documents are adopted, including (as applicable) preparation of notices;

Prepare the application for approval of the issuance of the Bonds by the State Bond Commission and attend the State Bond Commission meeting at which such approval will be considered;

In coordination with the working group, prepare an official statement with respect to the sale of the Bonds, and present information relating to the Bonds to bond rating agencies and providers of credit enhancement, if any;

Review any insurance policy in the event the Issuer determines that the Bonds will have credit enhancement;

Prepare the closing index and various closing certificates, including the Tax Compliance Certificate, and supervise the execution of certain closing documents by the various parties thereto;

Prepare and file Internal Revenue Service Form 8038-G, as required by Federal law;

Prepare the Bonds and supervise their execution and authentication,

Prepare complete transcripts of record covering the issuance of the Bonds and furnishing the transcripts to various parties in connection therewith; and

Submit post-closing reports to the State Bond Commission, if required.

Our fee as bond counsel is based upon the terms, structure, size and schedule of the financing, the services provided, and the responsibilities assumed; however, our fee will not exceed that permitted by guidelines set forth by the Attorney General of the State of Louisiana and is subject to his approval. Our fee as bond counsel is a Contingent fee,<sup>@</sup> meaning you are required to pay for our legal services only in the event the Bonds are actually sold and delivered.

Other vendors or members of the working group may charge additional fees or costs for their services.

We will continue to serve as bond counsel until the delivery of the Bonds; however, the Issuer and our firm each have the right to terminate this engagement at any time after providing reasonable advanced written notice, subject to the applicable rules of professional responsibility. Upon conclusion or termination of our representation of the Issuer, papers and property furnished by the Issuer will be returned promptly upon request.



Please note that we are not municipal advisors, and we do not render financial advice or other financial services to the Issuer; however, in the course of providing traditional legal services, we may provide factual information that is not specifically tailored to the Bonds or that does not rise to the level of a recommendation concerning a course of action. We will, however, analyze, discuss and advise the Issuer regarding the legal ramifications of the structure, timing, terms and other provisions of the Bonds, as these functions are essential to developing a plan of finance.


Applicable ethical rules in Louisiana prohibit us from undertaking this representation if we represent another party that is directly adverse to the Issuer or if there is a significant risk that other considerations will materially limit our representation of the Issuer. As you are aware, our firm represents many political subdivisions, including others in Grant Parish. At this time, we do not believe any other current or past engagement of our firm adversely affects our ability to represent the Issuer as provided in this letter; however, we invite you to discuss any concerns you have with us.

If this letter is acceptable to the Issuer, please so indicate by executing where indicated below and returning a copy to us, retaining the original for your files. We appreciate the opportunity to serve the Issuer and look forward to working with you.

**FOLEY & JUDELL, L.L.P.**

By: \_\_\_\_\_  
JERRY R. OSBORNE, PARTNER

ACCEPTED AND APPROVED:  
PARISH SCHOOL BOARD OF THE  
PARISH OF GRANT, STATE OF LOUISIANA

BY:   
NAME: MARY BULLOCK  
TITLE: PRESIDENT

DATED: September 6, 2016

The board received for approval at the October 4, 2016 meeting the Addendum to the Superintendent's Contract.

The board received for approval at the October 4, 2016 meeting Superintendent's Evaluation document.

Motion by Mr. Futrell, seconded by Mrs. Layton and unanimously approved to enter into executive session to consider allowing DD to enter school.

Motion by Mr. Futrell, seconded by Mr. Browning and unanimously approved to enter back into regular session.

Motion by Mrs. Anderson, seconded by Mrs. Roberts and unanimously approved allowing DD to enter school attending the Alternative School this semester. The principal has the discretion to allow DD to transfer to regular school earlier based on performance.

The Superintendent discussed with Board Members LSBA Trailblazers – September 16<sup>th</sup> and September 17<sup>th</sup>, Student Count, and 2015-2016 Financial Year End.

Motion by Mr. Riggs, seconded by Mr. Pennison and unanimously approved adjourning the meeting.

s/Mary Bullock  
Mary Bullock  
President  
Grant Parish School Board

ATTEST: \_\_\_\_\_  
Sheila S. Jackson  
Secretary-Treasurer  
Grant Parish School Board