

MID-STATE TECHNICAL COLLEGE

OFFICIAL PROCEEDINGS

Adams County Center

March 21, 2016

I. ROLL CALL

Board Chairperson Betty Bruski Mallek called the meeting to order at 5:29 p.m.

Roll call was as follows:

PRESENT: Robert Beaver, Betty Bruski Mallek, Dr. Colleen Dickmann, Justin Hoerter, Lynneia Miller, Peggy Ose, Charles Spargo, and Dr. Sue Budjac

EXCUSED: Joseph Kinsella

OTHERS: Nelson Dahl, Karl Easttorp, Betsy Feaster, Mike Grambow, Dr. Debra Hagen-Foley, Sandy Kiddoo, Dr. Mandy Lang, Richard O’Sullivan, John Mehan, Matt Schneider, and Angie Susa

NOTE: Patrick Costello passed away February 18, 2016

II. MEETING NOTICE CERTIFICATION AND CLOSED SESSION

Ms. Bruski Mallek verified the meeting notice, which stated that this meeting of the Mid-State Technical College District Board was announced to the public in an attempt to keep the citizens of the district aware of the date, time and place of the meeting.

Ms. Bruski Mallek announced the Board would not convene to closed session this month.

III. OPEN FORUM

Ms. Bruski Mallek opened the meeting for comments from the audience. No one wished to address the Board.

IV. APPROVAL OF MINUTES

Motion by Mr. Beaver, seconded by Ms. Ose, upon a voice vote, unanimously approved the minutes from the regular meeting held February 15, 2016, as written.

V. CONSENT AGENDA

Motion by Mr. Spargo, seconded by Mr. Hoerter, upon a roll call vote, unanimously approved the following consent agenda items:

1. The district’s bills for the month of February 2016 were presented in Exhibit B. These bills totaled \$947,624.53 of which \$758,236.73 represents operational expenditures and \$189,387.80 represents capital expenditures.

OFFICIAL PROCEEDINGS

March 21, 2016

Page 2

The district's payroll for the month of February totaled \$1,305,667.19 plus \$10,235.41 for travel and miscellaneous reimbursements and \$545,568.61 in fringe benefits. The district's bills and payroll totaled \$2,809,095.74.

2. Entered into the following contracted service agreements:

<u>Agreement #</u>	<u>Contracted With</u>	<u>Amount</u>
146282	Trinity Learning Center & Preschool	\$ 1,650.00
146285	Marshfield Schools	\$ 2,190.00
146291	Catalyst Paper	\$ 1,140.00

3. Approved the following 2016 procurement for goods and services:

<u>Amount</u>	<u>Vendor</u>	<u>Department</u>
\$ 156,731.44	Snap-On Industrial Tools	Technical & Industrial Division
\$ 89,839.45	AVI Systems	Media Services
\$ 50,750.00	Per Mar	Facilities

VI. CHAIRPERSON'S REPORT

1. Ms. Bruski Mallek welcomed Board members to the meeting and announced Joseph Kinsella asked to be excused.

2. Ms. Bruski Mallek announced Patrick Costello passed away unexpectedly February 18, 2016. He served on the Mid-State Board for over 20 years, serving 75% of that time in a Board Officer role. Board members and college staff shared memories of Pat and offered a moment of silence in his honor. Ms. Bruski Mallek also shared a thank you note from Pat's family.

3. Ms. Bruski Mallek announced the Spring Boards Association meeting will be held April 21-23 in Madison at the Concourse and Madison College. Mr. Beaver, Ms. Bruski Mallek and Dr. Budjac plan to represent the college.

4. Ms. Bruski Mallek announced the District Boards Association Nominations Committee has requested assistance in identifying any District Board Members who wish to serve the Boards Association in the capacity of president, vice president and/or secretary/treasurer. Mid-State will not submit any nominations at this time.

5. Ms. Bruski Mallek reported Mid-State spring commencement ceremonies will be held Thursday, May 12 at all three campus locations. Board members will provide a Board Address at each location. Mr. Spargo, Ms. Bruski Mallek and Ms. Miller will provide Board Addresses in ceremonies at Wisconsin Rapids, Stevens Point and Marshfield respectively.

6. The next Mid-State Board of Directors meeting will be held on Monday, April 18 at the Wisconsin Rapids Campus. Committee meetings will be held at 4:15 p.m. unless otherwise announced, the Committee-of-the-Whole will be held at 5:00 p.m. and the regular meeting will begin at 5:20 p.m.

VII. FOUNDATION BOARD LIAISON REPORT

OFFICIAL PROCEEDINGS

March 21, 2016

Page 3

1. Ms. Bruski Mallek reported fall scholarships are available for new and continuing students. Deadlines for applications are available in the Mid-State Foundation Office.
2. Ms. Bruski Mallek reported the Employee Giving Campaign concluded February 26, 2016 with a 14% increase in participation. Over \$21,750 was raised for student scholarship opportunities.
3. Ms. Bruski Mallek announced the June 15, 2016 Foundation Golf Event will be held at Lake Arrowhead Pines Course and have an Elvis theme. Registration includes golf cart, lunch, dinner, 24 raffle tickets and all the games on the course.
4. Ms. Bruski Mallek reported the DASH Grant is underway and already three students have sought assistance since March 14. The DASH Grant is designed to help students stay in school if an unforeseen emergency should arise. This grant is for a one-time disbursement up to \$500.

VIII. PRESIDENT'S REPORT

1. Dr. Budjac provided a financial aid process update that noted the process review was completed with the assistance of external consultants and that the college is in compliance.
2. Dr. Budjac reported Mid-State hosted the Heart of Wisconsin Leadership Program education session. Vice President of Academics Sandy Kiddoo facilitated the day-long event that was filled with hands-on activities for participants. Dr. Budjac shared a welded flower that each leadership program participant created with the assistance of a Mid-State Welding program student.
3. Dr. Budjac reported the Board Appointment Committee, consisting of County Board Chairs from the Mid-State District, met to consider three appointments to the Mid-State Technical College Board. After interviews, the committee unanimously reappointed Charles Spargo and Justin Hoerter to three-year terms and appointed Kristin Crass to a three-year term as an employer member. The appointments were sent to the WTCS Board for final approval during their May meeting. Appointed members' terms begin in July 2016.
4. Dr. Budjac reported a second Board Appointment Process will be initiated to replace Patrick Costello, Additional Member, on the Mid-State Board. The Board Appointment Committee is expected to meet in late May or early June to make an interim appointment until June 2017. Approval will be considered by the WTCS Board during their July meeting with the new Board member possibly seated in August 2016.
5. Dr. Budjac provided a legislative activities update, including "risk sharing" language to address student loan default rates and the Governor's College Affordability Package in which the WTCS received additional funding. Dr. Budjac reported that the 16 college presidents are opposed to current risk sharing language because it unfairly penalizes technical colleges. And she stated that the Governor's affordability package is great news and will have a positive impact on technical college students by helping them stay in college. She also provided information regarding a newly created legislative task force, the "Kulp" task force.
6. Dr. Budjac announced the Diesel Technology Center Grand Opening at the Wisconsin Rapids Campus on April 1, 2016. An open house event will be held 11:00 a.m. – 1:00 p.m. with a dedication at 12:00 p.m. Board members and community members are invited to attend this celebration.

OFFICIAL PROCEEDINGS

7. Dr. Budjac reported the Continuous Quality Improvement Network (CQIN) CEO Forum and Representatives meeting was held in late February. She and Human Resources Manager & Director of Organizational Development Brianne Petruzalek attended. Mid-State will send a team to the 2016 CQIN Summer Institute. The Summer Institute theme is "Producing Future Success: Demonstrating Value through Results." Dr. Budjac is in her second year as a member of the CQIN Executive Committee.

8. Dr. Budjac shared a video clip from the WTCS Student Showcase in Madison featuring Mid-State marketing students' projects. The video, in its entirety, is available through the Mid-State and District Boards Association websites.

IX. FINANCE & AUDIT COMMITTEE

1. In place of Finance & Audit Committee Chairperson Patrick Costello, Vice President of Finance & IT Nelson Dahl reported the committee reviewed its Consent Agenda items and had no questions or concerns.

2. Mr. Dahl reviewed the Treasurer's Report. There were no questions or concerns.

3. Robert W. Baird Managing Partner John Mehan presented a negotiated offer for the sale of \$1.5 million in General Obligation Promissory Notes. This borrowing represents the second series of a total \$5.5 million capital financing plan. Mr. Mehan highlighted payment structure and discussed existing debt. He also discussed Mid-State's strong Moody's rating and factors contributing to that rating.

Motion by Mr. Beaver, seconded by Mr. Spargo, upon a roll call vote, unanimously approved the following Resolution Awarding The Sale Of \$1,500,000 General Obligation Promissory Notes, Series 2016A.

WHEREAS, on February 15, 2016, the District Board of the Mid-State Technical College District, Adams, Clark, Jackson, Juneau, Marathon, Portage, Waushara and Wood Counties, Wisconsin (the "District") adopted a resolution entitled: "Resolution Authorizing the Issuance of Not to Exceed \$1,500,000 General Obligation Promissory Notes; and Setting the Sale" (the "Authorizing Resolution") which authorized the issuance of general obligation promissory notes in an amount not to exceed \$1,500,000 for the public purpose of paying the cost of building remodeling and improvement projects (the "Project");

WHEREAS, the District caused a Notice to Electors to be published in the Stevens Point Journal on February 19, 2016 giving notice of adoption of the Authorizing Resolution, identifying where and when the Authorizing Resolution could be inspected, and advising electors of their right to petition for a referendum on the question of the issuance of general obligation promissory notes within thirty (30) days of publication of the Notice with respect to the Project;

WHEREAS, no petition for referendum has been filed with the District and the time to file such a petition will expire on March 21, 2016;

WHEREAS, the Project is subject to approval by the Wisconsin Technical College System Board (the "State Board"), and the State Board will meet on March 22 and 23, 2016 to consider approval of the Project;

WHEREAS, the District Board has hereto found and determined that the Project is within the District's power to undertake and therefore serves a "public purpose" as that term is defined in Section 67.04(1)(b), Wisconsin Statutes;

WHEREAS, technical college districts are authorized by the provisions of Section 67.12(12), Wisconsin Statutes, to borrow money and issue general obligation promissory notes for such public purposes; and

WHEREAS, it is the finding of the District Board that it is necessary, desirable and in the best interest of the District to sell the general obligation promissory notes to Robert W. Baird & Co. Incorporated (the "Purchaser"), pursuant to the terms and conditions of its note purchase proposal attached hereto as Exhibit A and incorporated herein by this reference (the "Proposal").

NOW, THEREFORE, BE IT RESOLVED by the District Board of the District that:

Section 1. Sale of the Notes. The Proposal is hereby accepted (subject to the conditions that (a) no valid petition for a referendum is filed by March 21, 2016 in connection with the Notes and (b) the State Board approves the Project), and the Chairperson and Secretary or other appropriate officers of the District are authorized and directed to execute an acceptance of the Proposal on behalf of the District. To evidence the obligation of the District, the Chairperson and Secretary are hereby authorized, empowered and directed to make, execute, issue and sell to the Purchaser for, on behalf of and in the name of the District, general obligation promissory notes aggregating the principal amount of ONE MILLION FIVE HUNDRED THOUSAND DOLLARS (\$1,500,000) (the "Notes") for the sum set forth on the Proposal, plus accrued interest to the date of delivery.

Section 2. Terms of the Notes. The Notes shall be designated "General Obligation Promissory Notes, Series 2016A"; shall be issued in the aggregate principal amount of \$1,500,000; shall be dated April 11, 2016; shall be in the denomination of \$5,000 or any integral multiple thereof; shall be numbered R-1 and upward; and shall bear interest at the rates per annum and mature on September 1, 2016 and March 1 thereafter, in the years and principal amounts as set forth on the Pricing Summary attached hereto as Exhibit B-1 and incorporated herein by this reference. Interest shall be payable semi-annually on March 1 and September 1 of each year commencing on September 1, 2016. Interest shall be computed upon the basis of a 360-day year of twelve 30-day months and will be rounded pursuant to the rules of the Municipal Securities Rulemaking Board. The schedule of principal and interest payments due on the Notes is set forth on the Debt Service Schedule attached hereto as Exhibit B-2 and incorporated herein by this reference (the "Schedule").

Section 3. Redemption Provisions. The Notes shall not be subject to optional redemption.

Section 4. Form of the Notes. The Notes shall be issued in registered form and shall be executed and delivered in substantially the form attached hereto as Exhibit C and incorporated herein by this reference.

Section 5. Tax Provisions.

(A) Direct Annual Irrepealable Tax Levy. For the purpose of paying the principal of and interest on the Notes as the same becomes due, the full faith, credit and resources of the District are hereby irrevocably pledged, and there is hereby levied upon all of the taxable property of the District a direct annual irrepealable tax in the years 2016 through 2020 for the payments due in the years 2016

OFFICIAL PROCEEDINGS

March 21, 2016

Page 6

through 2021 in the amounts set forth on the Schedule. The amount of tax levied in the year 2016 shall be the total amount of debt service due on the Notes in the years 2016 and 2017; provided that the amount of such tax carried onto the tax rolls shall be abated by any amounts appropriated pursuant to subsection (D) below which are applied to payment of principal of or interest on the Notes in the year 2016.

(B) Tax Collection. So long as any part of the principal of or interest on the Notes remains unpaid, the District shall be and continue without power to repeal such levy or obstruct the collection of said tax until all such payments have been made or provided for. After the issuance of the Notes, said tax shall be, from year to year, carried onto the tax roll of the District and collected in addition to all other taxes and in the same manner and at the same time as other taxes of the District for said years are collected, except that the amount of tax carried onto the tax roll may be reduced in any year by the amount of any surplus money in the Debt Service Fund Account created below.

(C) Additional Funds. If at any time there shall be on hand insufficient funds from the aforesaid tax levy to meet principal and/or interest payments on said Notes when due, the requisite amounts shall be paid from other funds of the District then available, which sums shall be replaced upon the collection of the taxes herein levied.

(D) Appropriation. The District hereby appropriates from taxes levied in anticipation of the issuance of the Notes, proceeds of the Notes or other funds of the District on hand a sum sufficient to be irrevocably deposited in the segregated Debt Service Fund Account created below and used to pay the principal and interest on the Notes coming due on September 1, 2016 as set forth on the Schedule.

Section 6. Segregated Debt Service Fund Account.

(A) Creation and Deposits. There be and there hereby is established in the treasury of the District, if one has not already been created, a debt service fund, separate and distinct from every other fund, which shall be maintained in accordance with generally accepted accounting principles. Debt service or sinking funds established for obligations previously issued by the District may be considered as separate and distinct accounts within the debt service fund.

Within the debt service fund, there hereby is established a separate and distinct account designated as the "Debt Service Fund Account for \$1,500,000 General Obligation Promissory Notes, Series 2016A, dated April 11, 2016" (the "Debt Service Fund Account") and such account shall be maintained until the indebtedness evidenced by the Notes is fully paid or otherwise extinguished. The Secretary shall deposit in the Debt Service Fund Account (i) all accrued interest received by the District at the time of delivery of and payment for the Notes; (ii) any premium which may be received by the District above the par value of the Notes and accrued interest thereon; (iii) all money raised by the taxes herein levied and any amounts appropriated for the specific purpose of meeting principal of and interest on the Notes when due; (iv) such other sums as may be necessary at any time to pay principal of and interest on the Notes when due; (v) surplus monies in the Borrowed Money Fund as specified below; and (vi) such further deposits as may be required by Section 67.11, Wisconsin Statutes.

(B) Use and Investment. No money shall be withdrawn from the Debt Service Fund Account and appropriated for any purpose other than the payment of principal of and interest on the Notes until all such principal and interest has been paid in full and the Notes canceled; provided (i) the funds to provide for each payment of principal of and interest on the Notes prior to the scheduled receipt of taxes from the next succeeding tax collection may be invested in direct obligations of the United States of

OFFICIAL PROCEEDINGS

March 21, 2016

Page 7

America maturing in time to make such payments when they are due or in other investments permitted by law; and (ii) any funds over and above the amount of such principal and interest payments on the Notes may be used to reduce the next succeeding tax levy, or may, at the option of the District, be invested by purchasing the Notes as permitted by and subject to Section 67.11(2)(a), Wisconsin Statutes, or in permitted municipal investments under the pertinent provisions of the Wisconsin Statutes ("Permitted Investments"), which investments shall continue to be a part of the Debt Service Fund Account. Any investment of the Debt Service Fund Account shall at all times conform with the provisions of the Internal Revenue Code of 1986, as amended (the "Code") and any applicable Treasury Regulations (the "Regulations").

(C) Remaining Monies. When all of the Notes have been paid in full and canceled, and all Permitted Investments disposed of, any money remaining in the Debt Service Fund Account shall be transferred and deposited in the general fund of the District, unless the District Board directs otherwise.

Section 7. Proceeds of the Notes; Segregated Borrowed Money Fund. The proceeds of the Notes (the "Note Proceeds") (other than any premium and accrued interest which must be paid at the time of the delivery of the Notes into the Debt Service Fund Account created above) shall be deposited into a special fund separate and distinct from all other funds of the District and disbursed solely for the purposes for which borrowed or for the payment of the principal of and the interest on the Notes. Monies in the Borrowed Money Fund may be temporarily invested in Permitted Investments. Any monies, including any income from Permitted Investments, remaining in the Borrowed Money Fund after the purposes for which the Notes have been issued have been accomplished, and, at any time, any monies as are not needed and which obviously thereafter cannot be needed for such purposes shall be deposited in the Debt Service Fund Account.

Section 8. No Arbitrage. All investments made pursuant to this Resolution shall be Permitted Investments, but no such investment shall be made in such a manner as would cause the Notes to be "arbitrage bonds" within the meaning of Section 148 of the Code or the Regulations and an officer of the District, charged with the responsibility for issuing the Notes, shall certify as to facts, estimates, circumstances and reasonable expectations in existence on the date of delivery of the Notes to the Purchaser which will permit the conclusion that the Notes are not "arbitrage bonds," within the meaning of the Code or Regulations.

Section 9. Compliance with Federal Tax Laws. (a) The District represents and covenants that the projects financed by the Notes and the ownership, management and use of the projects will not cause the Notes to be "private activity bonds" within the meaning of Section 141 of the Code. The District further covenants that it shall comply with the provisions of the Code to the extent necessary to maintain the tax-exempt status of the interest on the Notes including, if applicable, the rebate requirements of Section 148(f) of the Code. The District further covenants that it will not take any action, omit to take any action or permit the taking or omission of any action within its control (including, without limitation, making or permitting any use of the proceeds of the Notes) if taking, permitting or omitting to take such action would cause any of the Notes to be an arbitrage bond or a private activity bond within the meaning of the Code or would otherwise cause interest on the Notes to be included in the gross income of the recipients thereof for federal income tax purposes. The Secretary or other officer of the District charged with the responsibility of issuing the Notes shall provide an appropriate certificate of the District certifying that the District can and covenanting that it will comply with the provisions of the Code and Regulations.

OFFICIAL PROCEEDINGS

March 21, 2016

Page 8

(b) The District also covenants to use its best efforts to meet the requirements and restrictions of any different or additional federal legislation which may be made applicable to the Notes provided that in meeting such requirements the District will do so only to the extent consistent with the proceedings authorizing the Notes and the laws of the State of Wisconsin and to the extent that there is a reasonable period of time in which to comply.

Section 10. Designation as Qualified Tax-Exempt Obligations. The Notes are hereby designated as "qualified tax-exempt obligations" for purposes of Section 265 of the Code, relating to the ability of financial institutions to deduct from income for federal income tax purposes, interest expense that is allocable to carrying and acquiring tax-exempt obligations.

Section 11. Execution of the Notes; Closing; Professional Services. The Notes shall be issued in printed form, executed on behalf of the District by the manual or facsimile signatures of the Chairperson and Secretary, authenticated, if required, by the Fiscal Agent (defined below), sealed with its official or corporate seal, if any, or a facsimile thereof, and delivered to the Purchaser upon payment to the District of the purchase price thereof, plus accrued interest to the date of delivery (the "Closing"). The facsimile signature of either of the officers executing the Notes may be imprinted on the Notes in lieu of the manual signature of the officer but, unless the District has contracted with a fiscal agent to authenticate the Notes, at least one of the signatures appearing on each Note shall be a manual signature. In the event that either of the officers whose signatures appear on the Notes shall cease to be such officers before the Closing, such signatures shall, nevertheless, be valid and sufficient for all purposes to the same extent as if they had remained in office until the Closing. The aforesaid officers are hereby authorized and directed to do all acts and execute and deliver the Notes and all such documents, certificates and acknowledgements as may be necessary and convenient to effectuate the Closing. The District hereby authorizes the officers and agents of the District to enter into, on its behalf, agreements and contracts in conjunction with the Notes, including but not limited to agreements and contracts for legal, trust, fiscal agency, disclosure and continuing disclosure, and rebate calculation services. Any such contract heretofore entered into in conjunction with the issuance of the Notes is hereby ratified and approved in all respects.

Section 12. Payment of the Notes; Fiscal Agent. The principal of and interest on the Notes shall be paid by Associated Trust Company, National Association, Green Bay, Wisconsin, which is hereby appointed as the District's registrar and fiscal agent pursuant to the provisions of Section 67.10(2), Wisconsin Statutes (the "Fiscal Agent"). The Fiscal Agency Agreement between the District and the Fiscal Agent shall be substantially in the form attached hereto as Exhibit D and incorporated herein by this reference.

Section 13. Persons Treated as Owners; Transfer of Notes. The District shall cause books for the registration and for the transfer of the Notes to be kept by the Fiscal Agent. The person in whose name any Note shall be registered shall be deemed and regarded as the absolute owner thereof for all purposes and payment of either principal or interest on any Note shall be made only to the registered owner thereof. All such payments shall be valid and effectual to satisfy and discharge the liability upon such Note to the extent of the sum or sums so paid.

Any Note may be transferred by the registered owner thereof by surrender of the Note at the office of the Fiscal Agent, duly endorsed for the transfer or accompanied by an assignment duly executed by the registered owner or his attorney duly authorized in writing. Upon such transfer, the Chairperson and Secretary shall execute and deliver in the name of the transferee or transferees a new Note or Notes of a like aggregate principal amount, series and maturity and the Fiscal Agent shall record the name of each

transferee in the registration book. No registration shall be made to bearer. The Fiscal Agent shall cancel any Note surrendered for transfer.

The District shall cooperate in any such transfer, and the Chairperson and Secretary are authorized to execute any new Note or Notes necessary to effect any such transfer.

Section 14. Record Date. The fifteenth day of each calendar month next preceding each interest payment date shall be the record date for the Notes (the "Record Date"). Payment of interest on the Notes on any interest payment date shall be made to the registered owners of the Notes as they appear on the registration book of the District at the close of business on the Record Date.

Section 15. Utilization of The Depository Trust Company Book-Entry-Only System. In order to make the Notes eligible for the services provided by The Depository Trust Company, New York, New York ("DTC"), the District agrees to the applicable provisions set forth in the Blanket Issuer Letter of Representations previously executed on behalf of the District and on file in the Secretary's office.

Section 16. Official Statement. The District Board hereby approves the Preliminary Official Statement with respect to the Notes and deems the Preliminary Official Statement as "final" as of its date for purposes of SEC Rule 15c2-12 promulgated by the Securities and Exchange Commission pursuant to the Securities and Exchange Act of 1934 (the "Rule"). All actions taken by officers of the District in connection with the preparation of such Preliminary Official Statement and any addenda to it or Final Official Statement are hereby ratified and approved. In connection with the Closing, the appropriate District official shall certify the Preliminary Official Statement and any addenda or Final Official Statement. The Secretary shall cause copies of the Preliminary Official Statement and any addenda or Final Official Statement to be distributed to the Purchaser.

Section 17. Undertaking to Provide Continuing Disclosure. The District hereby covenants and agrees, for the benefit of the owners of the Notes, to enter into a written undertaking (the "Undertaking") if required by the Rule to provide continuing disclosure of certain financial information and operating data and timely notices of the occurrence of certain events in accordance with the Rule. The Undertaking shall be enforceable by the owners of the Notes or by the Purchaser on behalf of such owners (provided that the rights of the owners and the Purchaser to enforce the Undertaking shall be limited to a right to obtain specific performance of the obligations thereunder and any failure by the District to comply with the provisions of the Undertaking shall not be an event of default with respect to the Notes).

To the extent required under the Rule, the Chairperson and Secretary, or other officer of the District charged with the responsibility for issuing the Notes, shall provide a Continuing Disclosure Certificate for inclusion in the transcript of proceedings, setting forth the details and terms of the District's Undertaking.

Section 18. Record Book. The Secretary shall provide and keep the transcript of proceedings as a separate record book (the "Record Book") and shall record a full and correct statement of every step or proceeding had or taken in the course of authorizing and issuing the Notes in the Record Book.

Section 19. Bond Insurance. If the Purchaser determines to obtain municipal bond insurance with respect to the Notes, the officers of the District are authorized to take all actions necessary to obtain such municipal bond insurance. The Chairperson and Secretary are authorized to agree to such additional provisions as the bond insurer may reasonably request and which are acceptable to the Chairperson and Secretary including provisions regarding restrictions on investment of Note proceeds, the payment

OFFICIAL PROCEEDINGS

March 21, 2016

Page 10

procedure under the municipal bond insurance policy, the rights of the bond insurer in the event of default and payment of the Notes by the bond insurer and notices to be given to the bond insurer. In addition, any reference required by the bond insurer to the municipal bond insurance policy shall be made in the form of Note provided herein.

Section 20. Conflicting Resolutions; Severability; Effective Date. All prior resolutions, rules or other actions of the District Board or any parts thereof in conflict with the provisions hereof shall be, and the same are, hereby rescinded insofar as the same may so conflict. In the event that any one or more provisions hereof shall for any reason be held to be illegal or invalid, such illegality or invalidity shall not affect any other provisions hereof. The foregoing shall take effect immediately upon adoption and approval in the manner provided by law.

Adopted, approved and recorded March 21, 2016.

Betty A. Bruski Mallek
Chairperson

ATTEST:

Peggy J. Ose
Secretary (SEAL)

4. Mr. Dahl reported insurance claims for a cyber security incident that occurred in late June 2015 and impacted some college employee's payroll, have been closed. Mid-State's Beazley Cyber Liability Policy and Crime Policy from National Union Fire Insurance Company of Pittsburgh have paid expenses and losses less \$15,000 for deductibles. Administration is requesting Board acceptance of settlements from both insurance carriers.

Motion by Mr. Spargo, seconded by Mr. Beaver, upon a roll call vote, unanimously accepted settlements from Beazley's Insurance for \$62,255.36 and National Union Fire Insurance Company for \$112,443.25.

5. Mr. Dahl reported last month, the Board requested a plan to move forward with the establishment of an Irrevocable Other Post-Employment Benefits (OPEB) Trust. Provided to Board members was a timeline identifying milestones throughout the creation of an OPEB Trust process. Mr. Dahl highlighted investment options and potential returns, current and future college monetary contribution levels, and employee benefit retention. An AdHoc Trust Committee is being established with Mr. Spargo participating and representing the District Board and Mr. Dahl representing Administration. June 20, 2016 represents a critical milestone in this process at which point the Board will be asked to adopt items related to trust creation, funding and maintenance. Ms. Bruski Mallek recognized Vice President of Human Resources Richard O'Sullivan for his many positive contributions to this effort as well as his ongoing commitment to the process.

Motion by Mr. Spargo, seconded by Ms. Dickmann, upon a roll call vote, unanimously approved creation of an AdHoc Trust Committee, composed of at least one member of the District Board Finance & Audit Committee and one college administrator, for the development of an Irrevocable OPEB

OFFICIAL PROCEEDINGS

March 21, 2016

Page 11

Trust in compliance with all governing rules and regulations with initial funding including more than \$5 million but no more than \$6 million in funds accumulated in an OPEB reserve account in addition to recommended annual budget contributions by the college; funds will be transferred to a custodian bank following District Board approval of the Trust Document and Investment Guidelines on June 20, 2016.

6. The following items were presented for informational purposes only:
 - a. WTCS BOARD UPDATE – Mr. Dahl reported the Wisconsin Technical College System (WTCS) Board will meet March 22-23 and discuss tuition and student fees for 2016-17 and State Grant awards. It is administration’s understanding a 1.5% tuition rate increase will be recommended for approval. In addition, the WTCS Board will act on grant awards and those results will be shared at the April Board meeting.
 - b. FINANCE IMPLICATIONS FOR TOPICS IN OTHER COMMITTEES – No report was provided.

X. ACADEMIC & HUMAN RESOURCES COMMITTEE

1. Academic & Human Resources Committee Chairperson Justin Hoerter reported the committee had no consent agenda items.

2. The following items were presented for informational purposes only:
 - a. SPOTLIGHT ON MARKETING PROGRAMS – Mr. Hoerter provided examples of how the Mid-State Marketing program engages students in a variety of projects to enhance learning and prepare students for work in the marketing field. Projects included a promotional campaign for the Ice Age Trail, a partnership with the Wisconsin Department of Transportation and the Portage County Business Council on the Business 51 Highway Project “weathering the orange barrel storm” and a research project to identify the best methods of communication between Mid-State staff and the student population.
 - b. PERFORMANCE DIMENSIONS – Mr. Hoerter reported the College has utilized a behavioral-based interview focused on the competencies critical to success when hiring college employees. These competencies are also integrated into the performance review process. Based on organizational and role changes, competency review is underway and Human Resources is working with managers to ensure accurate competencies are utilized in performance management.
 - c. EMPLOYEE SURVEY RESULTS – Mr. Hoerter provided an overview of Mid-State’s spring 2016 Gallup Q-12 survey results; the Q-12 survey gauges employee engagement. Survey participation rose from 83% in fall 2015 to 87% in spring 2016 and the engagement index rose as well. The overall grand mean increased from 4.00 to 4.10 and the number of actively disengaged employees decreased. The survey is administered twice a year.

XI. FACILITIES & EXTERNAL RELATIONS COMMITTEE

1. In place of Facilities & External Relations Committee Chairperson Joseph Kinsella, Lynneia Miller reported that the committee had no Consent Agenda items this month.
2. The following items were presented for informational purposes only:
 - a. SAVINGS FROM WTCS PURCHASING CONSORTIUM – Ms. Miller reported that since 2002 the WTCS Purchasing Consortium saved the 16 technical colleges \$41,432,896 with 19 vendors. Mid-State ranks tenth in overall savings, realizing \$202,462 in savings since 2002. The largest savings have been realized with PeopleSoft, SkillSoft, Adobe ETLA and Cognos.
 - b. HIGH SCHOOL GRADUATES ATTENDING MID-STATE – Ms. Miller provided an overview of Mid-State district high school graduates and their technical college choice. The percentage of high school graduates enrolling at Mid-State or another technical college in the WTCS directly from high school rose 1% over 2013, while the number of high school graduates enrolling within three years decreased. Dr. Lang shared increased outreach and recruitment efforts as well as methods for greater student retention at Mid-State.
 - c. \$ALT – MONEY MANAGEMENT RESOURCE DEMONSTRATION – Ms. Miller reported the college implemented \$ALT money management resource software that is available for all students and staff at no charge. The online resource covers topics such as money management 101, budgeting, student loan borrowing, credit and debt management, and taxes. A brief demonstration was provided to the committee. Of those institutions utilizing \$ALT, 70% have realized a decrease in default rates.

XII. COMMITTEE-OF-THE-WHOLE

1. HIGHER LEARNING COMMISSION ACCREDITATION VISIT – Ms. Bruski Mallek reported the Higher Learning Commission (HLC) will visit Mid-State May 2-4, 2016 as part of the regularly scheduled comprehensive accreditation visit. During their visit, they will meet with the Board in addition to many stakeholder groups. Dean of Institutional Effectiveness Dr. Debra Hagen-Foley and President Dr. Sue Budjac provided additional information regarding that visit and shared possible areas of focus. The Board engaged in discussion surrounding the possible areas of focus and the upcoming accreditation visit.
2. COMMITTEE ASSIGNMENTS, OFFICER POSITIONS AND EXTERNAL RELATIONS – Ms. Bruski Mallek led a conversation regarding position vacancies on District Board committees, the Treasurer position and Boards Association and Wisconsin Technical College Insurance Trust representation.

Motion by Mr. Beaver, seconded by Ms. Miller, upon a roll call vote, unanimously approved Charles Spargo as Board Treasurer to fill the vacancy created by the unexpected passing of Patrick Costello.

Mr. Spargo will act as Chairperson of the Finance & Audit Committee, Mr. Beaver will provide college representation on the District Boards Association Executive Committee at the April Boards Association meeting and Ms. Bruski Mallek will represent the college in the Wisconsin Technical College Insurance Consortium.

XIII. DISCUSSION AND ACTION ITEM

1. ADAMS COUNTY CENTER UPDATE – New Student Specialist Betsy Feaster provided an overview of recent staffing changes at the Adams County Center, partnership opportunities in the Adams-Friendship community, and student activities.

XIV. ADJOURNMENT

The next meeting of the Mid-State Technical College Board will be on Monday, April 18, 2016 at the Wisconsin Rapids Campus. Committees will meet at 4:15 p.m., unless otherwise announced. Committee-of-the-Whole will be held at 5:00 p.m. and the regular meeting will begin at 5:20 p.m.

There being no further business, the Board meeting adjourned at 6:42 p.m. with a motion by Mr. Beaver, upon a voice vote.

Peggy Ose, Secretary
Mid-State Technical College Board

Angela R. Susa
Recording Secretary