

MID-STATE TECHNICAL COLLEGE

OFFICIAL PROCEEDINGS

Wisconsin Rapids

August 21, 2017

I. ROLL CALL

Board Chairperson Justin Hoerter called the meeting to order at 5:20 p.m.

Roll call was as follows:

PRESENT: Robert Beaver, Betty Bruski Mallek, Kristin Crass, Dr. William Greb, Justin Hoerter, Richard Merdan, Lynneia Miller, Peggy Ose, Charles Spargo, and Dr. Shelly Mondeik

OTHERS: Mike Berry, Greg Bruckbauer, Justin Fischer, Mike Grambow, Barb Jascor, Al Javoroski, Dr. Sandy Kiddoo, Dr. Mandy Lang, Madelyn Matthews, Richard O'Sullivan, Lance Pliml, Matt Schneider, Kolina Stieber, Angie Susa, and Dan Zdroik.

II. MEETING NOTICE CERTIFICATION AND CLOSED SESSION

Mr. Hoerter 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.

Mr. Hoerter announced the Board would convene to closed session immediately following the open session to discuss performance evaluation data. This closed session is being held in compliance with Chapter 19, Subchapter 19.85(c)(g) of the Wisconsin Statutes. The Board may or may not reconvene to open session and may take action on items discussed in closed session.

Motion by Mr. Beaver, seconded by Mr. Spargo, upon a roll call vote, unanimously approved the closed session as announced by Mr. Hoerter.

III. OPEN FORUM

Mr. Hoerter opened the meeting for comments from the audience. No one wished to address the Board.

IV. APPROVAL OF MINUTES

Motion by Ms. Bruski Mallek, seconded by Ms. Ose, upon a voice vote, unanimously approved the minutes from the board meeting held July 10, 2017 as presented.

V. CONSENT AGENDA

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

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1. The district’s bills for the month of July 2017 were presented in Exhibit B. These bills totaled \$1,927,620.34 of which \$1,121,152.81 represents operational expenditures and \$806,467.53 represents capital expenditures.

The district’s payroll for the month of July totaled \$1,406,443.94 plus \$11,899.68 for travel and miscellaneous reimbursements and \$572,555.46 in fringe benefits. The district’s bills and payroll totaled \$3,918,519.42.

2. Entered into the following contracted service agreements:

<u>Agreement #</u>	<u>Contracted With</u>	<u>Amount</u>
146377	Wood County Head Start	\$ 800.00
146388	Three Oaks Golden Living Center	\$ 1,000.00
146389	Infogroup Targeting Solutions	\$ 2,000.00
146390	Masonite Architectural	\$ 1,890.00

3. Approved the following 2017 procurement for goods and services:

<u>Amount</u>	<u>Vendor</u>	<u>Department</u>
No procurements require Board approval this month.		

4. Approved the following Advisory Committee appointments: ACCOUNTING – Donald Broderick, Susan Check, Becky Jirous, Amanda Jones, Brad Kruger, Andy Lind, Edward Newton, and Mark Scheunemann; BUSINESS MANAGEMENT – David Clark, Gregg Gokey, Matthew Kovalaske, Todd Kuckkahn, Rob Otte, Melissa Reichert, and Wendy Whitrock-Keller; COSMETOLOGY/BARBER TECHNOLOGIST – Tom Christensen, Shelly Dankemeyer, Amy Goodenough, Teri Hetze, Marti Rued, Steve Sensson, and Abby Southworth; MARKETING – Jon Gadbois, John Leek, and Jeff Walker; PHLEBOTOMY TECHNICIAN – Kristi Krajewski.

VI. CHAIRPERSON’S REPORT

1. Mr. Hoerter welcomed Board members to the meeting.

2. Mr. Hoerter announced the Summer Boards Association Meeting was held July 13-15 at Gateway Technical College. Mr. Beaver, Ms. Bruski Mallek, Ms. Ose, Ms. Miller and Dr. Mondeik attended. Ms. Ose commented on the protective services/agitated individual scenario and the positive experience it created for Board members.

3. Mr. Hoerter asked Board members to mark their calendars for an October 12 Board Advance. Additional details will be forthcoming and a draft agenda will be shared during the September meeting. Ideas or suggestions for topics can be submitted to Dr. Mondeik or Ms. Susa.

4. Ms. Hoerter announced the ACCT Leadership Congress will be held in Las Vegas September 24-28. Mr. Beaver, Ms. Bruski Mallek, Mr. Merdan, Ms. Miller, Ms. Ose and Dr. Mondeik plan to attend. Mid-State will present “It Takes a Village” on Wednesday morning.

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

VII. FOUNDATION BOARD LIAISON REPORT

1. Ms. Bruski Mallek reported scholarships have been awarded to 183 continuing students (\$131,470) and 16 new students (\$9,450) for the 2017-18 year. A scholarship reception will be held August 31 at 6:00 p.m. at the Wisconsin Rapids Campus.

2. Ms. Bruski Mallek announced the Foundation's Trap Event will be held September 8, 2017 at the Wisconsin Trapshooting Association grounds in Nekoosa. Funds raised will be utilized for the DASH matching grant this school year.

3. Ms. Bruski Mallek reported the Foundation Board approved a Memorandum of Understanding with the College at their July 26 board meeting and Foundation Strategic Planning will occur this fall.

4. Ms. Bruski Mallek announced Susan Schlict has joined the Foundation Board. She is from Stevens Point and works with the Stevens Point Convention and Visitors Bureau.

VIII. PRESIDENT'S REPORT

1. Dr. Mondeik reported the college is a buzz with faculty returning to campus and construction projects wrapping up for the start of the semester. The Wisconsin Rapids Campus LiNK will be available to students on the first day of classes. Dr. Mondeik addressed the college management group over the summer through training sessions and had the opportunity to address faculty during in-service.

2. Dr. Mondeik highlighted a K-12 Administrators Breakfast hosted by the college. Mid-State representation, including Dr. Mondeik, will meet with district K-12 principals and tour district high schools to discuss partnerships and opportunities moving forward.

3. Dr. Mondeik announced Robb Fish has joined Mid-State as the Vice President of Finance. Mr. Fish will join the Board during its September meeting. Also joining the college on September 5 will be Dr. Bobbi Damrow. Dr. Damrow will act as Mid-State's Vice President of Workforce and Economic Development. She will also join the Board during its September meeting.

4. Dr. Mondeik highlighted recent happenings around the college. She reported Senator Tammy Baldwin participated in a roundtable conversation at Mid-State along with many district business partners.

5. Dr. Mondeik announced Vice President of Human Resources Richard O'Sullivan has announced his retirement from Mid-State effective March 2018.

6. Dr. Mondeik reported Mid-State submitted a nomination of board member Kristin Crass to the District Boards Association for the Distinguished Alumni of the Year Award.

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7. Dr. Mondeik has been sworn in as a member of the Wisconsin Rapids Noon Rotary Club. She was nominated by United Way of Inner Wisconsin Executive Director Tari Jahns.

8. Dr. Mondeik reported there has been no Presidents Association meeting since July; the next meeting will be held in September in Madison. During that time the Task Force Subcommittee will also meet. Joint Finance Committee will meet on Thursday to discuss the state budget.

9. Dr. Mondeik reported Presidents of Wisconsin Indianhead, Lakeshore and Mid-State (WILM) came together to discuss the WILM Consortium and how to move forward increasing the value of the consortium. The group will meet again to continue conversation.

IX. FINANCE & AUDIT COMMITTEE

1. Finance & Audit Committee Chairperson Charles Spargo reported the committee reviewed its Consent Agenda items and had no questions.

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

3. Mr. Spargo reported an awarding resolution for the sale of \$3.85 million general obligation promissory notes to finance budgeted capital expenditures for facilities, grounds, and equipment in 2017-18 was presented for approval. Baird Vice President Justin Fischer presented a negotiated offer for the award and sale of these tax supported notes. Mid-State received a Aa1 rating by Moody's Bond Rating and was noted as financially strong and fiscally well managed. A change of \$85,000 was made to the amount included in the resolution due to exceeding bond issuance threshold. The \$85,000 will be included with the second issuance (\$1.5 million) in the future bringing the total borrowing to \$5.35 million included in the FY18 adopted budget.

Motion by Mr. Spargo, seconded by Ms. Bruski Mallek, upon a roll call vote, unanimously approved the following Resolution Awarding The Sale Of \$3.765,000 General Obligation Promissory Notes, Series 2017B:

WHEREAS, on July 10, 2017, 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 \$3,850,000 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 \$1,270,915 for the public purpose of paying the cost of building remodeling and improvement projects; and in an amount not to exceed \$2,579,085 for the public purpose of paying the cost of acquiring movable equipment (the "Project");

WHEREAS, the District caused Notices to Electors to be published in the Marshfield News-Herald on July 19, 2017 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 Notices with respect to the Project;

WHEREAS, no petition for referendum has been filed with the District and the time to file such a petition expired on August 18, 2017;

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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;

WHEREAS, the District Board has determined that it is in the best interest of the District to issue a \$3,765,000 portion of the general obligation promissory notes authorized by the Authorizing Resolution at this time, consisting of \$1,270,915 for building remodeling and improvement projects and \$2,494,085 for acquiring movable equipment; 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 such 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 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 THREE MILLION SEVEN HUNDRED SIXTY-FIVE THOUSAND DOLLARS (\$3,765,000) (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 2017B"; shall be issued in the aggregate principal amount of \$3,765,000; shall be dated September 13, 2017; 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 March 1 of each year, 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 March 1, 2018. 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 maturing on March 1, 2026 and thereafter shall be subject to redemption prior to maturity, at the option of the District, on March 1, 2025 or on any date thereafter. Said Notes shall be redeemable as a whole or in part, and if in part, from maturities selected by the District and within each maturity, by lot, at the principal amount thereof, plus accrued interest to the date of redemption.

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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 2017 through 2026 for payments due in the years 2018 through 2027 in the amounts set forth on the Schedule.

(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.

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 \$3,765,000 General Obligation Promissory Notes, Series 2017B, dated September 13, 2017" (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 Treasurer 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 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 purpose or 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 purpose or 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 purpose(s) 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

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certifying that the District can and covenanting that it will comply with the provisions of the Code and Regulations.

(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 District will enter into a contract with the Fiscal Agent to serve as the District's fiscal agent pursuant to Wis. Stats. Sec. 67.10(2). The Chairperson and Secretary are hereby authorized to enter into such contract on the District's behalf. Such contract may provide among other things, for the performance by the Fiscal Agent of the functions listed in Wis. Stats. Sec. 67.10(2)(a) to (j), where applicable, with respect to the Notes.

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.

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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 15th day of the 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, which the Secretary or other authorized representative of the District is authorized and directed to execute and deliver to DTC on behalf of the District to the extent an effective Blanket Issuer Letter of Representations is not presently 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.

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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 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 August 21, 2017.

Justin Hoerter
Chairperson

ATTEST:

Peggy J. Ose
Secretary

(SEAL)

4. The following items were presented for informational purposes only:

a. STATUS OF THE FY17 INDEPENDENT FINANCIAL AUDIT

Mr. Spargo reported audit work has begun. Additional field work will be completed in September. A final audit report will be shared upon completion.

b. FINANCE IMPLICATIONS FOR TOPICS IN OTHER COMMITTEES – No topics were discussed.

X. ACADEMIC & HUMAN RESOURCES COMMITTEE

1. In place of Academic & Human Resources Committee Chairperson Lynneia Miller, Peggy Ose reported the committee reviewed its consent agenda items and had no concerns. Clarification was made

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to board members regarding out-of-state advisory committee members and the process for which Mid-State obtains members.

2. Ms. Ose reported Mid-State continuously scans the district to ensure the right programs are offered to meet the needs of district employers. Following a recent scan and after reviewing feasibility data, two new programs and one new apprenticeship program were presented for approval.

An Associate of Applied Science Hospitality Management Program was discussed. Partnership and grant opportunities were also discussed. Costs summary and budget implications were provided. The committee reviewed feasibility and sustainability data.

Motion by Ms. Ose, seconded by Mr. Spargo, upon a roll call vote, unanimously approved the Associate of Applied Science Hospitality Management Program assuming grant funding and/or partnership opportunities are made available and is built into the budget; implementation will be deferred if no grant funding and/or partnership opportunities are secured.

As Associate of Applied Science Medical Lab Technician Program was discussed. Grant opportunities were reviewed as well as partnership opportunities. Costs summary and budget implications were provided. The committee reviewed feasibility and sustainability data. As an added bonus through this program, the Phlebotomy Program would be financially aidable.

Motion by Ms. Ose, seconded by Ms. Bruski Mallek, upon a roll call vote, unanimously approved the Associate of Applied Science Medical Lab Technician Program assuming grant funding and/or medical partnership are made available; program implementation will be deferred if not available.

An IT Software Developer Apprenticeship Program was also discussed. District employers will partner with Mid-State for this program, with employers paying student tuition as well as a wage while working with their company. This program will use existing courses and existing faculty making it a low cost program and a positive for students.

Motion by Ms. Ose, seconded by Dr. Greb, upon a roll call vote, unanimously approved the IT Software Developer Apprenticeship Program.

3. The following items were presented for informational purposes only:

- a. HEALTHCARE ALLIANCE UPDATE – Ms. Ose reported the college joined the Northcentral Employers Healthcare Alliance (NEHA) almost four years ago. The Alliance offers favorable network discounts on the cost of provider services. Marshfield Clinic recently announced it will be ending its contract with NEHA, therefore, the college is examining options in deciding how to continue with favorable costs.

XI. FACILITIES & EXTERNAL RELATIONS COMMITTEE

1. Facilities & External Relations Committee Chairperson Robert Beaver reported that the committee had no Consent Agenda items.

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2. Mr. Beaver reported the committee reviewed and discussed the Second Floor Administrative Centralization (2FAC) Project. Three bids were received with Eagle Construction being the lowest qualified bidder. The bid amount was within budget for this project. Work will begin in early September.

Motion by Mr. Beaver, seconded by Dr. Greb, upon a roll call vote, unanimously approved the Eagle Construction in the amount of \$542,990 for the Wisconsin Rapids Campus Second Floor Administrative Centralization Project.

3. The following items were presented for informational purposes only:

a. ENERGY REPORT

Mr. Beaver highlighted Mid-State's energy report from the past year and compared to the previous year. The college remained slightly above the national average in energy consumption, however, due too many upgrades is gaining on that average. Natural gas consumption was also reviewed and work/updates being done at all locations to improve overall consumption was discussed.

b. MID-STATE TECHNICAL COLLEGE STUDY AWAY PROGRAM

Mr. Beaver reported the committee discussed a Mid-State Study Away Program that would allow students both domestic and international travel opportunities that would provide credit for participating students. Additional information and a request for approval for international travel will be forthcoming.

c. DUAL CREDIT UPDATE

Mr. Beaver highlighted transcribed credit, youth options and course options throughout the district. All three programs provide dual credit options for district high school students. Mid-State provides nearly 800 students with dual credits in 24 courses. Mid-State is working to create academies in program areas allowing high school students additional benefits.

XII. COMMITTEE-OF-THE-WHOLE

1. MID-STATE TECHNICAL COLLEGE AND MID-STATE FOUNDATION MEMORANDUM OF UNDERSTANDING – Mr. Hoerter reported the committee discussed a Memorandum of Understanding (MOU) between the College and College Foundation. Both entities have the purpose of serving students and both have worked to create an MOU to memorialize and continue the relationship that has existed between the college and Foundation. The MOU incorporates existing internal processes. Highlights of the MOU include maintaining the ability of the Foundation Director and staff to utilize college office space, and also ensuring the continued independent auditing of the Foundation's financial documents. The MOU has been approved by the Foundation Board. Following discussion, the Board will bring the MOU back to the September meeting for review and potential approval.

2. TECAHING FELLOWS PROGRAM – Mr. Hoerter reported the Board heard about the new Mid-State Teaching Fellows Program being implemented this year. Faculty apply to participate with

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eight being selected. The program is designed for each participant to improve teaching and learning. The one-academic year program will allow faculty to meet monthly to discuss various topics and includes peer teaching evaluations. Faculty will also complete an action project.

XIII. DISCUSSION AND ACTION ITEM

1. SKILLS USA – Mid-State Machine Tool Instructor and SkillsUSA Advisor Mike Berry introduced SkillsUSA to the Board as well as two students who represented the college at the National Skills USA Championships this summer. Student Dan Zdroik participated in the Precision Machining competition and placed 5th at the national competition. Dan highlighted his experience for the board. Student Madelyn Matthews competed in Welding Sculpture competition and placed 22nd at nationals. Her experiences and future ambitions were also shared with the board.

XIV. ADJOURNMENT

The next meeting of the Mid-State Technical College Board will be on Monday, September 18, 2017 at the Wisconsin Rapids Campus. Committees will meet at 4:15 p.m., unless otherwise announced, Committee-of-the-Whole will meet at 5:00 p.m. and the regular meeting will begin at 5:20 p.m..

There being no further business, the Board convened to closed session at 6:25 p.m.

There being no action or further business as a result of closed session, the Board meeting adjourned at 6:34 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