

**DRAFT – Unofficial Until Approved**  
**Meeting Minutes 5/20/2013**

The Governing Board of the Tanque Verde Unified School District #13, Pima County, Tucson, Arizona held a Special Session on May 20, 2013 in the Board Room, at the Tanque Verde Unified School District Administrative Office, 2300 N. Tanque Verde Loop Rd., Bldg. #1, and Tucson, Arizona 85749. The meeting was called to order at 12:00 p.m.

**1. ROLL CALL**

Board Members present:

Mrs. Claire Place, President

Mr. Jeffrey Neff, Board Member (called in)

Dr. Peter Livingston, Clerk

Mr. Carlos Ruiz, Board Member

Mr. Steven Auslander, Board Member

Administrative Staff:

Dr. Doug Price, Superintendent

Mr. Marty O'Shea, Business Manager

**2. APPROVAL OF AGENDA**

**MOTION:** Mr. Auslander made a motion to approve the Agenda; Dr. Livingston seconded; the motion carried unanimously.

**3. CALL TO THE PUBLIC**

The Governing Board did not hold a call to the public during this session

**4. CONSENT AGENDA** (*see attached*)

**MOTION:** Mr. Auslander made a motion to approve the Consent Agenda. Dr. Livingston seconded; the motion carried unanimously.

**6. ACTION ITEM**

A. CONSIDER ADOPTION OF A RESOLUTION AUTHORIZING THE EXECUTION AND DELIVERY OF A MASTER EQUIPMENT LEASE-PURCHASE AGREEMENT WITH PNC EQUIPMENT FINANCE, LLC, AS LESSOR, AND SEPARATE LEASE SCHEDULES THERETO AND ESCROW AGREEMENT FOR THE ACQUISITION, PURCHASE, FINANCING AND LEASING OF CERTAIN EQUIPMENT WITHIN THE TERMS HEREIN PROVIDED; AUTHORIZING THE EXECUTION AND DELIVERY OF OTHER DOCUMENTS REQUIRED IN CONNECTION THEREWITH; AND AUTHORIZING ALL OTHER ACTIONS NECESSARY TO THE CONSUMMATION OF THE TRANSACTIONS CONTEMPLATED BY THIS RESOLUTION.

Board Members asked for clarification that mechanical warranties are for one year. Dr. Livingston responded Climatec warranties the equipment for an additional year. There will be a 2 year warranty on the equipment which is sufficient time to see if there are "lemons" that need replaced. Mr. Neff sought reassurance the District would not be left with having to replace at our cost faulty equipment.

Mr. Neff asked about paragraph 17(b), of the Master Lessee-Purchase Agreement. Mr. O’Shea explained this is standard language and our attorney, Spencer Smith, reviewed this agreement at length. He did not have an issue with this paragraph. Mr. Neff was specifically concerned about the language that would hold the school district responsible for additional fees if the Lessor receives notice from the IRS that the interest on the debt is no longer tax-favored. Dr. Price asked Mr. Neff what he would suggest; Mr. Neff said to strike the paragraph in its entirety. After discussion, Mr. Neff was satisfied that the paragraph would not or need not be stricken from the contract. Again, Mr. O’Shea stated we have no concerns regarding this paragraph. He also shared this financing is considered Bank Qualified debt, which has a lower interest rate and tax benefits to the lender, PNC as the Lessor.

**MOTION:** Dr. Livingston made a motion to adopt the resolution authorizing the Execution and Delivery of a Master Equipment Lease-Purchase Agreement with PNC Equipment Finance, LLC, as lessor, and separate lease schedules thereto and escrow agreement for the acquisition, purchase, financing and leasing of certain equipment within the terms herein provided; authorizing the execution and delivery of other documents required in connection therewith; and authorizing all other actions necessary to the consummation of the transactions contemplated by this resolution subject to the 3rd party engineering validation of the cost saving projections by Climatec. Mr. Neff seconded; the motion carried unanimously.

**7. ADJOURNMENT**

Mr. Neff made a motion to adjourn. Mr. Ruiz seconded; the motion carried unanimously. The meeting adjourned at 12:12 p.m.

Respectfully submitted by,  
Judy Bower, Board Secretary

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Claire Place, Board President

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Peter Livingston, Board Clerk

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Steven Auslander, Board Member

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Jeffrey Neff, Board Member

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Carlos Ruiz, Board Member

## Personnel Items - Board Meeting - May 20, 2013

| <b>Administrator Contracts</b>   | Position              | Reason                 | Site        | FTE  | Salary      | Date     |
|----------------------------------|-----------------------|------------------------|-------------|------|-------------|----------|
|                                  |                       |                        |             |      |             |          |
|                                  |                       |                        |             |      |             |          |
| <b>Certified Contracts</b>       | Position              | Reason (Replace / New) | Site        | FTE  | Salary      | Date     |
| Jennie Levin                     | HS Guidance Counselor | Replace Katie Stika    | TVHS        | 1.00 | \$36,600.00 | 8/5/2013 |
| Joanna Vega                      | 4th Grade Teacher     | Replace Sheri Brown    | TVES        | 1.00 | \$36,711.00 | 8/5/2013 |
| Jayme Adams                      | HS / JH Librarian     | Replace Kate Bradley   | TVHS / EGJH | 1.00 | \$33,600.00 | 8/5/2013 |
| Sarah Finnegan                   | English Teacher       | Replace Jim Christ     | TVHS        | 1.00 | \$36,600.00 | 8/5/2013 |
|                                  |                       |                        |             |      |             |          |
| <b>Administrator Resignation</b> | Position              | Reason                 | Site        | FTE  | Salary      | Date     |
|                                  |                       |                        |             |      |             |          |
|                                  |                       |                        |             |      |             |          |
| <b>Certified Resignations</b>    | Position              | Reason                 | Site        | FTE  | Salary      | Date     |
|                                  |                       |                        |             |      |             |          |
|                                  |                       |                        |             |      |             |          |
|                                  |                       |                        |             |      |             |          |
| <b>Classified Agreements</b>     | Position              | Reason (Replace/New)   | Site        | FTE  | Wage        | Date     |
|                                  |                       |                        |             |      |             |          |
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|                                  |                       |                        |             |      |             |          |
|                                  |                       |                        |             |      |             |          |
| <b>Classified Resignations</b>   | Position              | Reason                 | Site        | FTE  | Wage        | Date     |
|                                  |                       |                        |             |      |             |          |
|                                  |                       |                        |             |      |             |          |
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| <b>Other Resignations</b>        |                       |                        |             |      |             |          |
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|                                  |                       |                        |             |      |             |          |
| <b>OTHER</b>                     |                       |                        |             |      |             |          |
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