

**MINUTES OF SPECIAL MEETING  
OF  
BOARD OF EDUCATION, SCHOOL DISTRICT NO. 172  
ADAMS COUNTY, ILLINOIS  
HELD ON NOVEMBER 24, 2014 AT 8:00 A.M.**

**Meeting Convened**

The Board of Education of School District No. 172, Adams County, Illinois, met in special session November 24, 2014 at 8:00 a.m. the Board of Education Office, located at 1416 Maine Street, Quincy, Illinois, in said school district.

**Roll Call**

The meeting was called to order by President Erwin, who directed the secretary to call the roll. On the call of the roll, the following members were present and answered to their names: Members Ali, Bailey, Erwin, Mays, McNay, Niekamp, and Stone; and the following member was absent: None. Whereupon the president declared that a quorum was present.

**Questions and Comments**

President Erwin opened the meeting to questions and comments to members of the Board, by members of the public and employees of the district, in compliance with state statutes.

Mr. Jeff Kerkhoff commented on the special education findings by ISBE and asked about fees related to the building project. He stated that he is thankful for QPS Superintendent Steve Cobb who has brought his common sense approach from Indiana, QAVTC Director Mark Pfleiger for turning the department around, district auditors, and Board members.

**Selection of Architectural Firms**

*It was moved by Member Stone and seconded by Member McNay to select the architectural firms of Architechnics, Klingner & Associates and Poepping, Stone, Bach & Associates for services to be rendered resulting from passage of the \$89 million Bond Issue contingent upon final approval of the contract agreement.* On the call of the roll, the following members voted Aye: Members Ali, Bailey, Erwin, Mays, McNay, and Stone; and the following member voted Nay: Member Niekamp. Whereupon the president declared the motion carried.

**Special Meeting to be Called**

President Erwin said that a special meeting is being called by three members of the Board for November 26, 2014. Representatives from Holland Construction from Swansea, IL will present information on the construction manager concept for the building project. President Erwin said she was not consulted and is not calling the meeting. She does not think an out-of-town firm should be brought in right out of the gate. Member McNay said it is important for the Board to understand all options—design-bid-build with the architects or use a construction manager. Member Mays said the Board needs to do its due diligence. Voters have approved the building project and also trust in this Board. The Board has to consider this is a six-component project over a five-year period and how to draw it all together. Member Stone said it is the fiduciary responsibility of the Board to explore every option. Member McNay said it is an on-going process and new ideas need to be explored. He was not trying to exclude President Erwin but time is of the essence. Member McNay, Stone and Mays will call the meeting.

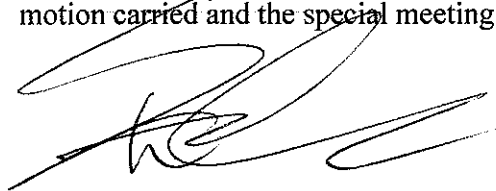
### Resolution Self-Reporting Disclosure Compliance

Business Manager Joel Murphy explained the district's need to participate in the Municipalities Continuing Disclosure Cooperation Initiative, or MCDCI. In connection with the bond financings for the building project, it was brought to light that the district failed to timely update certain financial information for the benefit of the bond market for previous bond issues. After determining there has been widespread violations across the country to the requirements to update information annually and properly disclose past failures to timely comply, the Securities and Exchange Commission (SEC) created the MCDCI. As part of the initiative, the SEC has offered "favorable settlement terms" to issuer and underwriters who self-report any inaccurate statements in offering documents relating to prior continuing disclosure compliance. The Board will participate in the initiative and file a self-reporting questionnaire with the SEC. The self-reporting questionnaire was recommended by the district's financial and legal consultants. Financial information was not willfully withheld but rather it was an interpretation and timing issue. The disclosures were made but after SEC deadlines. There are no financial penalties under the program. More checks and balance are being put in place to help ensure all bond-related financial statements are filed in a timely manner in the future.

*It was moved by Member Bailey and seconded by Member Stone to approve the Resolution authorizing the completion and filing of a self-reporting questionnaire under the SEC's Municipalities Continuing Disclosure Cooperation Initiative and the adoption of a disclosure compliance policy for the district (Doc. Reg. No. (2749). On the call of the roll, the following members voted Aye: Members Ali, Bailey, Erwin, Mays, McNay, and Stone; and the following member voted Nay: Member Niekamp. Whereupon the president declared the motion carried.*

### Adjourn

*At 8:50 a.m., it was moved by Member McNay and seconded by Member Ali that the special meeting adjourn. On the call of the roll, the following members voted Aye: Members Ali, Bailey, Erwin, Mays, McNay, and Stone; and the following members voted Nay: None. Whereupon the president declared the motion carried and the special meeting was duly adjourned.*



Stephanie Erwin  
President



Phyllis Stewart  
Secretary