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Hon. Stephanie A. Miner, Chair  
Mayor  
City of Syracuse

Daniel G. Lowengard  
Superintendent of Schools  
Syracuse City School District

Hon. Patricia Body  
Commissioner  
Board of Education

Hon. Ned Deuel  
Vice President  
Board of Education

Hon. Patrick J. Hogan  
Councilor  
City of Syracuse

Hon. Laurie Menkin  
Commissioner  
Board of Education

Charles P. Merrihew  
Vice President for Engagement &  
External Affairs, Syracuse University

Baye Muhammad  
Syracuse Regional Office Director  
New York State Senate

Hon. Matthew Rayo  
Councilor  
City of Syracuse

Hon. Van B. Robinson  
President  
Syracuse Common Council

**Advisory Staff:**

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Secretary to the Board/Counsel  
City of Syracuse

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City of Syracuse

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Commissioner of Finance  
City of Syracuse

Thomas C. Ferrara, P.E.  
Director of Facilities,  
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Syracuse City School District

Mary Robison, P.E.  
City Engineer  
City of Syracuse

Suzanne Slack  
Chief Financial Officer  
Syracuse City School District

# JSCB

## Joint Schools Construction Board

[www.jscb.us](http://www.jscb.us)

### Minutes

Thursday, October 7, 2010  
8:30 a.m.

**Board members present:** Mayor Stephanie Miner, Pat Body, Ned Deuel, Pat Hogan, Baye Muhammad, Matthew Rayo, Laurie Menkin, Chuck Merrihew and Ned Deuel

**Board members absent:** Superintendent Dan Lowengard

Pat Hogan motioned to accept the minutes of the September 23, 2010 meeting. Pat Body seconded the motion and it was approved 5-0. Matthew Rayo, Van Robinson and Laurie Menkin joined the meeting moments after the minutes were approved.

JSCB Secretary reported that the School District's finance committee met on September 28, 2010 to view the finance presentation similar to what was presented at this meeting.

Bond underwriter Susan Schmelzer delivered a second presentation for the JSCB SIDA Bond issuance-series 2010 project. Tranche II will cover construction costs at Fowler and additional soft costs for Dr. Weeks and H.W. Smith. Once swing space is finalized, the JSCB can move forward with Tranche III which will cover construction costs at H.W. Smith and Dr. Weeks. Capitalized interest has been taken into account with the Tranche II issuance and will cover costs until building aid payment commences. If SED approval is received sometime between the second and fourth week of November, the JSCB would be able to borrow in mid to late November. According to bond counsel at Hiscock and Barclay, the JSCB needs to have SED approval in hand before the bonds can be issued.

\$34.1M is needed for the second tranche. Cost of issuance has come in significantly lower than what was estimated. The soft costs of issuance such as lawyer fees and professional fees, as well as capitalized interests costs have come in lower as well. QSCBs may be incorporated in Tranche III.

Resolution No. 78-2010 to authorize SEQRA determination for the Fowler High School Project is a follow up to Resolution No. 77-2010 to authorize Fowler lead agency. JSCB counsel believes that the Fowler project will not have a significant adverse effect on the environment. Ned Deuel motioned to accept Resolution No. 78-2010. Van Robinson seconded the motion and it was approved 8-0.

Below are Ted Trespasz's prepared notes relative to Resolution No. 79-2010:



Stephanie A. Miner  
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*You have before you a resolution giving your approval to (i) the issuance and sale by the Syracuse Industrial Development Agency of its School Facility Revenue Bonds (Series 2010) (the "Series 2010 Bonds") in an amount not to exceed \$75,000,000 and (ii) the execution by the Chair or other designated officer of the Board of the documents necessary and incident to the issuance of the Series 2010 Bonds and the accomplishment of the Series 2010 Project. You have also been provided with the current draft of the Preliminary Official Statement to be used in connection with the public offering of the Series 2010 Bonds to the public. The Preliminary Official Statement describes all of the aspects of the JSCB, the JSCB Act and the JSCB's efforts to renovate the facilities of the Syracuse City School District. It is intended to present all of the information necessary for a potential bondholder to make an informed decision regarding the risks of investing in the Series 2010 Bonds in accordance with the federal securities laws.*

*The proceeds of the Series 2010 Bonds, together with State Excel aid are to be used for the Series 2010 Project which is comprised of the reconstruction, rehabilitation and construction of Dr. Weeks Elementary School, Clary Middle School, Shea Middle School, H. W. Smith Elementary School and Fowler High School and additions thereto, including the approximate 45 thousand square foot addition to Fowler High School, and the acquisition and installation in all of the forgoing of certain equipment, fixtures and furnishings. The Series 2010 Bonds will be issued by SIDA pursuant to a Trust Indenture by and between SIDA and Manufacturers and Traders Trust Company. M&T also serves as the Trustee for the Series 2008 Bonds. The Bonds are expected to be repaid from State Building Aid payments and the imposition of local real property taxes to cover the debt service not otherwise covered by state building aid.*

*Under the plan of finance, the JSCB, the City and the School District will grant SIDA a real property interest in each of the school buildings involved in the Project and then enter into a 2<sup>nd</sup> supplement to the Installment Sale Agreement executed in connection with the issuance of the 2008 Bonds (the 2<sup>nd</sup> Supplement to Installment Sale Agreement"). The School District will make payments at times and in amounts sufficient to pay the principal of, and interest on the Series 2010 Bonds when due.*

*To aid in the orderly collection and distribution of state building aid payments, the JSCB, the City, the School District and the Office of the State Comptroller have entered into a State Aid Depository Agreement pursuant to which all State aid paid to the School District is collected and apportioned first to the payment of debt service on any outstanding JSCB sponsored Bonds and second to the School District. Amounts so allocated to the payment of debt service on the Series 2008 Bonds and the Series 2010 Bonds serve as a credit to the District's payment obligations under the Installment Sale Agreement and the 2<sup>nd</sup> Supplement to the Installment Sale Agreement.*

*The resolution before you approves of the form of the Indenture, the issuance and sale by SIDA of the Series 2010 Bonds, the 2<sup>nd</sup> Supplement to the Installment Sale Agreement, an amendment to the State Aid Depository Agreement, the bond purchase agreement, the Preliminary and Final Official Statements and the use thereof by the underwriters for the sale of the Series 2010 Bonds, the documents relating to the exclusion from gross income of the holders*

*of the Bonds of the interest on the Series 2010 Bonds for federal and New York State income tax purposes and all of the other documents relating to the issuance and sale by SIDA of the Series 2010 Bonds.*

*The accomplishment of the Series 2010 Project and the issuance of the Series 2010 Bonds are subject to at least the following laws:*

*The JSCB Act, the City's Charter, the NYS General Municipal Law, the NYS Education Law, the Internal Revenue Code of 1986, as amended and the Securities Act of 1933.*

*Pursuant to the JSCB Act, the JSCB's financial plan is under the "supervision" of the NYS Office of the State Comptroller. The School District and the Project are under the supervision of the NYS Department of Education under both the Act and the NYS Education Law.*

*As provided in the Resolution before you, all of the documents referenced therein are subject to review and amendment upon the approval of JSCB staff and JSCB counsel. If the amendments are deemed material, we will return to the Board for additional approvals as needed. Absent the need for additional approvals, this is the last approval required of the JSCB Board for the issuance of the Series 2010 Bonds and the undertaking of the Series 2010 Project.*

*We presented the School District's Budget and Finance Committee with a substantially similar resolution at its September 28th meeting and the School District's BOE is expected to adopt the resolution at its October 13<sup>th</sup> meeting.*

Van Robinson motioned to accept Resolution No. 79-2010 to authorize THE TRANSACTIONS AND EXECUTION AND DELIVERY OF CERTAIN DOCUMENTS CONTEMPLATED IN CONNECTION WITH THE ISSUANCE BY SIDA OF ITS SCHOOL FACILITY REVENUE BONDS (SYRACUSE CITY SCHOOL DISTRICT PROJECT - SERIES 2010 PROJECT). Ned Deuel seconded the motion and it was approved 8-0.

Laurie Menkin motioned to adjourn the meeting. Pat Hogan seconded the motion and all were in favor.