

Rochester Joint Schools Construction Board
Minutes
July 7, 2010
4:30 p.m.

2010-11 Organizational Meeting

Present

Board Chair Kenneth Bell, Members Bob Brown, Randy Henderson, Emeterio Otero (arrived 4:42 p.m.), Brian Roulin; Counsel Ray Miller, Staff Linda Dunsmoor. Vice Chair Carolyn Vitale and member Richard Pifer absent.

Chairman Bell convened the meeting at 4:34 p.m.

Action Items

Motion to name Mr. Bell as Chair, Ms. Vitale as Vice Chair, Mr. Roulin as Treasurer, and Ms. Dunsmoor as Board Clerk by Mr. Brown. Second by Mr. Henderson. Adopted 4-0 with members Vitale, Pifer and Otero absent.

Motion to approve committee assignments as follows by Mr. Brown. Second by Mr. Roulin. Adopted 4-0 with members Vitale, Pifer and Otero absent.

- M/WBE and Services Procurement/Finance: Mr. Bell, Mr. Brown, Mr. Henderson, Mr. Pifer and Mr. Roulin. Committee will meet the third Thursday of the month at 7:30 a.m.
- RJSCB Bylaws to be amended to reflect new committee structure for action at July 26 meeting.

Motion to set monthly meetings for 2010-11 as fourth Monday of the month, 4:30 p.m., by Mr. Brown, second by Mr. Henderson. Adopted 5-0 with members Vitale and Pifer absent. Dates as follows:

July 26	October 25	January 24	April 25
August 23	November 22	February 28	May 23
September 27	December 27	March 28	June 27

Resolution 2010-11: 1
Bond Underwriter

By Member of the Board Brown

WHEREAS, the Rochester School Facilities Modernization Program Act (the "Act") established the Rochester Joint Schools Construction Board ("RJSCB"), a seven voting member board consisting of equal representation by the City of Rochester ("City") and the Rochester City School District ("District"), as well as a member jointly selected by the City and the District; and

WHEREAS, under the Act, the RJSCB has certain enumerated powers to act as agent for the District, the City, or both; and

WHEREAS, the RJSCB conducted a search for a Bond Underwriter to perform the Bond Underwriter Services described in the RFP (defined below), using a process that included issuance of a national Request for

Proposals (the "RFP"), careful review of submitted proposals, interviews, and input from the RJSCB's Financial Advisor; and

WHEREAS, the RJSCB wishes to engage the services of Citigroup Global Markets Inc. (the "Company").

NOW, THEREFORE, BE IT RESOLVED:

1. The Chair of the RJSCB is hereby authorized and directed to retain the Company. In return, the RJSCB shall pay to the Company fees as set forth under the heading "Fees" in the Agreement (as defined in the next paragraph).
2. The Chair is hereby authorized, in the name and on behalf of the RJSCB, to execute and deliver an engagement agreement (the "Agreement") with the Company in the form presented at today's meeting, with such changes as the Chair may approve (his signature thereon being conclusive evidence of such approval).
3. The Officers and staff of the RJSCB are hereby authorized and directed for and on behalf of the RJSCB and in its name to do all acts and things required or provided by the provisions of the Agreement, and to execute and deliver all such additional certificates, and to do all such further acts and things as may be necessary, or in the opinion of the officer or staff member so acting, desirable and proper to effect the purposes of the foregoing resolutions and to cause compliance by the RJSCB with all of the terms, covenants and provisions of the Agreement and make the Agreement binding upon the RJSCB.

***Second by Member of the Board Otero
Adopted 5-0 with members Vitale and Pifer absent.***

Other

Chairman Bell asked if anyone in the audience would like to address the Board. Windell Gray of Landon & Rian thanked the Board its resolution concerning his firm approved June 28. Gilbane Building Co. Program Director, Tom Rogér, introduced his team members in attendance and suggested that a new program name be used going forward, as "FMP" conflicts with the acronym for Facilities Master Plan. Board members discussed the suggestion, agreeing by consensus to use "Rochester Schools Modernization Program" rather than "Facilities Modernization Program."

Adjournment

Motion by Mr. Henderson. Second by Mr. Roulin. Adopted 5-0 at 4:55 p.m.