

EXTRACT OF MINUTES OF MEETING  
OF THE SCHOOL BOARD OF  
INDEPENDENT SCHOOL DISTRICT NO. 857  
LEWISTON – ALTURA PUBLIC SCHOOL DISTRICT  
WINONA COUNTY, MINNESOTA

Pursuant to due call and notice thereof, a special meeting of the School Board of Independent School District No.857, Lewiston-Altura Public School District, Winona County, Minnesota, was duly held in the School District on August 28<sup>th</sup>, 2023, commencing at 7:00 o'clock p.m.

The following members were present:

and the following were absent:

Member \_\_\_\_\_ introduced the following resolution and moved its adoption:

**RESOLUTION APPROVING A JOINT POWERS AGREEMENT FOR THE  
ACQUISITION AND BETTERMENT OF AN EDUCATION FACILITY IN  
WINONA, MINNESOTA; AND TAKING OTHER ACTIONS WITH RESPECT  
THERE TO**

BE IT RESOLVED by the School Board (the “Board”) of Independent School District No.857, Lewiston – Altura School District, Winona County, Minnesota (the “District”), as follows:

1. Background.

(a) The District is a member of the Hiawatha Valley Education District (the “HVED”). HVED is an education district duly formed and organized pursuant to Minnesota Statutes, Sections 123A.15-123A.19, and a Joint Powers Agreement dated September 1, 1988, as amended.

(b) The members of HVED (including the District) are: Independent School District No. 299 (Caledonia); Independent School District No. 227 (Chatfield); Independent School District No. 533 (Dover-Eyota); Independent School District No. 300 (La Crescent-Hokah); Independent School District No. 229 (Lanesboro); Independent School District No. 857 (Lewiston-Altura); Independent School District No. 238 (Mabel-Canton); Independent School District No. 2899 (Plainview-Elgin-Millville); Independent School District No. 239 (Rushford-Peterson); Independent School District No. 297 (Spring Grove); Independent School District No. 858 (St. Charles); Independent School District No. 811 (Wabasha-Kellogg) (collectively, the “Member Districts”).

(c) The HVED provides special education and related services, alternative education programs and other education-related programs and services to children who are enrolled in the Member Districts.

(d) The governing board of the HVED (the "Governing Board") has determined that it is in the best interests of the HVED and the Member Districts to (i) acquire land and an existing building located in the City of Winona, Minnesota (the "Property"), and (ii) construct, renovate, improve and equip the existing building and site to serve as a new education facility (hereinafter the "Education Facility") which will be used by the HVED to provide special education and related services, alternative education programs and other services to the Member Districts.

(e) The Governing Board has proposed that each of the Member Districts and the HVED enter into a certain Joint Powers Agreement (the "Joint Powers Agreement") to establish a framework for financing the acquisition, betterment, and maintenance of the Education Facility through a lease-purchase financing (the "Lease Agreement").

(f) The Board has been informed by the administration and the HVED of the terms and conditions of the Joint Powers Agreement, including the requirement that the lease payments on the Lease Agreement shall be apportioned among the Member Districts using the method of apportionment specified in the Joint Powers Agreement, and the requirement that no Member District shall be permitted to withdraw from the Joint Powers Agreement prior to June 30 of the year in which the full payment of the Lease Agreement, or any refunding of the Lease Agreement, is made.

(g) The Board hereby finds and determines that it is necessary and expedient to the sound financial management of the affairs of the District to enter into the Joint Powers Agreement for the purpose of financing the acquisition, betterment, and maintenance of the Education Facility in accordance with the terms and conditions of the Joint Powers Agreement. The Board further finds that execution of the Joint Powers Agreement and the District's performance of its obligations thereunder are necessary and desirable and are in the best interests of the District.

2. Approval of Joint Powers Agreement. The Joint Powers Agreement is hereby approved in substantially the form now on file with the Board, subject to modifications as shall be deemed necessary, desirable, or appropriate, the execution thereof to constitute conclusive evidence of approval of any and all modifications therein. The Board Chair and Clerk are hereby authorized and directed to execute and deliver the Joint Powers Agreement on behalf of the District.

3. Concurrence with Lease Agreement. The Board concurs with the financial obligation represented by the Lease Agreement, including any refunding of the Lease Agreement, as set forth in the Joint Powers Agreement.

4. No Closing; Resolution Void. If the purchase and sale of the Property contemplated by the Joint Powers Agreement does not close, this Resolution shall automatically be deemed null and void without further action by the Board.

The motion for the adoption of the foregoing resolution was duly seconded by Member \_\_\_\_\_ . The vote of the Board members is recorded as follows:

The following voted in favor thereof:

and the following voted against the same:

whereupon said resolution was declared duly passed and adopted.

STATE OF MINNESOTA     )  
  )  
COUNTY OF WINONA     ) ss.  
  )  
INDEPENDENT SCHOOL     )  
DISTRICT NO.857         )

I, the undersigned, being the duly qualified and acting Clerk of Independent School District No. 857, Lewiston – Altura Public School District, Winona County, Minnesota (the “District”), hereby certify that I have carefully compared the attached and foregoing extract of minutes of a [regular][special] meeting of the School Board of the District held on August 28, 2028, with the original minutes on file in my office and the extract is a full, true and correct copy of the minutes insofar as they relate to approving a joint powers agreement for the acquisition and betterment of an education facility in Winona, Minnesota.

WITNESS My hand as Clerk this 28th day of August, 2023.

---

Dave Pringle  
Clerk of the School Board  
Independent School District No.857  
Lewiston – Altura Public School District,  
Winona County, Minnesota

]