

**EXTRACT OF MINUTES OF MEETING
OF SCHOOL BOARD OF
INDEPENDENT SCHOOL DISTRICT NO. 110
WACONIA, MINNESOTA**

Pursuant to due call and notice thereof, a meeting of the School Board of Independent School District No. 110, Waconia, Minnesota, was held on the 3rd day of March, 2014, at 7:00 p.m.

The following Board members were present: Rothstein, Weinand, Thom, Varble, Erickson, Griffin, Bullis

and the following were absent: none

Member Weinand introduced the following resolution and moved its adoption:

**RESOLUTION APPROVING THE DISSOLUTION OF THE
CARVER-SCOTT EDUCATIONAL COOPERATIVE NO. 930 AND APPROVING
AMENDMENT TO JOINT POWERS AGREEMENT**

WHEREAS, through a joint agreement entered into on October 12, 1976 by several school districts, the Carver-Scott Cooperative Center was established and operated as a vocational education cooperative center under Minn. Stat. § 123.351 (1974); and

WHEREAS, subsequently, the Carver-Scott Cooperative Center was renamed as the Carver-Scott Educational Cooperative No. 930 ("CSEC"); and

WHEREAS, the School District is presently a member of the CSEC; and

WHEREAS, the aforementioned joint agreement provides that the CSEC may be dissolved if the majority of the school districts who are members of the CSEC agree

to terminate the agreement and dissolve CSEC's governing board; and

WHEREAS, Minn. Stat. § 123A.22, subd. 9 further provides that the boards of each participating school district may agree to dissolve a cooperative center effective at the end of any school year or at an earlier time as they may mutually agree, and that upon receipt of the dissolution resolutions from the boards of the member school districts, the governing board shall file a certified copy of each such resolution with the county auditors of the counties affected.

WHEREAS, the School Board has been advised by the administration that the educational services CSEC has provided to the School District in the past are now being provided by the SouthWest Metro Educational Cooperative ("SWMetro"), of which the School District is also a member; and

WHEREAS, given that the School District will continue to receive educational services from SWMetro of the type previously provided by CSEC, it is no longer necessary to maintain CSEC as an active cooperative center; and

WHEREAS, the School District and CSEC are parties to a joint powers agreement dated January 9, 2006 (the "Joint Powers Agreement") wherein CSEC agreed (among other terms) to exercise its option to purchase certain real estate in the City of Waconia (the "Waconia Property") upon full payment of a lease-purchase agreement dated August 4, 2005 between CSEC and All Points Funding LLC; and

WHEREAS, upon acquiring title to the Waconia Property, CSEC agreed to convey and transfer ownership of that real estate to the School District pursuant to the terms of the Joint Powers Agreement; and

WHEREAS, CSEC and the School District entered into Letter of Agreement dated April 17, 2012 which amended the Joint Powers Agreement to address additional obligations by the parties with respect to the Waconia Property; and

WHEREAS, the administration has recommended that the School Board take action to approve the dissolution of CSEC; and

WHEREAS, Capital One Public Funding, the successor to All Points Funding LLC, has agreed to amend the lease-purchase agreement by replacing CSEC with SWMetro as the lessee; and

WHEREAS, in light of the amendment to the lease-purchase agreement which has made SWMetro the new lessee in place of CSEC, it is necessary to amend the Joint Powers Agreement so that its terms are made applicable to SWMetro, rather than CSEC.

NOW, THEREFORE, BE IT RESOLVED by the School Board of Independent School District No. 110, as follows:

1. CSEC shall be dissolved effective the day after the date that CSEC's governing board approves the dissolution of CSEC; and
2. For the purpose of providing notice to the county auditor, as required by Minn. Stat. § 123A.22, subd. 9, the Clerk is hereby authorized to deliver to CSEC's Executive Director a copy of this Resolution along with a certification executed by the Clerk attesting that said Resolution is a true and correct copy of the Resolution approved by the School Board.
3. The Board Chair and Clerk are hereby authorized to execute and deliver

an amended Joint Powers Agreement in which SWMetro assumes all of CSEC's rights and obligations with respect to the Joint Powers Agreement (including those in the Letter of Agreement dated April 17, 2012).

The motion for the adoption of the foregoing resolution was duly seconded by Member Bullis and upon vote being taken thereon, the following voted in favor thereof:

Rothstein, Weinand, Thom, Varble, Erickson, Griffin, Bullis

and the following voted against: none

whereupon said resolution was declared duly passed and adopted.

CERTIFICATION

STATE OF MINNESOTA)
) ss.
COUNTY OF CARVER)

I, the undersigned, being the fully qualified and acting Clerk of Independent School District No. 110, hereby certify that the attached and foregoing is a full, true and correct transcript of the minutes of a meeting of the School Board of Independent School District No. 110 duly called and held on the date therein indicated, so far as such minutes relate to a Resolution Approving the Dissolution of the Carver-Scott Educational Cooperative No. 930 and Approving Amendment to Joint Powers Agreement, and that said resolution included therein is a full, true and correct copy of the original thereof.

WITNESS MY HAND officially as such Clerk this 3rd day of March, 2014.

By: 
Clerk of the School Board
Independent School District No. 110