

Document Status: District Use Only

4:40 Debt Management

The policies set forth in this Debt Management Policy (the "Policy") have been developed to provide guidelines relative to the issuance, sale, statutory compliance, and investment of bond proceeds by Oak Park Elementary School District 97 (the "District"). The District recognizes that the foundation of any well-managed debt program is a comprehensive debt policy. For purposes of this policy, "debt" is defined as any short-term or long-term obligation to repay principal and interest on a loan whether for operating purposes or capital expenditures and including but not limited to general obligation bonds, notes, warrants, leases, alternate bonds, limited tax bonds, debt certificates, installment contract certificates and any other forms of indebtedness. While the issuance of debt can be an appropriate method of financing for capital projects, careful and consistent monitoring of such debt issuance is required to preserve the District's credit strength, ISBE financial profile score, budget, and financial flexibility. This policy will serve the District in determining the appropriate uses for debt financing and debt structures as well as establishing prudent debt management goals.

Key financial management tools and goals that are linked to the Policy include the Finance Goals and Objectives (see 4:12). [PRESSPlus1](#)

Section I. Purpose and Goals:

The purpose of the Policy is to provide a functional tool for debt management and to enhance the District's ability to manage its debt in a prudent manner. The Policy will establish standards regarding the timing and purposes for which debt may be issued, types and amounts of permissible debt and structural features that may be incorporated. These standards constitute realistic goals that the District can expect to meet, and will guide, but not bind, debt management decisions. In following this Policy, the District shall adhere to the following goals:

- The Board of Education (Board) will avoid issuing debt for payment of operating expenses unless needed to meet short-term cash flow needs, and in those instances, will follow the Boundary Guidelines as detailed in 4:12.
- The District shall endeavor to attain the highest possible credit rating for each debt issue in order to reduce interest costs, within the context of preserving financial flexibility and meeting capital funding requirements. The District shall structure new bonds so that the aggregate bonded debt is consistent with a level total debt service payment structure. (See Section III, Paragraphs A and B)
- The District shall consider all practical precautions and proactive measures to avoid any financial decision which will negatively impact current credit ratings on existing or future debt issues.
- The District shall consider the impact of any proposed debt on the District's ISBE financial profile designation.
- The District shall comply with statutory debt limits in relation to the equalized assessed value growth within the school district and the tax burden needed to meet long-term capital requirements.
- The District shall, when planning for the issuance of new debt, consider the impact of such new debt on overlapping debt and the financing plans of local, state and other governmental units which overlap with the District.

Section II. Authorization:

Illinois laws authorize the issuance of debt by the District and confer upon it the power and authority to make lease payments, contract debt, borrow money, and issue bonds for public improvement projects. Under these provisions, the District may contract debt to pay for the cost of acquiring, constructing, reconstructing, rehabilitating, replacing, improving, extending, enlarging, and equipping such projects, or to refund existing debt or to provide for cash flow needs.

- A. *Periodic Review* The Policy shall be reviewed and updated periodically and presented to the Board for approval as necessary. At a minimum, FORC will review this policy and provide a copy to bond counsel prior to the submission of a bond referendum to the electorate and make any needed recommendations to the Board. The Superintendent or Designee is the designated administrator of the Policy and has overall responsibility, with the Board's approval, for decisions related to the structuring of all District debt issues. The Board is the obligated issuer of all District debt and awards all purchase contracts for any debt issuances.

Section III. Structure of Debt Issues and Guidelines:

- A. *Debt Service Structure* - The District shall design the financing schedule and repayment of debt so as to take best advantage of market conditions, provide flexibility, and as practical, to recapture or maximize its credit for future use. Annual debt service payments will generally be amortized on an aggregate level debt service basis; however, more rapid principal amortization may occur where permissible to meet debt repayment goals.
- B. *Maturity of Debt* - The District will typically not issue Debt Service Extension Based bonds with greater than a five year maturity. The duration of a debt issue shall be consistent, to the extent possible, with the economic or useful life of the improvement or asset that the issue is financing. The length of maturity of any debt instrument shall be equal to or less than the useful life of the asset(s) being financed.
- C. *Capitalized Interest* - Unless required for structuring purposes (e.g. first interest payment due before levy dollars are received), the District will avoid the use of capitalized interest in order to avoid unnecessarily increasing the bond size and interest expense.
- D. *Derivatives* - The District shall not employ derivative products as approved by the State of Illinois such as swaps and swaptions unless the financial results achievable through the use of these products are substantially better than the results that could be attained through the issue of traditional fixed rate debt. If derivative products are used, the notional value of the derivative will not exceed the value of the issued debt, and the derivative contract will commence at the time of the debt issuance. The District shall consider a competitive process to select providers of such products to the extent applicable. All risks will be evaluated prior to entering into a derivative transaction, including but not limited to, basis risk, tax risk, counter-party risk, termination risk, liquidity renewal risk, remarketing risk, and credit risk. The District will adopt a separate swap policy when, and if, it enters into a swap.
- E. *Impact on Operating Budget* - When considering any debt issuance, the potential impact of debt service and additional operating costs

induced by new projects on the operating budget of the District, both short and long-term, will be evaluated. The District shall avoid issuing bonds payable through the operating funds greater than a five year maturity.

- F. *Debt Limitation* - Limitations on school district bonded indebtedness are determined in relationship to a district's equalized assessed value (EAV) of real property. Section 19-1 of the Illinois School Code limits the District's total outstanding debt as defined by law.
- G. *Reporting of Debt* - The Annual Audit of the District's Financial Statements will serve as the repository for statements of indebtedness.
- H. *Monitoring Outstanding Debt*
 - 1. FORC and the Board will monitor all forms of debt annually and include an analysis in the District's financial planning program. Concerns and recommended remedies will be reported to FORC and the Board as necessary.
 - 2. The Superintendent or Designee will monitor bond covenants and federal regulations concerning debt, and adhere to those covenants and regulations at all times.
- I. *Arbitrage* - All issuances and funds subject to arbitrage constraints shall be monitored by the Superintendent or Designee and have arbitrage liability calculations performed in a timely manner.
- J. *Investment of Bond Proceeds* - Investment of bond proceeds shall at all times be in compliance with the District's adopted investment policy (see 4:30), comply with federal arbitrage regulations and meet all requirements of bond proceed covenants.

Section IV. Financing Team Members:

The District may use the services of professional service providers, such as Bond Counsel, Legal Counsel, Independent Financial Advisors, Underwriters, Bond Rating Analysts, or other debt management advisors in order to assist the District with the effective management of its debt.

All financing team members will be required to provide full and complete disclosure, under penalty of perjury, relative to any and all agreements with other financing team members and outside parties. The extent of the disclosure may vary depending on the nature of the transaction. The underwriter shall provide all disclosures required by law and MSRB rules, including, but not limited to, the inherent potential conflicts in negotiated sale conditions. All financing team members shall abide by the Board's code of ethics as well as State and Federal laws.

Section V. Related Issues:

- A. *Financial Disclosure* - The District will follow a policy of full disclosure on every financial report and official statement, voluntarily following disclosure guidelines provided by the Government Finance Officers Association for financial reporting and budget presentation, the disclosure requirements of the Securities and Exchange Commission, and arbitrage and rebate restrictions imposed by the Internal Revenue Service. To the extent necessary, professional service providers will be used to insure compliance with continuing disclosure requirements, SEC Rule 15c2-12, as amended from time to time. The District will maintain a post-issuance compliance and record-keeping policy addressing: Continuing Disclosure requirements, IRS Arbitrage and Rebate Disclosure, as well as Use of Facilities requirements to maintain IRS tax status.
- B. *Review of Financing Proposals* - All capital financing proposals involving a pledge of the District's credit through the sale of securities, execution of loans or lease agreements or otherwise directly or indirectly the lending or pledging of the District's credit initially shall be referred to the Superintendent or Designee who shall determine the financial feasibility of such proposal and make recommendations accordingly to FORC and the Board.
- C. *Establishing Financing Priorities* - The Superintendent or Designee shall administer and coordinate the Policy and the District's debt issuance program and activities, including timing of issuance, method of sale, structuring the issue and marketing strategies. The Superintendent or Designee shall, as appropriate, report to the Superintendent, FORC, and the Board regarding the status of the current and future year programs and make specific recommendations.
- D. *Rating Agency, Credit Enhancer, and Investment Community Relations* - The District shall endeavor to maintain a positive relationship with the investment community. The Superintendent or Designee along with any necessary advisors shall meet with, make presentations to, or otherwise communicate with the rating agencies, bond insurers and credit enhancers on a consistent and regular basis in order to keep the agencies informed concerning the District's capital plans, debt issuance program, and other appropriate financial information. The District will make every reasonable effort to maintain its high quality credit ratings. The District will seek to maintain or improve its current bond rating and will specifically discuss with FORC and the Board of Education any proposal which might cause that rating to be lowered. The Superintendent or Designee shall, as necessary, prepare reports and other forms of communication regarding the District's indebtedness, as well as its future financing plans. This includes information presented to the media and other public sources of information. To the extent applicable, such communications shall be posted on the District's website.
- E. *Call Provisions* - The District will seek to optimize the cost/benefit trade-off from optional redemption call provisions, consistent with its desire to obtain the flexibilities of call provision on bonds when compared to obtaining the lowest possible interest rates on its bonds. The District and its financial advisor will evaluate optional redemption provisions for each issue to assure that the District does not pay unacceptably higher interest rates to obtain advantageous calls.
- F. *Credit Enhancement* - For competitive sales the District will provide the option for the purchaser to obtain credit enhancement, such as municipal bond insurance, at the purchaser's option and cost. In the event of a negotiated sale, the District will seek credit enhancement when necessary for marketing purposes or to make the financing more cost effective.
- G. *Competitive versus Negotiated Debt Issuance* - The District may conduct bond sales on either a Competitive or Negotiated basis. Competitive sales entail the use of a Financial Advisor to set the terms of the sale to encourage as many Underwriter bidders as possible. Negotiated financing allows the District to sell the initial offering to an Underwriter or Underwriting Syndicate. Such determination may be made on an issue-by-issue basis for a series of issues or for part or all of a specific financing program. The underwriting team is selected through a competitive process, but the ultimate decision will be based upon the team's qualifications.
- H. *Refunding and Restructuring Policy* - Whenever deemed to be in the best interest of the District, the District shall consider refunding or restructuring outstanding debt when financially advantageous or beneficial for structuring. The Superintendent or Designee shall review a net present value analysis of any proposed refunding in order to make a determination regarding the cost-effectiveness of the proposed refunding.
- I. *Tax Anticipation Notes or Warrants* - The District's Fund Balance Policy is designed to provide adequate cash flow to avoid the need for

Tax Anticipation Notes or Warrants through the establishment of designated and undesignated fund balances sufficient to maintain required cash flows and provide reserves for unanticipated expenditures, revenue shortfalls and other specific uses. The District may issue Tax Anticipation Notes or Warrants in a situation beyond the District's control or ability to forecast when the revenue source will be received subsequent to the timing of funds needed.

- J. **Variable Rate Debt** - To maintain a predictable debt service burden, the District gives preference to debt that carries a fixed interest rate. The District, however, may consider variable rate debt to diversify its debt portfolio, reduce interest costs, increase repayment flexibility and match the durations of assets and liabilities. Prior to issuing variable rate instruments, District staff and the financial advisor will analyze the savings available in comparison to fixed rate instruments and evaluate and quantify the risks associated with the variable rate debt. The most recent ten-year average of the BMA Index may be used as a benchmark for determining the variable rate debt cost. Ancillary costs for remarketing, liquidity, or broker-deal and tender agent fees should also be reflected in the analysis.
1. As long as variable rate debt is outstanding, the District will actively monitor and evaluate market conditions and will determine if it is appropriate and cost efficient to convert the variable rate debt to fixed interest rates.
 2. Consistent with rating agency guidelines, the percentage of unhedged variable rate debt outstanding at the time of any debt issuance shall not exceed the upper limit for such debt specified by the rating agencies. Unhedged variable rate debt representing 15 percent of District's total outstanding debt is an acceptable upper limit.
 3. For purposes of this limitation, variable rate debt is considered hedged if it is subject to an interest cap, has been synthetically converted to a fixed rate, or if short-term investments offset variable rate debt exposure. Short-term District investments for purposes of this limitation shall include monies invested and maintained for working capital and liquidity purposes.
- K. **Transaction Records** - Superintendent or Designee or designee shall maintain complete records of decisions made in connection with each financing, including the selection of the financing team members, the structuring of the financing, and selection of investment products. The Superintendent or Designee shall timely provide a summary of each financing to FORC and the Board.
- L. **Special Situations** - Changes in capital markets or the law, District programs and other unforeseen circumstances may from time to time produce situations that are not contemplated by the Policy. These situations may require deviation from or exceptions to certain aspects of this guiding policy in order to achieve other overarching policy goals. Management flexibility is appropriate and necessary in such situations, provided specific authorization is received from the Board of Education. Action by the Board of Education deviating from this policy shall be deemed to constitute a waiver of the policy provision with which such action conflicts, and no formal policy waiver action will be required.

Bond Issue Obligations [PRESSPlus2](#)

In connection with the Board's issuance of bonds, the Superintendent shall be responsible for ensuring the District's compliance with federal securities laws, including the anti-fraud provisions of the Securities Act of 1933, as amended and, if applicable, the continuing disclosure obligations under Rule 15c2-12 of the Securities Exchange Act of 1934, as amended.

Additionally, in connection with the Board's issuance of bonds, the interest on which is excludable from gross income for federal income tax purposes, or which enable the District or bond holder to receive other federal tax benefits, the Board authorizes the Superintendent to establish written procedures for post-issuance compliance monitoring for such bonds to protect their tax-exempt (or tax-advantaged) status.

The Board may contract with outside professionals, such as bond counsel and/or a qualified financial consulting firm, to assist it in meeting the requirements of this subsection. [PRESSPlus3](#)

LEGAL REF:

Securities Act of 1933, 15 U.S.C. §77a et seq.

Securities Exchange Act of 1934, 15 U.S.C. §78a et seq.

17 C.F.R. §240.15c2-12.

Bond Issue Notification Act, 30 ILCS 352/

Local Government Debt Reform Act, 30 ILCS 350/

Tax Anticipation Note Act, 50 ILCS 420/.

The School Code, 105 ILCS 5/1-1 et seq.;

The Bond Authorization Act, 30 ILCS 305/2, and other state and federal laws

CROSS REF: 2:105 Ethics and Gift Ban; 4:12 Finance Goals and Objectives; 4:30 Revenue and Investments

Adopted: ~~May 5, 2014~~

Questions and Answers:

***Required Question 1. See Comment PRESSPlus 1. What title would the Board like to list in this policy as the person who performs the duties described? You may enter Superintendent, Business Manager, Chief School Business Official, or another locally-equivalent title.

Answer:

***Required Question 2. See Comment PRESSPlus 2. Has the Board adopted the new, optional subsection Bond Issue Obligations? Type yes to adopt this language, or type no if the Board did not adopt the Bond Issue Obligations subsection.

Answer:

***Required Question 3. See Comment PRESSPlus 3. If the Board has adopted the optional Bond Issue Obligations section, the final paragraph is optional. Type yes to adopt the final paragraph, or type no if the Board did not adopt the Bond Issue Obligations subsection.

Answer:

PRESSPlus Comments

PRESSPlus 1. Boards that employ business managers may want to substitute "Business Manager", "Chief School Business Official", or another locally-equivalent title for "Superintendent or designee" and "Superintendent" as they appear throughout this policy; the business manager most commonly performs the duties described in this policy. Please see **Question 1** to indicate the appropriate title for your district. **Issue 97, January/February 2018**

PRESSPlus 2. For continuous improvement purposes, a new, optional section has been added to expressly address districts' obligations to comply with federal securities laws in connection with bond issues, and to authorize the creation of written procedures to protect the status of tax-exempt (or otherwise tax-advantaged) bonds issued by a board. As a matter of best practice and to reduce potential future liabilities, many attorneys recommend that board policy address these obligations. Consult the board attorney and/or bond counsel for guidance.

The Internal Revenue Service strongly encourages, but does not currently require, issuers of tax-exempt bonds to establish written post-issuance compliance monitoring procedures. For guidance regarding the recommended content of such procedures, see *IRS Publication 4079, Tax-Exempt Governmental Bonds*, at www.irs.gov/pub/irs-pdf/p4079.pdf. Such procedures may be included in a written bond resolution for a specific bond issue, and/or they may be established more generally. Consult the board attorney and/or bond counsel regarding the establishment of such procedures for tax-exempt bonds.

For a detailed set of sample procedures designed to facilitate a district's compliance with disclosure requirements of federal securities laws, see 4:40-AP, *Preparing and Updating Disclosures*, available by logging in to PRESS Online at www.iasb.com.

Please see **Question 2** to indicate whether your Board has adopted this new, optional section. **Issue 97, January/February 2018**

PRESSPlus 3. The final paragraph in this subsection is optional. Boards that regularly utilize outside professionals to assist them in meeting bond disclosure requirements may want to include this language to memorialize their current practice. Contracts for the services of individuals possessing a high degree of professional skill, such as attorneys and financial consultants, are exempt from competitive bidding requirements. 105 ILCS 5/10-20.21(a)(i). See **Question 3** to delete the last paragraph of this subsection if the board does not want to include a sentence in this policy that addresses the use of outside professionals for assistance with compliance. **Issue 97, January/February 2018**