

St. Ansgar, Iowa
December 21, 2016

The St. Ansgar Community School District is an Equal Employment Opportunity and Affirmative Action Educational Agency.

The Board of Directors of the St. Ansgar Community School District met in special session in the High School Media Center at 5:01 P.M.

Present: Directors Tara Bork, Will Morrow, Kyle Tabbert, Lindsey Falk, Steve Groth, Donna Brumm, and Michelle Mayer. Superintendent Jody Gray. Secretary Lisa Groth. Attorney Pat Rourick and approximately forty seven guests were also present.

The meeting was called to order by President Bork. Tabbert moved duly 2nd by Morrow to approve the agenda. Ayes-Morrow, Tabbert, Falk, Groth, Brumm, Mayer, and Bork. Nays-None.

At 5:02 P.M. a public hearing on the Proposed Sale of Real Estate (Old Elementary Building and Site) was opened. The following citizens spoke during the hearing: Lynn Kirchgatter, Maggi Steele, Amanda Kimber, Kathy Falk, Brenda Esdohr, Ashley DeMaris, Michael Esdohr, Eric Sparrow, Zack Carlson, Duane Tesch, Ken Howe, Josh Brynes, Lori Mayer, Tyler McKinley, Bryan McKinley, Liz Meyerhofer, and David Falk. There were varying opinions expressed about what the school district should do with the old elementary building. Some of the topics talked about were traffic, not wasting a sound building, demolition and lots for new homes, giving the St. Ansgar Historic School Project, Inc. the opportunity to repurpose the old building, how many people may be impacted by each of the options that the board has to consider, spending the same amount of school funds on each offer to purchase, an opportunity to draw people to the community, bringing more educational opportunities to the community, see old elementary as low rent and it should have geothermal, utilities for the building and being realistic about the building, the structural soundness of the building, possible educational uses for the building, the historic importance of the building to the community, a quote to demolish the building that is good for two and a half years, not wasting taxpayer dollars with demolition, if taxpayers see the district wasting money they may not support the PPEL Levy vote next year, a review of the St. Ansgar Historic School Project, Inc. Documents for St. Ansgar School Board Meeting that were distributed at the meeting, hating to see a building go to waste, and the difficulty in remodeling the building and making it handicap accessible. The hearing closed at 5:47 P.M.

The board recessed at 5:50 P.M.

Director Mayer left at 5:52 P.M.

The board reconvened at 6:15 P.M.

President Bork reviewed what she and a few of the stakeholders had discussed during the recess. They discussed whether the City of St. Ansgar is willing to be a fiscal agent, the school restricting funds for a period of time to help with demolition costs of the building, and whether DNR grants would continue to be available.

The board held a lengthy discussion on the purchase proposals that they had before them. If either of the proposals were to change the board would need to go through the hearing process again. Topics that the board discussed were demolition costs, asbestos removal costs, DNR Grants available, the additional cost to the district to maintain the building when the process of selling the building is delayed, the school district counter proposal to the St. Ansgar Historic School Project, Inc. offer, stewardship of taxpayer dollars, whether the St. Ansgar EDC would still be interested in the property if the school board chose the

St. Ansgar Historic School Project, Inc. offer, and mortgages and liens against the property while the school district had funds restricted for demolition costs.

The board talked about their options tonight so a final decision could be made without having to delay the sale process and have another hearing.

The board discussed putting their counter proposal in the form of a motion and talked about what would be in the motion.

The board recessed at 7:19 P.M. so Attorney Rourick could talk with Judge McKinley.

The board reconvened at 7:26 P.M.

MOTION OF COUNTEROFFER TO ST. ANSGAR HISTORIC SCHOOL PROJECT, INC. AND
CONDITIONAL ACCEPTANCE OF OFFER(S)

At a meeting held on the 21st day of December, 2016, the following Motion was made by the Board of Directors of the St. Ansgar Community School District:

WHEREAS, the Board of Directors, St. Ansgar Community School District, intends to sell all its interest the former elementary school building, and has received an offer from the St. Ansgar Historic School Project Inc., an Iowa non-profit corporation; and,

WHEREAS, the Board of Directors, has determined after the public hearing held December 21, 2016, and after considering comments and objections, and a review of the amended offer to purchase the elementary school building by St. Ansgar Historic School Project, Inc., an Iowa nonprofit corporation, dated December 2, 2016, that this Board make the following counteroffer;

MOVED THAT, the Board of Directors accepts the amended offer from the St. Ansgar Historic School Project, Inc. provided all the following counteroffer terms are accepted by St. Ansgar Historic School Project, Inc.:

1. The School agrees to place \$125,000.00 in restricted PPEL funds solely for the purpose of demolishing the old elementary building;
2. Said restricted funds are solely for the purpose of demolition of the building, and demolition of said building must be completed by October 1, 2019, to be eligible for said restricted funds; however, if the building is not demolished by October 1, 2019, all restrictions on said \$125,000.00 will be removed and said restrictions will be null and void.
3. The St. Ansgar Historic School Project, Inc., if it accepts the counteroffer, shall be entitled to take possession March 1, 2017.
4. There will be no reversion of the old elementary building or real property to the St. Ansgar Community School District.
5. The St. Ansgar Community School District agrees to fill in the area where the playground equipment was removed.
6. The Board agrees to enter into a 28E Agreement with the City of St. Ansgar regarding the use of said above restricted funds for demolition of the old elementary building, if the City agrees; if not, then the Board agrees to enter into a similar 28E Agreement with the St. Ansgar Historic School Project, Inc., if allowed by law. If the City does enter into a 28E Agreement with the School regarding the restricted funds for demolition of the old elementary building, there shall be no mortgages or liens of any kind against the old elementary building and real property prior to October 1, 2019.
7. St. Ansgar Historic School Project, Inc. has until Noon of January 11, 2017 to accept this counteroffer.

NOW, THEREFORE, the Board of Directors, St. Ansgar Community School District, St. Ansgar, Iowa, hereby authorizes the Board President, Board Secretary, and Superintendent to make this counteroffer, and if the counteroffer terms are accepted, said Board President, Board Secretary, and Superintendent are hereby authorized and directed to execute an acceptance to the St. Ansgar Historic School Project, Inc., any conforming contract for sale of said real estate, Quit Claim Deed conveying same

said property, 28E Agreement, and are hereby further authorized to execute any and all other documents consistent with the terms of said counteroffer if accepted and take all other actions necessary to carry out the sale of the property, all subject to the terms and conditions of the above Motion, and pursuant to Iowa Code Section 297.22; and, if the counteroffer terms are not accepted by the deadline, said Board President, Board Secretary, and Superintendent are hereby authorized and directed to execute an acceptance to the Economic Development Corporation Offer, any conforming contract for sale of said real estate, Quit Claim Deed conveying same said property, and are hereby further authorized to execute any and all other documents consistent with the terms of said offer and take all other actions necessary to carry out the sale of the property, all subject to the terms and conditions of the above Motion, and pursuant to Iowa Code Section 297.22.

So moved by Board Member Morrow and seconded by Board Member Brumm that the foregoing motion be adopted. The motion was duly put to vote of the Board of Directors, the ayes and nays were called and the vote thereon was as follows: AYES: Groth, Brumm, Bork, Morrow. NAYS: Tabbert, Falk.

Whereupon the Board of Directors declared the motion duly carried and duly adopted.

Approved by the St. Ansgar Community School District Board of Directors this 21st day of December, 2016.

The meeting adjourned at 7:33 P.M.

Attachments to the board minutes may be viewed at the Board Secretary's Office. There may be a charge for any copies that are requested.

Tara Bork, President

Lisa Groth, Board Secretary