

*This Final Official Statement is dated November 15, 2018*

In the opinion of Ice Miller LLP, Indianapolis, Indiana ("Bond Counsel"), under existing laws, regulations, judicial decisions and rulings, interest on the 2018 Bonds is excludable from gross income under Section 103 of the Internal Revenue Code of 1986, as amended to the date hereof (the "Code"), for federal income tax purposes and is not a specific preference item for purposes of the federal alternative minimum tax, although Bond Counsel observes that it is included in adjusted current earnings in calculating corporate alternative minimum taxable income for taxable years that begin prior to January 1, 2018. Such exclusion is conditioned on continuing compliance with the Tax Covenants (as hereinafter defined). In the opinion of Bond Counsel, under existing laws, regulations, judicial decisions and rulings, interest on the 2018 Bonds is exempt from income taxation in the State of Indiana. The 2018 Bonds have been designated qualified tax-exempt obligations pursuant to Section 265(b)(3) of the Code. See "TAX MATTERS" herein.

**\$8,895,000**  
**ALEXANDRIA SCHOOL BUILDING CORPORATION**  
**Alexandria, Indiana**  
**UNLIMITED AD VALOREM PROPERTY TAX FIRST MORTGAGE BONDS, SERIES 2018**

Original Date: Date of Delivery (December 11, 2018)

Due: January 15 and July 15, as shown on inside cover page

The Alexandria School Building Corporation (the "Building Corporation") is issuing \$8,895,000 of Unlimited Ad Valorem Property Tax First Mortgage Bonds, Series 2018 (the "2018 Bonds") for the purpose of paying a portion the costs of the 2018 Safety, Efficiency, Renovation and Construction Project which consists of updating, improving and construction at Alexandria-Monroe Intermediate School and Alexandria-Monroe Jr./Sr. High School (the "Project") and to pay issuance expenses. In addition, funding for the Project will be partially provided by proceeds from the Building Corporation's purchase of Leased Property (hereinafter defined). The Building Corporation anticipates issuing approximately \$9,980,000\* of Unlimited Ad Valorem Property Tax First Mortgage Bonds, Series 2019 in the Spring of 2019 to fund the remaining portion of the Project. The 2019 Bonds will be issued on a parity basis with the 2018 Bonds and will be necessary in order to complete the Project.

The 2018 Bonds are secured by and payable from fixed, semiannual lease rental payments (the "Lease Rentals") to be paid by the Alexandria Community School Corporation (the "School Corporation") directly to U.S. Bank National Association, in Indianapolis, Indiana (the "Trustee") under a Trust Indenture between the Building Corporation and the Trustee dated as of November 1, 2018 (the "Trust Indenture") and a Lease (hereinafter defined) between the School Corporation and the Building Corporation, and in accordance with Indiana Code Title 20, Article 47, Chapter 3. Such Lease Rentals are payable from ad valorem property taxes levied on all taxable property within the School Corporation in an amount sufficient to pay the Lease Rentals as they become due. The levy of taxes by the School Corporation to pay the Lease Rentals is mandatory under Indiana law. However, see "PROCEDURES FOR PROPERTY ASSESSMENT, TAX LEVY AND COLLECTION" and "CIRCUIT BREAKER TAX CREDIT" herein. The 2018 Bonds are additionally secured by a first mortgage lien on the Leased Property (hereinafter defined). The 2018 Bonds shall not constitute an indebtedness of the School Corporation within the meaning of the provisions and limitations of the constitution of the State of Indiana.

The 2018 Bonds will be issued only as fully registered bonds, and when issued, will be registered in the name of Cede & Co., as nominee for The Depository Trust Company ("DTC"). Purchases of beneficial interests in the 2018 Bonds will be made in book-entry-only form in the denomination of \$5,000 or any integral multiple thereof. Purchasers of beneficial interests in the 2018 Bonds (the "Beneficial Owners") will not receive physical delivery of certificates representing their interests in the Bonds. Interest on the 2018 Bonds will be payable semiannually on January 15 and July 15 of each year, beginning July 15, 2019. Principal and interest will be disbursed on behalf of the Building Corporation by U.S. Bank National Association, in Indianapolis, Indiana (the "Registrar" and "Paying Agent"). Interest on the 2018 Bonds will be paid by check, mailed one business day prior to the interest payment date or by wire transfer to depositories. The principal of and premium, if any, on the 2018 Bonds shall be payable in lawful money of the United States of America at the designated corporate trust office of the Paying Agent. Interest on, together with the principal of, the 2018 Bonds will be paid directly to DTC by the Paying Agent so long as DTC or its nominee is the registered owner of the 2018 Bonds. The final disbursement of such payments to the Beneficial Owners of the 2018 Bonds will be the responsibility of the DTC Participants and the Indirect Participants. See "BOOK-ENTRY-ONLY SYSTEM". The 2018 Bonds will be subject to optional redemption prior to maturity, as more fully described herein. The 2018 Bonds issued as "Term Bonds" are subject to mandatory sinking fund redemption as more fully described herein.



Northland Securities

Ross Sinclair & Associates

Benchmark Securities

American Municipal Securities

R. Seelaus & Co., Inc.

\*Preliminary, subject to change.

*This cover page contains certain information for quick reference only. It is not a summary of this issue. Investors must read the entire Official Statement to obtain information essential to the making of an informed investment decision.*

MATURITY SCHEDULE  
(Base CUSIP\* 014875)

| <u>Maturity</u>  | <u>Principal</u> | <u>Interest Rate</u> | <u>Yield</u> | <u>CUSIP</u> | <u>Maturity</u>  | <u>Principal</u> | <u>Interest Rate</u> | <u>Yield</u> | <u>CUSIP</u> |
|------------------|------------------|----------------------|--------------|--------------|------------------|------------------|----------------------|--------------|--------------|
| July 15, 2019    | \$205,000        | 4.00%                | 2.15%        | AA6          | July 15, 2025    | \$200,000        | 4.00%                | 2.80%        | AN8          |
| January 15, 2020 | 245,000          | 4.00%                | 2.20%        | AB4          | January 15, 2026 | 205,000          | 4.00%                | 2.85%        | AP3          |
| July 15, 2020    | 105,000          | 4.00%                | 2.25%        | AC2          | July 15, 2026    | 210,000          | 4.00%                | 2.90%        | AQ1          |
| January 15, 2021 | 110,000          | 4.00%                | 2.30%        | AD0          | January 15, 2028 | 220,000          | 4.00%                | 3.06%        | AT5          |
| July 15, 2021    | 170,000          | 4.00%                | 2.35%        | AE8          | July 15, 2028    | 225,000          | 4.00%                | 3.08%        | AU2          |
| January 15, 2022 | 175,000          | 4.00%                | 2.40%        | AF5          | January 15, 2029 | 230,000          | 4.00%                | 3.14%        | AV0          |
| July 15, 2022    | 180,000          | 4.00%                | 2.45%        | AG3          | July 15, 2029    | 235,000          | 4.00%                | 3.16%        | AW8          |
| January 15, 2023 | 180,000          | 4.00%                | 2.50%        | AH1          | January 15, 2030 | 240,000          | 4.00%                | 3.21%        | AX6          |
| July 15, 2023    | 185,000          | 4.00%                | 2.55%        | AJ7          | July 15, 2030    | 245,000          | 4.00%                | 3.23%        | AY4          |
| January 15, 2024 | 190,000          | 4.00%                | 2.60%        | AK4          | January 15, 2031 | 250,000          | 4.00%                | 3.27%        | AZ1          |
| July 15, 2024    | 190,000          | 4.00%                | 2.65%        | AL2          | July 15, 2031    | 255,000          | 4.00%                | 3.30%        | BA5          |
| January 15, 2025 | 195,000          | 4.00%                | 2.75%        | AM0          |                  |                  |                      |              |              |

Term Bonds

\$435,000 of Term Bonds at 4.00% due July 15, 2027, Yield 3.00%, CUSIP AS7  
\$525,000 of Term Bonds at 4.00% due July 15, 2032, Yield 3.35%, CUSIP BC1  
\$545,000 of Term Bonds at 4.00% due July 15, 2033, Yield 3.40%, CUSIP BE7  
\$565,000 of Term Bonds at 4.00% due July 15, 2034, Yield 3.45%, CUSIP BG2  
\$590,000 of Term Bonds at 4.00% due July 15, 2035, Yield 3.50%, CUSIP BJ6  
\$615,000 of Term Bonds at 4.00% due July 15, 2036, Yield 3.55%, CUSIP BL1  
\$975,000 of Term Bonds at 4.00% due January 15, 2038, Yield 3.60%, CUSIP BP2

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The 2018 Bonds are being offered for delivery when, as and if issued and received by the Underwriter (hereinafter defined) and subject to the approval of legality by Ice Miller LLP, Indianapolis, Indiana, Bond Counsel. Certain legal matters will be passed on by David Day and Amy Matthews, Church Church Hittle & Antrim, as Attorneys for the School Corporation and Building Corporation. The 2018 Bonds are expected to be available for delivery to DTC in New York, New York, on December 11, 2018.

IN CONNECTION WITH THIS OFFERING THE UNDERWRITER MAY OVER-ALLOT OR EFFECT TRANSACTIONS WHICH STABILIZE OR MAINTAIN THE MARKET PRICE OF THE 2018 BONDS OFFERED HEREBY AT A LEVEL ABOVE THAT WHICH MIGHT OTHERWISE PREVAIL IN THE OPEN MARKET, AND SUCH STABILIZING, IF COMMENCED, MAY BE DISCONTINUED AT ANY TIME.

No dealer, broker, salesman or other person has been authorized by the Building Corporation to give any information or to make any representations, other than those contained in this Official Statement, and if given or made, such other information or representations must not be relied upon as having been authorized by the Building Corporation. This Official Statement does not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of the securities described herein by any person in any jurisdiction in which it is unlawful for such person to make such offer, solicitation or sale. The information set forth herein has been obtained from the School Corporation, and other sources which are believed to be reliable, but it is not guaranteed as to accuracy or completeness. The information and expressions of opinion herein are subject to change without notice and neither the delivery of this Official Statement nor any sale of the securities described herein shall, under any circumstances, create any implication that there has been no change in the affairs of the Building Corporation since the date of delivery of the securities described herein to the initial purchaser thereof. However, upon delivery of the securities, the School Corporation will provide a certificate stating that there have been no material changes in the information contained in the Final Official Statement since its delivery.

REFERENCES TO WEB SITE ADDRESSES PRESENTED HEREIN ARE FOR INFORMATIONAL PURPOSES ONLY AND MAY BE IN THE FORM OF A HYPERLINK SOLELY FOR THE READER'S CONVENIENCE. UNLESS SPECIFIED OTHERWISE, SUCH WEB SITES AND THE INFORMATION OR LINKS CONTAINED THEREIN ARE NOT INCORPORATED INTO, AND ARE NOT PART OF, THIS OFFICIAL STATEMENT FOR THE PURPOSES OF, AND AS THAT TERM IS DEFINED IN, SEC RULE 15C2-12.

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## PROJECT PERSONNEL

Names and positions of officials and professionals who have taken part in the planning of the Project and 2018 Bonds are:

### Building Corporation Directors

Gary Libler, President  
Warren Brown, Vice President  
Malinda Cuneo, Secretary

### Board of School Trustees

Penny Stevens, President  
Larry Oliver, Vice President  
Amy Bair, Secretary  
Diana Sayre  
Kyle Williams

### Superintendent

Dr. Melissa Brisco

### Business Manager

Cheryl Harvey

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Indianapolis, Indiana 46240

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*This introduction to the Official Statement contains certain information for quick reference only. Investors must read the entire Official Statement to obtain information essential to the making of an informed investment decision.*

## **FINAL OFFICIAL STATEMENT**

**\$8,895,000**

### **ALEXANDRIA SCHOOL BUILDING CORPORATION Alexandria, Indiana**

### **UNLIMITED AD VALOREM PROPERTY TAX FIRST MORTGAGE BONDS, SERIES 2018**

#### **INTRODUCTION TO THE OFFICIAL STATEMENT**

The Alexandria School Building Corporation (the “Building Corporation”) is issuing \$8,895,000 of Unlimited Ad Valorem Property Tax First Mortgage Bonds, Series 2018 (the “2018 Bonds”). The Building Corporation was organized to issue bonds pursuant to Indiana Code Title 20, Article 47, Chapter 3 to finance the construction of and improvements to school buildings and lease them to the Alexandria Community School Corporation (the “School Corporation”).

#### **SECURITY AND SOURCES OF PAYMENT**

Pursuant to a lease executed on November 12, 2018 between the Building Corporation and the School Corporation (the “Lease”), the 2018 Bonds are payable from semiannual lease rental payments (the “Lease Rentals”) to be paid by the School Corporation directly to U.S. Bank National Association, Indianapolis, Indiana (the “Trustee”). Such Lease Rentals are payable from ad valorem property taxes to be levied against all taxable property within the School Corporation. (However, *see* “PROCEDURES FOR PROPERTY ASSESSMENT, TAX LEVY AND COLLECTION” and “CIRCUIT BREAKER TAX CREDIT” herein.) Pursuant to the Lease, the School Corporation will pay rent during renovation in an amount up to \$807,000 per payment payable on each June 30 and December 31 beginning on June 30, 2019 through the completion of construction. Full Lease Rentals will begin on the day the Project (herein defined) is completed and ready for occupancy or June 30, 2021, whichever is later. The 2018 Bonds will be secured on a parity basis with the 2019 Bonds (as defined herein). The issuance of the 2019 Bonds will be necessary in order to complete the Project.

The 2018 Bonds are additionally secured by a first mortgage lien on the Leased Property (hereinafter defined). *See* page 7 for a description of Lease Rental Payments by the State of Indiana.

#### **CIRCUIT BREAKER TAX CREDIT**

Indiana Code Title 6, Article 1.1, Chapter 20.6 provides taxpayers with a tax credit for all property taxes in an amount that exceeds the gross assessed value of real and personal property eligible for the credit (“Circuit Breaker Tax Credit”). If applicable, the Circuit Breaker Tax Credit will result in a reduction of property tax collections for each political subdivision in which the Circuit Breaker Tax Credit is applied. The legislation requires local governments to fund their debt service obligations regardless of any property tax revenue shortfalls due to the Circuit Breaker Tax Credit. The State of Indiana (the “State”) may intercept funds to pay debt service. (*See* “LEASE RENTAL PAYMENTS BY THE STATE OF INDIANA” and “CIRCUIT BREAKER TAX CREDIT” herein). The 2018 Bonds and 2019 Bonds were approved through a referendum election and are therefore unlimited and the levy to repay the 2018 Bonds and 2019 Bonds will be outside the Circuit Breaker Tax calculation.

#### **PURPOSE**

The 2018 Bonds are being issued for the purpose of paying a portion the costs of the 2018 Safety, Efficiency, Renovation and Construction Project which consists of updating, improving and construction at Alexandria-Monroe Intermediate School and Alexandria-Monroe Jr./Sr. High School (the “Project”) and to pay issuance expenses. The Building Corporation also anticipates issuing \$9,980,000\* of Unlimited Ad Valorem Property Tax First Mortgage Bonds, Series 2019 (the “2019 Bonds”) in the Spring of 2019 on a parity basis with the 2018 Bonds. Funding for the Project will be provided from the proceeds of the 2018 Bonds and 2019 Bonds, interest earnings during construction and the proceeds from the sale of the Leased Property (herein defined) to the Building Corporation.

\*Preliminary, subject to change.

## REDEMPTION PROVISIONS

The 2018 Bonds are subject to optional redemption beginning January 15, 2029 as more fully described herein. The 2018 Bonds issued as Term Bonds are subject to mandatory sinking fund redemption as more fully described herein.

## DENOMINATIONS

The 2018 Bonds are being issued in the denomination of \$5,000 or any integral multiple thereof.

## REGISTRATION AND EXCHANGE FEATURES

The Trustee shall keep at its designated corporate trust office, a record for the registration of the 2018 Bonds. Each registered Bond shall be transferable or exchangeable only on such record at the designated corporate trust office of the Trustee at the written request of the registered owner thereof or his attorney duly authorized in writing upon surrender thereof, together with a written instrument of transfer satisfactory to the Trustee duly executed by the registered owner or his duly authorized attorney.

## BOOK-ENTRY-ONLY SYSTEM

The 2018 Bonds shall initially be issued and held in book-entry form on the books of the central depository system. The Depository Trust Company ("DTC"), New York, New York, will act as securities depository for the 2018 Bonds. The 2018 Bonds will be issued as fully-registered in the name of Cede & Co. (DTC's partnership nominee). One fully registered Bond certificate will be issued for the 2018 Bonds, in the aggregate principal amount of such issue, and will be deposited with DTC. The Building Corporation and the Registrar and Paying Agent may deem and treat the Clearing Agency (Cede & Co.) as the absolute owner and holder of such Bond for all purposes including, without limitation, the receiving of payment of the principal of, premium, if any, and interest on such 2018 Bonds, the receiving of notice and the giving of consent. Interest payable July 15, 2019, and semiannually thereafter, will be paid by check mailed one business day prior to the interest payment date to the registered owner or by wire transfer on the interest payment date to the depository shown as the registered owner (Refer to "Book-Entry-Only System" herein).

## PROVISIONS FOR PAYMENT

The principal on the 2018 Bonds shall be payable at the designated corporate trust office of the Registrar and Paying Agent, or by wire transfer to DTC or any successor depository. All payments of interest on the 2018 Bonds shall be paid by check, mailed one business day prior to the interest payment date to the registered owners as the names appear as of the fifteenth day immediately preceding the interest payment date and at the addresses as they appear on the registration books kept by the Registrar or at such other address as is provided to the Registrar or by wire transfer to DTC or any successor depository. If payment of principal or interest is made to DTC or any successor depository, payment shall be made by wire transfer on the payment date in same-day funds. If the payment date occurs on a date when financial institutions are not open for business, the wire transfer shall be made on the next succeeding business day. The Paying Agent shall be instructed to wire transfer payments by 1:00 p.m. (New York City time) so such payments are received at the depository by 2:30 p.m. (New York City time). Payments on the 2018 Bonds shall be made in lawful money of the United States of America, which, on the date of such payment, shall be legal tender.

So long as DTC or its nominee is the registered owner of the 2018 Bonds, principal and interest on the 2018 Bonds will be paid directly to DTC by the Paying Agent. (The final disbursement of such payments to the Beneficial Owners of the 2018 Bonds will be the responsibility of the DTC Participants and Indirect Participants, as defined and more fully described herein.)

## NOTICES

If the office location at which principal is payable changes, the Trustee will give notice of such change by first-class mail to registered owners at least 15 days prior to the first principal payment date following the date of such change in location.

If the Trustee resigns, notice shall be given to the registered owners by mail at least 20 days prior to the date when such resignation shall take effect.

Notice of redemption shall be mailed to the registered owners of all 2018 Bonds, not less than 30 nor more than 60 days prior to the date fixed for redemption.

#### TAX MATTERS

In the opinion of Ice Miller LLP, Indianapolis, Indiana (“Bond Counsel”), under existing laws, regulations, judicial decisions and rulings, interest on the 2018 Bonds is excludable from gross income under Section 103 of the Internal Revenue Code of 1986, as amended to the date hereof (the “Code”), for federal income tax purposes and is not a specific preference item for purposes of the federal alternative minimum tax, although Bond Counsel observes that it is included in adjusted current earnings in calculating corporate alternative minimum taxable income for taxable years that begin prior to January 1, 2018. Such exclusion is conditioned on continuing compliance with the Tax Covenants (as hereinafter defined). In the opinion of Bond Counsel, under existing laws, regulations, judicial decisions and rulings, interest on the 2018 Bonds is exempt from income taxation in the State of Indiana. The 2018 Bonds have been designated qualified tax-exempt obligations pursuant to Section 265(b)(3) of the Code. See “TAX MATTERS” herein.

#### MISCELLANEOUS

The information contained in this Official Statement has been compiled from School Corporation officials and other sources deemed to be reliable, and while not guaranteed as to completeness or accuracy, it is believed to be correct as of this date. However, the Official Statement speaks only as of its date, and the information contained herein is subject to change.

The references, excerpts and summaries of all documents referred to herein do not purport to be complete statements of the provisions of such documents, and reference is directed to all such documents for full and complete statements of all matters of fact relating to the 2018 Bonds, the security for the payment of the 2018 Bonds and the rights and obligations of the owners thereof. A complete text of the Trust Indenture will be provided upon request. Additional information may be requested from the Superintendent, Alexandria Community School Corporation, 202 East Washington Street, Alexandria, Indiana 46001, phone (765) 724-4496.

Any statements made in this Official Statement involving matters of opinion or estimates, whether or not so expressly stated, are set forth as such and not as representations of fact, and no representation is made that any of the estimates will be realized. Neither this Official Statement nor any statement which may have been made verbally or in writing is to be construed as a contract with the owners of the 2018 Bonds.

### THE PROJECT

#### PROJECT DESCRIPTION

The 2018 Bonds are being issued for the purpose of paying a portion of the costs of the 2018 Safety, Efficiency, Renovation and Construction Project which consists of updating, improving and construction at Alexandria-Monroe Intermediate School and Alexandria-Monroe Jr./Sr. High School (the “Project”) and to pay issuance expenses. The Project may consist of constructing a primary school wing to the Alexandria-Monroe Intermediate School, constructing a multipurpose facility near the Alexandria-Monroe Jr./Sr. High School, and renovations.

#### CONSTRUCTION PROGRAM

Construction bids for the Project are to be received in March 2019. Construction of the Project will begin in Spring 2019 and is anticipated to be completed in December 2020.

# ESTIMATED PROJECT COSTS AND FUNDING

| <u>Estimated Project Costs</u>                                      | <u>Building Corporation</u> |                       | <u>School Corporation</u> | <u>Totals</u>          |
|---|-----------------------------|-----------------------|---------------------------|------------------------|
|   | <u>2018 Bonds</u>           | <u>2019 Bonds*</u>    |                           |                        |
| Estimated Construction Related Costs                                | \$3,048,250.41              | \$9,835,100.00        | \$6,000,000.00            | \$18,883,350.41        |
| Purchase of Lease Property (1)                                      | 6,000,000.00                |                       | (6,000,000.00)            | 0.00                   |
| Allowance for Underwriter's discount (0.5%)                         |                             | 49,900.00             |                           | 49,900.00              |
| Estimated costs of issuance (2)                                     | 210,000.00                  | 95,000.00             |                           | 305,000.00             |
| Total Estimated Project Costs                                       | <u>\$9,258,250.41</u>       | <u>\$9,980,000.00</u> | <u>\$0.00</u>             | <u>\$19,238,250.41</u> |
| <u>Estimated Project Funding</u>                                    |                             |                       |                           |                        |
| Unlimited Ad Valorem Property Tax First Mortgage Bonds, Series 2018 | \$8,895,000.00              |                       |                           | \$8,895,000.00         |
| Unlimited Ad Valorem Property Tax First Mortgage Bonds, Series 2019 |                             | \$9,980,000.00        |                           | 9,980,000.00           |
| Net Bond Premium (3)  | 363,250.41                  |                       |                           | 363,250.41             |
| Total Estimated Project Funding                                     | <u>\$9,258,250.41</u>       | <u>\$9,980,000.00</u> | <u>\$0.00</u>             | <u>\$19,238,250.41</u> |

- (1) The Leased Property, as defined herein, has been appraised at a value of \$6,000,000.00 and the School Corporation will transfer title of the Leased Property to the Building Corporation at the closing on the 2018 Bonds for \$6,000,000.00. However, both parties agree that the Building Corporation may pay another \$4,000,000.00 at the time of the delivery of the 2019 Bonds depending on the allocation of construction bids to be received between the Leased Property portion of the Project and the high school portion of the Project.
- (2) Includes estimated fees for local counsel, bond counsel, municipal advisor, trustee, registrar and paying agent, rating, title insurance, appraisals, builder's risk insurance, printing and other miscellaneous expenses.
- (3) Represents original issue premium of \$472,068.10 less Underwriter's discount of \$108,817.69.

\*Preliminary, subject to change.

SCHEDULE OF AMORTIZATION OF \$8,895,000 PRINCIPAL AMOUNT OF  
UNLIMITED AD VALOREM PROPERTY TAX FIRST MORTGAGE BONDS, SERIES 2018

| <u>Payment<br/>Date</u> | <u>Principal<br/>Outstanding</u><br>(-----In Thousands-----) | <u>Principal</u> | <u>Interest<br/>Rates</u><br>(%) | <u>Interest</u>       | <u>Total</u>           | <u>Budget Year<br/>Total</u> |
|-------------------------|--|------------------|----------------------------------|-----------------------|------------------------|------------------------------|
| 07/15/2019              | \$8,895  | \$205            | 4.00                             | \$211,503.33          | \$416,503.33           |                              |
| 01/15/2020              | 8,690  | 245              | 4.00                             | 173,800.00            | 418,800.00             | \$835,303.33                 |
| 07/15/2020              | 8,445  | 105              | 4.00                             | 168,900.00            | 273,900.00             |                              |
| 01/15/2021              | 8,340  | 110              | 4.00                             | 166,800.00            | 276,800.00             | 550,700.00                   |
| 07/15/2021              | 8,230  | 170              | 4.00                             | 164,600.00            | 334,600.00             |                              |
| 01/15/2022              | 8,060  | 175              | 4.00                             | 161,200.00            | 336,200.00             | 670,800.00                   |
| 07/15/2022              | 7,885  | 180              | 4.00                             | 157,700.00            | 337,700.00             |                              |
| 01/15/2023              | 7,705  | 180              | 4.00                             | 154,100.00            | 334,100.00             | 671,800.00                   |
| 07/15/2023              | 7,525  | 185              | 4.00                             | 150,500.00            | 335,500.00             |                              |
| 01/15/2024              | 7,340  | 190              | 4.00                             | 146,800.00            | 336,800.00             | 672,300.00                   |
| 07/15/2024              | 7,150  | 190              | 4.00                             | 143,000.00            | 333,000.00             |                              |
| 01/15/2025              | 6,960  | 195              | 4.00                             | 139,200.00            | 334,200.00             | 667,200.00                   |
| 07/15/2025              | 6,765  | 200              | 4.00                             | 135,300.00            | 335,300.00             |                              |
| 01/15/2026              | 6,565  | 205              | 4.00                             | 131,300.00            | 336,300.00             | 671,600.00                   |
| 07/15/2026              | 6,360  | 210              | 4.00                             | 127,200.00            | 337,200.00             |                              |
| 01/15/2027              | 6,150  | 215 (1)          | 4.00                             | 123,000.00            | 338,000.00             | 675,200.00                   |
| 07/15/2027              | 5,935  | 220 (1)          | 4.00                             | 118,700.00            | 338,700.00             |                              |
| 01/15/2028              | 5,715  | 220              | 4.00                             | 114,300.00            | 334,300.00             | 673,000.00                   |
| 07/15/2028              | 5,495  | 225              | 4.00                             | 109,900.00            | 334,900.00             |                              |
| 01/15/2029              | 5,270  | 230              | 4.00                             | 105,400.00            | 335,400.00             | 670,300.00                   |
| 07/15/2029              | 5,040  | 235              | 4.00                             | 100,800.00            | 335,800.00             |                              |
| 01/15/2030              | 4,805  | 240              | 4.00                             | 96,100.00             | 336,100.00             | 671,900.00                   |
| 07/15/2030              | 4,565  | 245              | 4.00                             | 91,300.00             | 336,300.00             |                              |
| 01/15/2031              | 4,320  | 250              | 4.00                             | 86,400.00             | 336,400.00             | 672,700.00                   |
| 07/15/2031              | 4,070  | 255              | 4.00                             | 81,400.00             | 336,400.00             |                              |
| 01/15/2032              | 3,815  | 260 (2)          | 4.00                             | 76,300.00             | 336,300.00             | 672,700.00                   |
| 07/15/2032              | 3,555  | 265 (2)          | 4.00                             | 71,100.00             | 336,100.00             |                              |
| 01/15/2033              | 3,290  | 270 (3)          | 4.00                             | 65,800.00             | 335,800.00             | 671,900.00                   |
| 07/15/2033              | 3,020  | 275 (3)          | 4.00                             | 60,400.00             | 335,400.00             |                              |
| 01/15/2034              | 2,745  | 280 (4)          | 4.00                             | 54,900.00             | 334,900.00             | 670,300.00                   |
| 07/15/2034              | 2,465  | 285 (4)          | 4.00                             | 49,300.00             | 334,300.00             |                              |
| 01/15/2035              | 2,180  | 290 (5)          | 4.00                             | 43,600.00             | 333,600.00             | 667,900.00                   |
| 07/15/2035              | 1,890  | 300 (5)          | 4.00                             | 37,800.00             | 337,800.00             |                              |
| 01/15/2036              | 1,590  | 305 (6)          | 4.00                             | 31,800.00             | 336,800.00             | 674,600.00                   |
| 07/15/2036              | 1,285  | 310 (6)          | 4.00                             | 25,700.00             | 335,700.00             |                              |
| 01/15/2037              | 975  | 320 (7)          | 4.00                             | 19,500.00             | 339,500.00             | 675,200.00                   |
| 07/15/2037              | 655  | 325 (7)          | 4.00                             | 13,100.00             | 338,100.00             |                              |
| 01/15/2038              | 330  | 330 (7)          | 4.00                             | 6,600.00              | 336,600.00             | 674,700.00                   |
| Totals                  |  | <u>\$8,895</u>   |                                  | <u>\$3,915,103.33</u> | <u>\$12,810,103.33</u> | <u>\$12,810,103.33</u>       |

(1) \$435,000 of Term Bonds due July 15, 2027.

(2) \$525,000 of Term Bonds due July 15, 2032.

(3) \$545,000 of Term Bonds due July 15, 2033.

(4) \$565,000 of Term Bonds due July 15, 2034.

(5) \$590,000 of Term Bonds due July 15, 2035.

(6) \$615,000 of Term Bonds due July 15, 2036.

(7) \$975,000 of Term Bonds due January 15, 2038.

## SECURITIES BEING OFFERED

### AUTHORIZATION AND APPROVAL PROCESS

The 2018 Bonds are to be issued under the authority of Indiana law, including, without limitation, Indiana Code Title 20, Article 47, Chapter 3, as in effect on the date of delivery of the 2018 Bonds and pursuant to the Trust Indenture between the Building Corporation and the Trustee.

Pursuant to Indiana Code 6-1.1-20, with certain exceptions listed below, when property taxes are pledged to the repayment of bonds or leases to finance a project, a determination must be made as to whether the project is a “controlled project”. Projects classified as controlled projects are subject to certain public approval procedures. A controlled project is one that is financed by a bond or lease, is payable by property taxes and costs more than the lesser of:

- (1) Depending on the date of adoption of the preliminary determination ordinance or resolution:
  - (a) If adopted prior to January 1, 2018, \$2 million;
  - (b) If adopted after December 31, 2017, but before January 1, 2019, \$5 million;
  - (c) If adopted after December 31, 2018, an amount equal to the assessed value growth quotient (as determined by the Department of Local Government Finance (the “DLGF”) multiplied by the amount determined under this clause for the preceding calendar year;
- (2) An amount equal to:
  - (a) At least 1% of gross assessed value, if that total gross assessed value is more than \$100 million; or
  - (b) \$1 million if the gross assessed value is not more than \$100 million.

The main exceptions for a project being classified as a controlled project when there are property taxes being pledged to the repayment of the bonds or leases, and the project meets the criteria set forth in (1)-(2) above are when (a) property taxes are used only as a back-up to enhance credit, (b) a project is being refinanced to generate taxpayer savings, (c) the project is mandated by federal law, or (d) the project is in response to a natural disaster, emergency or accident which is approved by the School Corporation making it unavailable for its intended use.

Controlled projects are subject to either a petition and remonstrance process or a referenda process. Controlled projects are subject to the petition and remonstrance process unless the project amounts trigger the voter approval referenda process as outlined below. Under the petition and remonstrance process, taxpayers and voters may sign a petition in favor of the project (petitioners) or against the project (remonstrators). At the end of the signature gathering period, if the petitioners have more signatures, the project may proceed. Controlled projects are subject to the referenda process rather than the petition and remonstrance process when the project will cost the lesser of:

- (1) Depending on the date of the adoption of the preliminary determination ordinance or resolution:
  - (a) If adopted prior to January 1, 2018, \$12 million (except for a school building for academic instruction, in which case the amount is \$10 million);
  - (b) If adopted after December 31, 2017, \$15 million;
- (2) For schools, an amount equal to 1% of the total gross assessed value of property within the political subdivision, if that total gross assessed value is more than \$1 billion; or \$10 million if the total gross assessed value is not more than \$1 billion; or
- (3) For any other controlled projects an amount equal to 1% of the total gross assessed value of property within the political subdivision, if that total gross assessed value is more than \$100 million; or \$1 million if the total gross assessed value is not more than \$100 million;

Once the referenda process is initiated, the public question regarding the controlled project will go on the ballot. If the majority of voters approve of the project, the project may proceed. Projects approved by the referenda process are outside the Circuit Breaker Tax Credit calculations.

The Project funded by the 2018 Bonds and the 2019 Bonds is subject to the controlled project procedures, and the referenda process was initiated by a signed and certified petition. The election result was certified, and a majority of the voters approved the Project; therefore, the issuance of the 2018 Bonds and the 2019 Bonds was able to continue. Because the Project funded by the 2018 Bonds and 2019 Bonds was approved through the referenda process, the ad valorem property tax to be levied on all taxable property within the School Corporation to repay the 2018 Bonds and the 2019 Bonds will be outside the Circuit Breaker Tax Credit calculation.

### THE BUILDING CORPORATION

The Building Corporation was organized as a not-for-profit corporation pursuant to the Indiana Code Title 23, Article 17, for the sole purpose of acquiring land and constructing, renovating and improving school facilities to be leased to the School Corporation.

During its existence, the Building Corporation will operate entirely without profit to the Building Corporation, its officers or directors.

### LEASED PROPERTY

The leased property consists of a portion of the Alexandria-Monroe Intermediate School and the real estate on which the primary school addition will be constructed with proceeds of the 2018 Bonds and the 2019 Bonds (the “Leased Property”). The Leased Property has been appraised at a value of \$6,000,000.00; however, the purchase price the Building Corporation will pay the School Corporation will be between \$6,000,000.00 and \$10,000,000.00. The real estate purchase price will be used by the School Corporation to complete the Project.

### SECURITY AND SOURCES OF PAYMENT

The 2018 Bonds shall constitute an indebtedness of the Building Corporation payable in accordance with the terms of the Trust Indenture and secured by the pledge and assignment to the Trustee of the funds and accounts defined and described therein, including the Lease Rental and other funds as defined in the Trust Indenture. The Trust Indenture creates a continuing pledge by the Building Corporation to the bondholders to pay principal and interest on the 2018 Bonds, until the principal sum shall be fully paid. Funds for the Lease Rentals will be paid by or on behalf of the School Corporation directly to the Trustee (for the account of the Building Corporation) pursuant to the terms of the Lease. The 2018 Bonds are additionally secured by a lien on the Leased Property as described in the Trust Indenture. The 2019 Bonds will be secured on a parity with the 2018 Bonds. The issuance of the 2019 Bonds will be necessary to complete the Project.

Pursuant to the Lease, the School Corporation will pay rental during renovation in the amount up to \$807,000 per payment payable each June 30 and December 31 beginning on June 30, 2019 through the completion of construction. The first full Lease Rental for the 2018 Bonds is to begin on the day the Project is completed and ready for occupancy or June 30, 2021, whichever is later. See the Summary of the Lease (Appendix C). If there is excessive delay in construction and the Project is not available for occupancy and use by June 30, 2021, sufficient funds may not be available to meet the interest payment due on the 2018 Bonds on July 15, 2021, and subsequent interest and principal payments.

If, for any reason, the Leased Property is partially or totally destroyed or unfit for occupancy, the fixed annual rental shall be proportionately abated. The Building Corporation is required by the Lease to maintain rental value insurance, in an amount equal to the full rental value for a period of up to two years. In addition, the proceeds of any property or casualty insurance would be used either to repair and reconstruct the Leased Property or retire obligations issued to finance the Leased Property. To the extent the damaged or destroyed Leased Property is not restored or repaired or is unfit for occupancy and use beyond the period covered by rental value insurance, the Building Corporation could have insufficient funds to pay debt service on the 2018 Bonds.

The Lease Rentals to be paid by the School Corporation during the term of the Lease are required to be in amounts sufficient to pay the principal of and interest on the 2018 Bonds. The Lease Rental is secured by a pledge of ad valorem property taxes levied on all taxable property in the School Corporation.

The Building Corporation will acquire ownership of the real estate as described within the Lease. The ownership shall be for a term no less than the term of the Lease (25 years). (See the Summary of the Lease.)

### LEASE RENTAL PAYMENTS BY THE STATE OF INDIANA

Indiana Code Title 20, Article 48, Chapter 1, Section 11, as amended by Public Law 167-2017 (the “Act”), requires the DLGF to review levies and appropriations of school corporations for debt service or lease rental payments (the “Debt Service Obligation”) that are payable in the succeeding calendar year. In the event a school corporation fails to levy and appropriate sufficient funds for such purpose for the next succeeding calendar year, the DLGF must establish levies and appropriations which are sufficient to pay such obligations.

The Act further provides upon failure to pay any Debt Service Obligation when due and upon notice and claim being filed with the Treasurer of the State of Indiana (the "State Treasurer"), the State Treasurer will pay the unpaid Debt Service Obligation of the school corporation within five (5) days, excluding Saturdays, Sundays and legal holidays of receiving such notice to the extent that the amounts described below as the Available Funds are available to the State Treasurer in accordance with the following procedures: (a) upon notice and claim being filed with the State Treasurer, the State Treasurer must immediately contact the school corporation and the person or entity filing the claim to confirm whether the school corporation is unable to make the required payment on the due date, (b) if confirmed, the State Treasurer must notify the Budget Director of the State of Indiana (the "State Budget Director"), the Auditor of the State of Indiana (the "State Auditor") and any department or agency of the State of Indiana responsible for distributing funds appropriated by the Indiana General Assembly (the "General Assembly") to provide the State Treasurer with available funds in order for the State Treasurer to fulfill his/her obligations under the Act, (c) within three (3) days, excluding Saturdays, Sundays and legal holidays, of receiving the notice from the State Treasurer, the State Budget Director, the State Auditor and any department or agency of the State of Indiana responsible for distributing funds appropriated by the General Assembly must provide the State Treasurer with available funds in order for the State Treasurer to fulfill his/her obligations under the Act, and (d) the State Treasurer must make such payment to the claimant from such funds within five (5) days, excluding Saturdays, Sundays and legal holidays of the claim being filed with the State Treasurer (clauses (a) through and including (d), collectively, the "State Intercept Program"). The funds to make such payment will be from the following sources, in the following amount and in the following order of priority: (i) first, from amounts appropriated by the General Assembly for distribution to the school corporation from State funds in the current fiscal year of the State of Indiana (the "Current Year School Distribution"), which begins on July 1 and ends on the immediately following June 30 (the "State Fiscal Year"), (ii) second, to the extent the amounts described in clause (i) are insufficient, from any remaining amounts appropriated by the General Assembly for distribution for tuition support in the current State Fiscal Year which are in excess of the aggregate amount of tuition support needed for distribution to all school corporations during the current State Fiscal Year, and (iii) third, to the extent the amounts described in clauses (i) and (ii) are insufficient and the General Assembly has adopted a biennial budget appropriating amounts in the immediately succeeding State fiscal year for distribution to the school corporation from State funds, then from such fund or account, as determined by the State Budget Director in an amount equal to the lesser of the unpaid Debt Service Obligation or the amount to be distributed to the school corporation in the immediately succeeding State Fiscal Year (clauses (i) through and including (iii), collectively, the "Available Funds"). If any such payment is made by the State Treasurer pursuant to the State Intercept Program, then the State will recover such amounts by deducting such amount from the future State distributions to be made to the school corporation, first from all funds of the school corporation except tuition support. The estimated State distributions for State fiscal year 2019 and resulting debt service coverage levels are as follows:

|   |                    |
|---|--------------------|
| Fiscal Year 2019 Basic Grant Distribution (all funds) (1)   | <u>\$9,951,160</u> |
| Estimated Combined Maximum Annual Debt Service (2)          | <u>\$1,309,956</u> |
| State Distributions Required to Provide Two-Times Coverage  | <u>\$2,619,912</u> |
| State Distributions Above/(Below) Two-Times Coverage Amount | <u>\$7,331,248</u> |

(1) Per the Indiana Department of Education, net of adjustments.

(2) Based on combined outstanding debt for the year 2019 including debt service on the 2018 Bonds.

While the above description is based upon enacted legislation, the General Assembly may make amendments to such statutes and therefore there is no assurance of future events.

#### RELATIONSHIP OF ANNUAL LEASE RENTAL PAYMENTS TO ANNUAL DEBT SERVICE REQUIREMENTS

The Lease Rentals to be paid by the School Corporation each June 30 and December 31 for the use and occupancy of the Leased Property will be equal to an amount which, when added to funds in the Sinking Fund, will be sufficient to pay unpaid principal of and interest on the 2018 Bonds which is due on or before the July 15 and January 15 following such June 30 and December 31, plus an amount sufficient to provide for the fees of the Trustee and incidental expenses of the Building Corporation.



All Lease Rentals shall be paid by or on behalf of the School Corporation to the Trustee under the Trust Indenture or to such other bank or trust company as may from time to time succeed the Trustee as provided thereunder. All payments so made by or on behalf of the School Corporation shall be considered as payment to the Building Corporation of the Lease Rentals payable under the Lease.

#### ADDITIONAL BONDS

The proposed 2019 Bonds will be issued on a parity basis with the 2018 Bonds in order to complete the Project. Additional bonds may be issued on parity with the 2018 Bonds and the 2019 Bonds subject to the terms and limitations of the Trust Indenture. Except as permitted by the Trust Indenture, the Building Corporation covenants that it will not incur any indebtedness other than the 2018 Bonds and 2019 Bonds unless such additional indebtedness is payable solely from income of the Building Corporation other than the rental payments provided for in the Lease.

#### INVESTMENT OF FUNDS

The proceeds of this issue are to be invested in accordance with the laws of the State of Indiana relating to the depositing, holding, securing or investing of public funds as set forth in the Trust Indenture. The Building Corporation shall direct the investment of 2018 Bond proceeds.

#### THE 2018 BONDS

#### INTEREST CALCULATION

Interest shall be calculated on the basis of a 360-day year consisting of twelve 30-day months.

#### REDEMPTION PROVISIONS

Optional Redemption:

The 2018 Bonds maturing on or after July 15, 2029 are redeemable prior to maturity at the option of the Building Corporation in whole or in part in any order of maturity as determined by the Building Corporation and by lot within maturities, on any date not earlier than January 15, 2029, at face value plus accrued interest to the date fixed for redemption and without any redemption premium.

Mandatory Sinking Fund Redemption:

The 2018 Bonds maturing on July 15, 2027, July 15 in the years 2032 through and including 2036 and on January 15, 2038 (collectively, the "Term Bonds") are subject to mandatory sinking fund redemption prior to maturity at a redemption price equal to the principal amount thereof plus accrued interest on the dates and in the amounts in accordance with the following schedules:

| <u>Term Bond due July 15, 2027</u> |                  | <u>Term Bond due July 15, 2032</u> |                  |
|------------------------------------|------------------|------------------------------------|------------------|
| <u>Date</u>                        | <u>Amount</u>    | <u>Date</u>                        | <u>Amount</u>    |
| 01/15/27                           | \$215,000        | 01/15/32                           | \$260,000        |
| 07/15/27 Final maturity            | <u>220,000</u>   | 07/15/32 Final maturity            | <u>265,000</u>   |
| Total                              | <u>\$435,000</u> | Total                              | <u>\$525,000</u> |
| <u>Term Bond due July 15, 2033</u> |                  | <u>Term Bond due July 15, 2034</u> |                  |
| <u>Date</u>                        | <u>Amount</u>    | <u>Date</u>                        | <u>Amount</u>    |
| 01/15/33                           | \$270,000        | 01/15/34                           | \$280,000        |
| 07/15/33 Final maturity            | <u>275,000</u>   | 07/15/34 Final maturity            | <u>285,000</u>   |
| Total                              | <u>\$545,000</u> | Total                              | <u>\$565,000</u> |

| Term Bond due July 15, 2035 |                  | Term Bond due July 15, 2036 |                  |
|-----------------------------|------------------|-----------------------------|------------------|
| <u>Date</u>                 | <u>Amount</u>    | <u>Date</u>                 | <u>Amount</u>    |
| 01/15/35                    | \$290,000        | 01/15/36                    | \$305,000        |
| 07/15/35 Final maturity     | <u>300,000</u>   | 07/15/36 Final maturity     | <u>310,000</u>   |
| Total                       | <u>\$590,000</u> | Total                       | <u>\$615,000</u> |

| Term Bond due January 15, 2038 |                  |
|--------------------------------|------------------|
| <u>Date</u>                    | <u>Amount</u>    |
| 01/15/37                       | \$320,000        |
| 07/15/37                       | 325,000          |
| 01/15/38 Final maturity        | <u>330,000</u>   |
| Total                          | <u>\$975,000</u> |

The Trustee shall credit against the mandatory sinking fund requirement for the Term Bonds, and corresponding mandatory redemption obligation, in the order determined by the Building Corporation, any Term Bonds which have previously been redeemed (otherwise than as a result of a previous mandatory redemption requirement) or delivered to the Trustee for cancellation or purchased for cancellation by the Trustee and not theretofore applied as a credit against any redemption obligation. Each Term Bond so delivered or canceled shall be credited by the Trustee at 100% of the principal amount thereof against the mandatory sinking fund obligation on such mandatory redemption date, and any excess of such amount shall be credited on future redemption obligations, and the principal amount of that Term Bond to be redeemed by operation of the mandatory sinking fund requirement shall be accordingly reduced; provided, however, the Trustee shall only credit such Term Bond to the extent received on or before 45 days preceding the applicable mandatory redemption date.

If fewer than all the 2018 Bonds are called for redemption at one time, the 2018 Bonds shall be redeemed in order of maturity determined by the Building Corporation and by lot within maturity. Each \$5,000 principal amount shall be considered a separate bond for purposes of optional and mandatory redemption. If some 2018 Bonds are to be redeemed by optional and mandatory sinking redemption on the same date, the Trustee shall select by lot the 2018 Bonds for optional redemption before selecting the 2018 Bonds by lot for the mandatory sinking fund redemption.

#### Notice of Redemption:

Notice of redemption shall be mailed to the registered owners of all 2018 Bonds to be redeemed at least 30 days but not more than 60 days prior to the date fixed for such redemption. If any of the 2018 Bonds are so called for redemption, and payment therefore is made to the Trustee in accordance with the terms of the Trust Indenture, then such 2018 Bonds shall cease to bear interest from and after the date fixed for redemption in the call.

#### BOOK-ENTRY-ONLY SYSTEM

The 2018 Bonds will be available only in book-entry form in the principal amount of \$5,000 or any integral multiple thereof. DTC will act as the initial securities depository for the 2018 Bonds. The ownership of one fully registered Bond will be registered in the name of Cede & Co., as nominee for DTC.

SO LONG AS CEDE & CO, AS NOMINEE OF DTC, IS THE REGISTERED OWNER OF THE 2018 BONDS, REFERENCES IN THIS OFFICIAL STATEMENT TO THE REGISTERED OWNERS (OR THE OWNERS) WILL MEAN CEDE & CO. AND WILL NOT MEAN THE BENEFICIAL OWNERS.

The Depository Trust Company ("DTC"), New York, New York, will act as securities depository for the 2018 Bonds. The 2018 Bonds will be issued as fully-registered securities registered in the name of Cede & Co. (DTC's partnership

nominee) or such other name as may be requested by an authorized representative of DTC. One fully-registered Bond will be issued for the 2018 Bonds, in the aggregate principal amount of such issue, and will be deposited with DTC.

DTC, the world's largest depository, is a limited-purpose trust company organized under the New York Banking Law, a "banking organization" within the meaning of the New York Banking Law, a member of the Federal Reserve System, a "clearing corporation" within the meaning of the New York Uniform Commercial Code, and a "clearing agency" registered pursuant to the provisions of Section 17A of the Securities Exchange Act of 1934. DTC holds and provides asset servicing for over 3.5 million issues of U.S. and non-U.S. equity issues, corporate and municipal debt issues and money market instruments from over 100 countries that DTC's participants ("Direct Participants") deposit with DTC. DTC also facilitates the post-trade settlement among Direct Participants of sales and other securities transactions in deposited securities, through electronic computerized book-entry transfers and pledges between Direct Participants' accounts. This eliminates the need for physical movement of securities certificates. Direct Participants include both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, clearing corporations, and certain other organizations. DTC is a wholly-owned subsidiary of The Depository Trust & Clearing Corporation ("DTCC"). DTCC is the holding company for DTC, National Securities Clearing Corporation and Fixed Income Clearing Corporation, all of which are registered clearing agencies. DTCC is owned by the users of its regulated subsidiaries. Access to the DTC system is also available to others such as both U.S. and non-U.S. securities brokers and dealers, banks, trust companies and clearing corporations that clear through or maintain a custodial relationship with a Direct Participant, either directly or indirectly ("Indirect Participants"). DTC has a Standard & Poor's rating of AA+. The DTC Rules applicable to its Participants are on file with the Securities and Exchange Commission. More information about DTC can be found at [www.dtcc.com](http://www.dtcc.com).

Purchases of 2018 Bonds under the DTC system must be made by or through Direct Participants, which will receive a credit for the 2018 Bonds on DTC's records. The ownership interest of each actual purchaser of each Bond ("Beneficial Owner") is in turn to be recorded on the Direct and Indirect Participants' records. Beneficial Owners will not receive written confirmation from DTC of their purchase. Beneficial Owners are, however, expected to receive written confirmations providing details of the transaction, as well as periodic statements of their holdings, from the Direct or Indirect Participant through which the Beneficial Owner entered into the transaction. Transfers of ownership interests in the 2018 Bonds are to be accomplished by entries made on the books of Direct and Indirect Participants acting on behalf of Beneficial Owners. Beneficial Owners will not receive certificates representing their ownership interests in 2018 Bonds, except in the event that use of the book-entry system for the 2018 Bonds is discontinued.

To facilitate subsequent transfers, all 2018 Bonds deposited by Direct Participants with DTC are registered in the name of DTC's partnership nominee, Cede & Co., or such other name as may be requested by an authorized representative of DTC. The deposit of 2018 Bonds with DTC and their registration in the name of Cede & Co. or such other DTC nominee do not effect any change in beneficial ownership. DTC has no knowledge of the actual Beneficial Owners of the 2018 Bonds; DTC's records reflect only the identity of the Direct Participants to whose accounts such 2018 Bonds are credited, which may or may not be the Beneficial Owners. The Direct and Indirect Participants will remain responsible for keeping account of their holdings on behalf of their customers.

Conveyance of notices and other communications by DTC to Direct Participants, by Direct Participants to Indirect Participants, and by Direct Participants and Indirect Participants to Beneficial Owners will be governed by arrangements among them, subject to any statutory or regulatory requirements as may be in effect from time to time. Beneficial Owners of 2018 Bonds may wish to take certain steps to augment the transmission to them of notices of significant events with respect to the 2018 Bonds, such as redemptions, tenders, defaults, and proposed amendments to the Bond documents. For example, Beneficial Owners of 2018 Bonds may wish to ascertain that the nominee holding the 2018 Bonds for their benefit has agreed to obtain and transmit notices to Beneficial Owners. In the alternative, Beneficial Owners may wish to provide their names and addresses to the registrar and request that copies of notices be provided directly to them.

Redemption notices shall be sent to DTC. If less than all of the 2018 Bonds within a maturity are being redeemed, DTC's practice is to determine by lot the amount of the interest of each Direct Participant in such maturity to be redeemed.

Neither DTC nor Cede & Co. (nor any other DTC nominee) will consent or vote with respect to the 2018 Bonds unless authorized by a Direct Participant in accordance with DTC's MMI Procedures. Under its usual procedures, DTC mails an Omnibus Proxy to the Building Corporation as soon as possible after the record date. The Omnibus Proxy

assigns Cede & Co.'s consenting or voting rights to those Direct Participants to whose accounts the 2018 Bonds are credited on the record date (identified in a listing attached to the Omnibus Proxy).

Payments of principal, interest and redemption amounts, if any, on the 2018 Bonds will be made to Cede & Co., or such other nominee as may be requested by an authorized representative of DTC. DTC's practice is to credit Direct Participants' accounts upon DTC's receipt of funds and corresponding detail information from the Building Corporation or the Paying Agent, on the payable date in accordance with their respective holdings shown on DTC's records. Payments by Participants to Beneficial Owners will be governed by standing instructions and customary practices, as is the case with securities held for the accounts of customers in bearer form or registered in "street name," and will be the responsibility of such Participant and not of DTC (nor its nominee), the Paying Agent, or the Building Corporation, subject to any statutory or regulatory requirements as may be in effect from time to time. Payment of principal and interest to Cede & Co. (or such other nominee as may be requested by an authorized representative of DTC) is the responsibility of the Building Corporation or the Paying Agent, disbursement of such payments to Direct Participants will be the responsibility of DTC, and disbursements of such payments to the Beneficial Owners will be the responsibility of Direct and Indirect Participants.

DTC may discontinue providing its services as depository with respect to the 2018 Bonds at any time by giving reasonable notice to the Building Corporation or the Paying Agent. Under such circumstances, in the event that a successor securities depository is not obtained, Bond certificates are required to be printed and delivered.

The Building Corporation may decide to discontinue use of the system of book-entry transfers through DTC (or a successor securities depository). In that event, Bond certificates will be printed and delivered.

The information in this section concerning DTC and DTC's book-entry system has been obtained from sources that the Building Corporation believes to be reliable, but neither the Building Corporation nor the Underwriter takes any responsibility for the accuracy thereof.

In the event that the book-entry-only system is discontinued, the Paying Agent will provide for the registration of the 2018 Bonds in the name of the Beneficial Owners thereof. The Building Corporation, the Registrar, the Paying Agent and any other Fiduciary would treat the person in whose name any Bond is registered as the absolute owner of such Bond for the purposes of making and receiving payment of the principal thereof and interest thereon, and for all other purposes, and none of these parties would be bound by any notice or knowledge to the contrary.

#### *Revision of Book-Entry-Only System:*

In the event that either (1) the Building Corporation receives notice from DTC to the effect that DTC is unable or unwilling to discharge its responsibilities as a clearing agency for the 2018 Bonds or (2) the Building Corporation elects to discontinue its use of DTC as a clearing agency for the 2018 Bonds, then the Building Corporation and the Paying Agent will do or perform or cause to be done or performed all acts or things, not adverse to the rights of the holders of the 2018 Bonds, as are necessary or appropriate to discontinue use of DTC as a clearing agency for the 2018 Bonds and to transfer the ownership of each of the 2018 Bonds to such person or persons, including any other clearing agency, as the holder of such 2018 Bonds may direct in accordance with the Trust Indenture. Any expenses of such a discontinuation and transfer, including any expenses of printing new certificates to evidence the 2018 Bonds will be paid by the Building Corporation.

### PROCEDURES FOR PROPERTY ASSESSMENT, TAX LEVY AND COLLECTION

The Lease Rental payments are payable from ad valorem property taxes required by law to be levied by or on behalf of the School Corporation. Article 10, Section 1 of the Constitution of the State of Indiana ("Constitutional Provision") provides that, for property taxes first due and payable in 2012 and thereafter, the Indiana General Assembly shall, by law, limit a taxpayer's property tax liability to a specified percentage of the gross assessed value of the taxpayer's real and personal property. The Indiana General Assembly enacted legislation (Indiana Code Title 6, Article 1.1, Chapter 20.6), which implements the Constitutional Provision and provides taxpayers with a tax credit for all property taxes in an amount that exceeds a certain percentage of the gross assessed value of eligible property. See "CIRCUIT BREAKER TAX CREDIT" herein for further details on the levy and collection of property taxes.

Real and personal property in the State is assessed each year as of January 1. On or before August 1 of each year, the County Auditor must submit a certified statement of the assessed value of each taxing unit for the ensuing year to the DLGF. The DLGF shall make the certified statement available on its gateway website located at

<https://gateway.ifionline.org/> (“Gateway”). The County Auditor may submit an amended certified statement at any time before December 31 of the year preceding the budget year (as defined in IC 61-1-17-16(k)(2)), the date by which the DLGF must certify the taxing units’ budgets.

The certified statement of assessed value is used when the governing body of a local taxing unit meets to establish its budget for the next fiscal year (January 1 through December 31) and to set tax rates and levies. In preparing the taxing unit’s estimated budget, the governing body must consider the net property tax revenue that will be collected by the taxing unit during the ensuing year, after taking into account the DLGF’s estimate of the amount by which the taxing unit’s distribution of property taxes will be reduced by the application of the Circuit Breaker Tax Credit (as defined in the summary of “CIRCUIT BREAKER TAX CREDIT” herein), and after taking into account the DLGF’s estimate of the maximum amount of net property tax revenue and miscellaneous revenue that the taxing unit will receive in the ensuing year. Before May 1 of each year after 2017, the fiscal officer of each political subdivision shall provide the DLGF with an estimate of the total amount of its debt service obligations (as defined in IC 6-1.1-20.6-9.8) that will be due in the last six months of the current year and in the ensuing year. Beginning in 2018, the DLGF shall provide to each political subdivision: (1) an estimate of the maximum property tax rate that may be imposed by the political subdivision for the ensuing year for each cumulative fund or other fund for which a maximum property tax rate is established by law; and (2) an estimate of property taxes payable for the ensuing year for debt service. Before August 1 of each year, the DLGF shall provide to each taxing unit (1) an estimate of the maximum amount of net property tax revenue and miscellaneous revenue that the unit will receive in the ensuing year if the unit’s tax rates are imposed at the maximum allowable rate and levy under law and (2) an estimate of the amount by which the taxing unit’s distribution of property taxes will be reduced due to the Circuit Breaker Tax Credit. Beginning in 2018, the State Budget Agency must provide to the DLGF and the County Auditor an estimate of the certified local income tax distribution before June 1, and the DLGF must provide by July 1, the estimated amounts to be distributed at the taxing level to the County Auditor.

The taxing unit must submit the following information to the DLGF via Gateway: (i) its estimated budget; (ii) the estimated maximum permissible tax levy, as determined by the DLGF; (iii) the current and proposed tax levies of each fund; (iv) the estimated amount, determined by the DLGF, by which the taxing unit’s property taxes may be reduced by the Circuit Breaker Tax Credit; (v) the amount of excess levy appeals to be requested, if any; and (vi) the time and place at which the taxing unit will conduct a public hearing related to the information submitted to Gateway. The public hearing must be conducted at least ten days prior to the date the governing body establishes the budget, tax rate and levy, which by statute must each be established no later than November 1.

The budget, tax levy and tax rate of each taxing unit are subject to review by the DLGF, and the DLGF shall certify the tax rates and tax levies for all funds of taxing units subject to the DLGF’s review. The DLGF may not increase a taxing district’s budget by fund, tax rate or tax levy to an amount which exceeds the amount originally fixed by the taxing unit unless the taxing unit meets all of the following: (i) the increase is requested in writing by the taxing unit; (ii) the requested increase is published on the DLGF’s advertising internet website; and (iii) notice is given to the county fiscal body of the DLGF’s correction.

The DLGF may not approve a levy for lease payments by a school corporation to a building corporation if: (i) there are no bonds of the building corporation outstanding; and (ii) the building corporation has enough legally available funds on hand to redeem all outstanding bonds payable from the particular lease rental levy requested. However, the DLGF may increase a school corporation’s tax rate and levy if the tax rate and levy proposed by the school corporation is not sufficient to make its lease rental payments.

Taxing units have until December 31 of the calendar year immediately preceding the ensuing calendar year to file a levy shortfall appeal. Beginning with budget year 2019, the DLGF must complete its review and certification of budgets, tax rates and levies, not later than December 31 of the year preceding the budget year, unless a taxing unit in the county issues debt after December 1 or intends to file a shortfall appeal under IC 6-1.1-18.5-16 in which case the DLGF must certify the budgets for the taxing units in the county by January 15 of the budget year.

On or before March 15, the County Auditor prepares the tax duplicate, which is a roll of property taxes payable in that year. The County Auditor publishes a notice of the tax rate in accordance with Indiana statutes. The County Treasurer mails tax statements at least 15 days prior to the date that the first installment is due (due dates may be delayed due to a general reassessment or other factors). Property taxes are due and payable to the County Treasurer in two installments on May 10 and November 10, unless the mailing of tax bills is delayed or a later due date is established by order of the DLGF. If an installment of property taxes is not completely paid on or before the due date, a penalty of 10% of the amount delinquent is added to the amount due; unless the installment is completely paid within thirty

(30) days of the due date and the taxpayer is not liable for delinquent property taxes first due and payable in a previous year for the same parcel, the amount of the penalty is five percent (5%) of the amount of the delinquent taxes. On May 11 and November 11 of each year after one year of delinquency, an additional penalty equal to 10% of any taxes remaining unpaid is added. The penalties are imposed only on the principal amount of the delinquency. Property becomes subject to tax sale procedures after 15 months of delinquency. The County Auditor distributes property tax collections to the various taxing units on or about June 30 after the May 10 payment date and on or about December 31 after the November 10 payment date.

Pursuant to State law, personal property is assessed at its actual historical cost less depreciation, in accordance with 50 IAC 4.2, the DLGF's Rules for the Assessment of Tangible Personal Property. Effective January 1, 2016, state law annually exempts from property taxation new tangible business personal property with an acquisition cost of less than \$20,000. Pursuant to State law, real property is valued for assessment purposes at its "true tax value" as defined in the Real Property Assessment Rule, 50 IAC 2.4, the 2011 Real Property Assessment Manual ("Manual"), as incorporated into 50 IAC 2.4 and the 2011 Real Property Assessment Guidelines, Version A ("Guidelines"), as adopted by the DLGF. P.L. 204-2016, SEC. 3, enacted in 2016, retroactive to January 1, 2016, amends State law to provide that "true tax value" for real property does not mean the value of the property to the user and that true tax value shall be determined under the rules of the DLGF. As a result of P.L. 204-2016, the DLGF has begun the process of amending the Manual. In the case of agricultural land, true tax value shall be the value determined in accordance with the Guidelines and IC 6-1.1-4, as amended by P.L. 180-2016. Except for agricultural land, as discussed below, the Manual permits assessing officials in each county to choose any acceptable mass appraisal method to determine true tax value, taking into consideration the ease of administration and the uniformity of the assessments produced by that method. The Guidelines were adopted to provide assessing officials with an acceptable appraisal method, although the Manual makes it clear that assessing officials are free to select from any number of appraisal methods, provided that they produce "accurate and uniform values throughout the jurisdiction and across all classes of property". The Manual specifies the standards for accuracy and validation that the DLGF uses to determine the acceptability of any alternative appraisal method. "Net Assessed Value" or "Taxable Value" represents the "Gross Assessed Value" less certain deductions for mortgages, veterans, the aged, the blind, economic revitalization areas, resource recovery systems, rehabilitated residential property, solar energy systems, wind power devices, hydroelectric systems, geothermal devices and tax-exempt property. The "Net Assessed Value" or "Taxable Value" is the assessed value used to determine tax rates.

Changes in assessed values of real property occur periodically as a result of the county's reassessment plan, as well as when changes occur in the property value due to new construction or demolition of improvements. Before July 1, 2013, and before May 1 of every fourth year thereafter, each county assessor will prepare and submit to the DLGF a reassessment plan for the county. The DLGF must complete its review and approval of the reassessment plan before January 1 of the year following the year in which the reassessment plan is submitted by the county. The reassessment plan must divide all parcels of real property in the county into four (4) different groups of parcels. Each group of parcels must contain approximately twenty-five percent (25%) of the parcels within each class of real property in the county. All real property in each group of parcels shall be reassessed under the county's reassessment plan once during each four (4) year cycle. The reassessment of a group of parcels in a particular class of real property shall begin on May 1 of a year, and must be completed on or before January 1 of the year after the year in which the reassessment of the group of parcels begins. For real property included in a group of parcels that is reassessed, the reassessment is the basis for taxes payable in the year following the year in which the reassessment is to be completed. The county may submit a reassessment plan that provides for reassessing more than twenty-five percent (25%) of all parcels of real property in the county in a particular year. A plan may provide that all parcels are to be reassessed in one (1) year. However, a plan must cover a four (4) year period. All real property in each group of parcels shall be reassessed under the county's current reassessment plan once during each reassessment cycle. The reassessment of the first group of parcels under a county's reassessment plan begins on May 1, 2018, and is to be completed on or before January 1, 2019. Since 2007, all real property assessments are revalued annually to reflect market value based on comparable sales data ("Trending"). When a change in assessed value occurs, a written notification is sent to the affected property owner. If the owner wishes to appeal this action, the owner may file a petition requesting a review of the action. This petition must be filed with the county assessor in which the property is located within 45 days after the written notification is given to the taxpayer or May 10 of that year, whichever is later. While the appeal is pending, the taxpayer may pay taxes based on the current year's tax rate and the previous or current year's assessed value.

Beginning in 2018, the County Auditor shall submit to the DLGF parcel level data of certified net assessed values as required by and according to a schedule provided by the DLGF.

## CIRCUIT BREAKER TAX CREDIT

### *Description of Circuit Breaker:*

Article 10, Section 1 of the Constitution of the State (the “Constitutional Provision”) provides that, for property taxes first due and payable in 2012 and thereafter, the Indiana General Assembly shall, by law, limit a taxpayer’s property tax liability to a specified percentage of the gross assessed value of the taxpayer’s real and personal property. Indiana Code § 6-1.1-20.6 (the “Statute”) authorizes such limits in the form of a tax credit for all property taxes in an amount that exceeds the gross assessed value of real and personal property eligible for the credit (the “Circuit Breaker Tax Credit”). For property assessed as a homestead (as defined in Indiana Code § 6-1.1-12-37), the Circuit Breaker Tax Credit is equal to the amount by which the property taxes attributable to the homestead exceed 1% of the gross assessed value of the homestead. Property taxes attributable to the gross assessed value of other residential property, agricultural property, and long-term care facilities are limited to 2% of the gross assessed value, property taxes attributable to other non-residential real property and personal property are limited to 3% of the gross assessed value. The Statute provides additional property tax limits for property taxes paid by certain senior citizens.

If applicable, the Circuit Breaker Tax Credit will result in a reduction of property tax collections for each political subdivision in which the Circuit Breaker Tax Credit is applied. School corporations are authorized to impose a referendum tax levy, if approved by voters, to replace property tax revenue that the school corporation will not receive due to the application of the Circuit Breaker Tax Credit. Otherwise school corporations and other political subdivisions may not increase their property tax levy or borrow money to make up for any property tax revenue shortfall due to the application of the Circuit Breaker Tax Credit.

The Constitutional Provision excludes from the application of the Circuit Breaker Tax Credit property taxes first due and payable in 2012, and thereafter, that are imposed after being approved by the voters in a referendum. The Statute codifies this exception, providing that, with respect to property taxes first due and payable in 2012 and thereafter, property taxes imposed after being approved by the voters in a referendum will not be considered for purposes of calculating the limits to property tax liability under the provisions of the Statute. In accordance with the Constitutional Provision, the General Assembly has, in the Statute, designated Lake County and St. Joseph County as “eligible counties” and has provided that property taxes imposed in these eligible counties to pay debt service and make lease rental payments for bonds or leases issued or entered into before July 1, 2008 or on bonds issued or leases entered into after June 30, 2008 to refund those bonds or leases, will not be considered for purposes of calculating the limits to property tax liability under the provisions of the Statute, through and including December 31, 2019.

The Statute requires political subdivisions to fully fund the payment of outstanding debt service or lease rental obligations payable from property taxes (“Debt Service Obligations”), regardless of any reduction in property tax collections due to the application of the Circuit Breaker Tax Credit. For school corporations, any shortfall could also be funded through the State Intercept Program (herein defined); however, application of the State Intercept Program will result in a shortfall in distributions to the school corporation’s general fund and school corporations are encouraged by the DLGF to fund any shortfall directly from the school corporation’s general fund to avoid the application of the State Intercept Program. Upon: (i) the failure of a political subdivision to pay any of its Debt Service Obligations; and (ii) notification of that event to the treasurer of the State by a claimant; the treasurer of State is required to pay the unpaid Debt Service Obligations from money in the possession of the State that would otherwise be available to the political subdivision under any other law. A deduction must be made: (i) first, from local income tax distributions that would otherwise be distributed to the county; and (ii) second, from any other undistributed funds of the political subdivision in possession of the State.

Pursuant to IC 6-1.1-20.6-9.9, a school corporation that is expected to experience sufficient Circuit Breaker Tax Credit loss may, prior to May 1 of a year, request the DLGF, to certify the amount of Circuit Breaker Tax Credit loss, making the school corporation an eligible school corporation under IC 6-1.1-20.6-9.9 (an “Eligible School Corporation”). An Eligible School Corporation may allocate its Circuit Breaker Tax Credit loss, for 2016, 2017, 2018 and 2019 proportionately across all school corporation property tax funds, including the debt service fund, and is exempt from the protected taxes requirement described below. The School Corporation did qualify for this exemption for 2018, and plans to use the exemption in 2018.

For 2018 or 2019, if a school corporation: (i) issues new bonds or enters into a new lease rental agreement for which the school corporation is imposing or will impose a debt service levy other than: (A) to refinance or renew prior bond or lease rental obligations existing before January 1, 2017; or (B) for indebtedness that is approved in a local public question or referendum under IC 6-1.1-20 or any other law; and (ii) the school corporation’s total debt service levy

and total debt service tax rate in 2018 or 2019 is greater than the school corporation's total debt service levy and total debt service tax rate in 2016, the school corporation will not be eligible to allocate its Circuit Breaker Tax Credit loss proportionately.

Except for an Eligible School Corporation, the Statute categorizes property taxes levied to pay Debt Service Obligations as "protected taxes," regardless of whether the property taxes were approved at a referendum, and all other property taxes as "unprotected taxes." The total amount of revenue to be distributed to the fund for which the protected taxes were imposed shall be determined without applying the Circuit Breaker Tax Credit. The application of the Circuit Breaker Tax Credit must reduce only the amount of unprotected taxes distributed to a fund. The School Corporation may allocate the reduction by using a combination of unprotected taxes of the School Corporation in those taxing districts in which the Circuit Breaker Tax Credit caused a reduction in protected taxes. The tax revenue and each fund of any other political subdivisions must not be affected by the reduction.

If the allocation of property tax reductions to funds receiving only unprotected taxes is insufficient to offset the amount of the Circuit Breaker Tax Credit, the revenue for a fund receiving protected taxes will also be reduced. If a fund receiving protected taxes is reduced, the Statute provides that a political subdivision may transfer money from any other available source in order to meet its Debt Service Obligations. The amount of this transfer is limited to the amount by which the protected taxes are insufficient to meet Debt Service Obligations.

The School Corporation cannot predict the timing, likelihood or impact on property tax collections of any future actions taken, amendments to the Constitution of the State of Indiana or legislation enacted, regulations or rulings promulgated or issued to implement any such regulations, statutes or the Constitutional Provision described above or of future property tax reform in general. There has been no judicial interpretation of this legislation. In addition, there can be no assurance as to future events or legislation that may affect the Circuit Breaker Tax Credit or the collection of property taxes by the School Corporation.

For example, in March, 2016, the Indiana General Assembly passed legislation which revises the factors used to calculate the assessed value of agricultural land. This legislation is retroactive to the January 1, 2016, assessment date and applies to each assessment date thereafter. The revised factors enacted in the legislation may reduce the total assessed value of agricultural land, which could shift property tax liability from agricultural property owners to other property owners. In addition, the reduction in the assessed value of agricultural land may result in a reduction of the total assessed value of a school corporation. A lower assessed value of a school corporation may result in higher tax rates in order for a school corporation to receive its approved property tax levy. See "PROCEDURES FOR PROPERTY ASSESSMENT, TAX LEVY AND COLLECTION" herein.

*Estimated Circuit Breaker Tax Credit for the School Corporation:*

According to the DLGF, the Circuit Breaker Tax Credit allocable to the School Corporation for budget years 2016, 2017 and 2018 were \$180,836, \$192,885 and \$208,159, respectively. The 2018 Bonds and the 2019 Bonds are exempt from the Circuit Breaker Tax Credit.

The Circuit Breaker Tax Credit amounts above do not reflect the potential effect of any further changes in the property tax system or methods of funding local government that may be enacted by the Indiana General Assembly in the future. The effects of these changes could affect the Circuit Breaker Tax Credit and the impact could be material. Other future events, such as the loss of a major taxpayer, reductions in assessed value, increases in property tax rates of overlapping taxing units or the reduction in local option income taxes applied to property tax relief could increase effective property tax rates and the amount of the lost revenue due to the Circuit Breaker Tax Credit, and the resulting increase could be material.

CONTINUING DISCLOSURE

Pursuant to continuing disclosure requirements promulgated by the Securities and Exchange Commission ("SEC") in SEC Rule 15c2-12, as amended to the date hereof (the "SEC Rule"), the School Corporation will enter into a Master Continuing Disclosure Undertaking (the "Undertaking"), to be dated the date of the sale of the 2018 Bonds. Pursuant to the terms of the Undertaking, the School Corporation agrees to provide the information detailed in the Undertaking, the form of which is attached hereto as Appendix F.



The School Corporation may, from time to time, amend or modify the Undertaking without the consent of or notice to the owners of the 2018 Bonds if either (a)(i) such amendment or modification is made in connection with a change in circumstances that arises from a change in legal requirements, change in law or change in the identity, nature or status of the School Corporation, or type of business conducted; (ii) the Undertaking, as so amended or modified, would have complied with the requirements of the SEC Rule on the date of execution of the Undertaking, after taking into account any amendments or interpretations of the SEC Rule, as well as any change in circumstances; and (iii) such amendment or modification does not materially impair the interests of the holders of the 2018 Bonds, as determined either by (A) nationally recognized bond counsel or (B) an approving vote of the holders of the 2018 Bonds pursuant to the terms of the Resolution or Trust Indenture at the time of such amendment or modification; or (b) such amendment or modification (including an amendment or modification which rescinds the Undertaking) is permitted by the SEC Rule, then in effect.

The School Corporation may, at its sole discretion, utilize an agent in connection with the dissemination of any annual financial information required to be provided by the School Corporation pursuant to the terms of the Undertaking.

The purpose of the Undertaking is to enable the Underwriter to purchase the 2018 Bonds by providing for an undertaking by the School Corporation in satisfaction of the SEC Rule. The Undertaking is solely for the benefit of the owners of the 2018 Bonds and creates no new contractual or other rights for the SEC, underwriters, brokers, dealers, municipal securities dealers, potential customers, other obligated persons or any other third party. The sole remedy against the School Corporation for any failure to carry out any provision of the Undertaking shall be for specific performance of the School Corporation's disclosure obligations under the Undertaking and not for money damages of any kind or in any amount or any other remedy. The School Corporation's failure to honor its covenants under the Undertaking shall not constitute a breach or default of the 2018 Bonds, the Trust Indenture, the Lease or any other agreement.

In order to assist the Underwriter in complying with the Underwriter's obligations pursuant to the SEC Rule, the School Corporation represents that it has conducted or caused to be conducted what it believes to be a reasonable review of the School Corporation's compliance with its continuing disclosure obligations. Based upon such review, the School Corporation is not aware of any instances in the previous five years in which the School Corporation has failed to comply in any material respects with previous undertaking agreements. The School Corporation has contracted with H.J. Umbaugh and Associates, Certified Public Accountants, LLP, as dissemination agent to assist with future compliance filings.

#### BOND RATING

S&P Global Ratings ("S&P Global") has assigned a programmatic bond rating of "AA+" to the 2018 Bonds based upon the Indiana State Intercept Program (*see* page 7 for a description of Lease Rental Payments by the State of Indiana). S&P Global has also assigned an underlying rating of "A" to the 2018 Bonds. Such rating reflects only the view of S&P Global and any explanation of the significance of such ratings may only be obtained from S&P Global.

The ratings are not a recommendation to buy, sell or hold the 2018 Bonds, and such ratings may be subject to revision or withdrawal at any time by S&P Global. Any downward revision or withdrawal of the ratings may have an adverse effect upon the market price of the 2018 Bonds.

The School Corporation did not apply to any other rating service for a rating on the 2018 Bonds.

#### UNDERWRITING

The 2018 Bonds are being purchased by J.J.B. Hilliard, W.L. Lyons, Inc. et al. (collectively, the "Underwriter") at a purchase price of \$9,258,250.41, which is the par amount of the 2018 Bonds of \$8,895,000.00 less the underwriter's discount of \$108,817.69 plus the original issue premium of \$472,068.10.

The Underwriter intends to offer the 2018 Bonds to the public at the offering prices set forth on the inside cover page of this Official Statement. The Underwriter may allow concessions to certain dealers (including dealers in a selling group of the Underwriter and other dealers depositing the 2018 Bonds into investment trusts), who may reallocate concessions to other dealers. After the initial public offering, the public offering price may be varied from time to time by the Underwriter.

## MUNICIPAL ADVISOR

H.J. Umbaugh & Associates, Certified Public Accountants, LLP (the “Municipal Advisor”) (“Umbaugh”) has been retained by the School Corporation to provide certain financial advisory services including, among other things, preparation of the deemed “nearly final” Preliminary Official Statement and the Final Official Statement (the “Official Statements”). The information contained in the Official Statements has been compiled from records and other materials provided by School Corporation officials and other sources deemed to be reliable. The Municipal Advisor has not and will not independently verify the completeness and accuracy of the information contained in the Official Statements.

The Municipal Advisor’s duties, responsibilities and fees arise solely as Municipal Advisor to the School Corporation and they have no secondary obligations or other responsibility. The Municipal Advisor’s fees are expected to be paid from proceeds of the 2018 Bonds.

### *Municipal Advisor Registration:*

Umbaugh is a Municipal Advisor registered with the Securities and Exchange Commission and the Municipal Securities Rulemaking Board. As such, Umbaugh is providing certain specific municipal advisory services to the School Corporation, but is neither a placement agent to the School Corporation nor a broker/dealer and cannot participate in the underwriting of the 2018 Bonds.

The offer and sale of the 2018 Bonds shall be made by the School Corporation, in the sole discretion of the School Corporation, and under its control and supervision. The School Corporation agrees that Umbaugh does not undertake to sell or attempt to sell the 2018 Bonds, and will take no part in the sale thereof.

### *Other Financial Industry Activities and Affiliations:*

Umbaugh Cash Advisory Services, LLC (“UCAS”) is a wholly-owned subsidiary of Umbaugh. UCAS is registered as an investment adviser with the Securities and Exchange Commission under the federal Investment Advisers Act. UCAS provides non-discretionary investment advice with the purpose of helping clients create and maintain a disciplined approach to investing their funds prudently and effectively. UCAS may provide advisory services to the clients of Umbaugh.

UCAS has no other activities or arrangements that are material to its advisory business or its clients with a related person who is a broker-dealer, investment company, other investment adviser or financial planner, bank, law firm or other financial entity.

## PROPOSED LEGISLATION

Current and future legislative proposals, if enacted into law, clarification of the Code or court decisions may cause interest on the 2018 Bonds to be subject, directly or indirectly, to federal income taxation or to be subject to or exempted from state income taxation, or otherwise prevent Beneficial Owners from realizing the full current benefit of the tax status of such interest. The introduction or enactment of any such legislative proposals, clarification of the Code or court decisions may also affect the market price for, or marketability of, the 2018 Bonds. Prospective purchasers of the 2018 Bonds should consult their own tax advisors regarding any pending or proposed federal or state tax legislation, regulations or litigation, as to which Bond Counsel expresses no opinion.

Legislation affecting municipal bonds is considered from time to time by the United States Congress and the Executive Branch, including some proposed changes under consideration at the time of issuance of the 2018 Bonds. Bond Counsel’s opinion is based upon the law in existence on the date of issuance of the 2018 Bonds. It is possible that legislation enacted after the date of issuance of the 2018 Bonds or proposed for consideration will have an adverse effect on the excludability of all or a part of the interest on the 2018 Bonds from gross income, the manner in which such interest is subject to federal income taxation or the market price of the 2018 Bonds.

Legislation affecting municipal bonds is considered from time to time by the Indiana legislature and Executive Branch. It is possible that legislation enacted after the date of the 2018 Bonds or proposed for consideration will have an adverse effect on payment or timing of payment or other matters impacting the 2018 Bonds.

The School Corporation cannot predict the outcome of any such federal or state proposals as to passage, ultimate content or impact if passed, or timing of consideration or passage. Purchasers of the 2018 Bonds should reach their own conclusions regarding the impact of any such federal or state proposals.

### TAX MATTERS

In the opinion of Ice Miller LLP, Indianapolis, Indiana, Bond Counsel, under existing laws, regulations, judicial decisions and rulings, interest on the 2018 Bonds is excludable from gross income under Section 103 of the Internal Revenue Code of 1986, as amended (the “Code”) for federal income tax purposes and is not a specific preference item for purposes of the federal alternative minimum tax, although Bond Counsel observes that it is included in adjusted current earnings in calculating corporate alternative minimum taxable income for taxable years that begin prior to January 1, 2018. This opinion is conditioned on continuing compliance by the School Corporation with the Tax Covenants (as hereinafter defined). Failure to comply with the Tax Covenants could cause interest on the 2018 Bonds to lose the exclusion from gross income for federal income tax purposes retroactive to the date of issue. In the opinion of Bond Counsel, under existing laws, regulations, judicial decisions and rulings, interest on the 2018 Bonds is exempt from income taxation in the State. This opinion relates only to the exemption of interest on the 2018 Bonds for State income tax purposes. *See* Appendix E for the form of opinion of Bond Counsel.

The Code imposes certain requirements which must be met subsequent to the issuance of the 2018 Bonds as a condition to the exclusion from gross income of interest on the 2018 Bonds for federal income tax purposes. The School Corporation will covenant not to take any action, within its power and control, nor fail to take any action with respect to the 2018 Bonds that would result in the loss of the exclusion from gross income for federal income tax purposes of interest on the 2018 Bonds pursuant to Section 103 of the Code (collectively, the “Tax Covenants”). The Trust Indenture and certain certificates and agreements to be delivered on the date of delivery of the 2018 Bonds establish procedures under which compliance with the requirements of the Code can be met. It is not an event of default under the Trust Indenture if interest on the 2018 Bonds is not excludable from gross income for federal tax purposes or otherwise pursuant to any provision of the Code which is not in effect on the issue date of the 2018 Bonds.

IC 6-5.5 imposes a franchise tax on certain taxpayers (as defined in IC 6-5.5) which, in general, include all corporations which are transacting the business of a financial institution in Indiana. The franchise tax will be measured in part by interest excluded from gross income under Section 103 of the Code minus associated expenses disallowed under Section 265 of the Code. Taxpayers should consult their own tax advisors regarding the impact of this legislation on their ownership of the 2018 Bonds.

Although Bond Counsel will render an opinion in the form attached as Appendix E hereto, the accrual or receipt of interest on the 2018 Bonds may otherwise affect a bondholder’s federal income tax or state tax liability. The nature and extent of these other tax consequences will depend upon the bondholder’s particular tax status and a bondholder’s other items of income or deduction. Taxpayers who may be affected by such other tax consequences include, without limitation, individuals, financial institutions, certain insurance companies, S corporations, certain foreign corporations, individual recipients of Social Security or railroad retirement benefits and taxpayers who may be deemed to have incurred (or continued) indebtedness to purchase or carry the 2018 Bonds. Bond Counsel expresses no opinion regarding any other such tax consequences. Prospective purchasers of the 2018 Bonds should consult their own tax advisors with regard to the other tax consequences of owning the 2018 Bonds.

Under existing laws, judicial decisions, regulations and rulings, the 2018 Bonds have been designated as “qualified tax-exempt obligations” for purposes of Section 265(b)(3) of the Code relating to the exception from the 100% disallowance of the deduction for interest expense allocable to interest on tax-exempt obligations acquired by financial institutions. The designation is conditioned on continuing compliance with the Tax Covenants.

### AMORTIZABLE BOND PREMIUM

The initial offering price of the 2018 Bonds (collectively, the “Premium Bonds”), is greater than the principal amount payable at maturity. As a result, the Premium Bonds will be considered to be issued with amortizable bond premium (the “Bond Premium”). An owner who acquires a Premium Bond in the initial public offering of the Bonds will be required to adjust the owner’s basis in the Premium Bond downward as a result of the amortization of the Bond Premium, pursuant to Section 1016(a)(5) of the Code. Such adjusted tax basis will be used to determine taxable gain or loss upon the disposition of the Premium Bonds (including sale, redemption or payment at maturity or call). The amount of amortizable Bond Premium will be computed on the basis of the owner’s yield to maturity, with compounding at the end of each accrual period. Rules for determining (i) the amount of amortizable Bond Premium

and (ii) the amount amortizable in a particular year are set forth in Section 171(b) of the Code. No income tax deduction for the amount of amortizable Bond Premium will be allowed pursuant to Section 171(a)(2) of the Code, but amortization of Bond Premium may be taken into account as a reduction in the amount of tax-exempt income for purposes of determining other tax consequences of owning the Premium Bonds. Owners of the Premium Bonds should consult their tax advisors with respect to the precise determination for federal income tax purposes of the treatment of Bond Premium upon the sale or other disposition of Premium Bonds and with respect to the state and local tax consequences of owning and disposing of Premium Bonds.

Special rules governing the treatment of Bond Premium, which are applicable to dealers in tax-exempt securities are found at Section 75 of the Code. Dealers in tax-exempt securities are urged to consult their own tax advisors concerning treatment of Bond Premium.

### LITIGATION

To the knowledge of the officers and counsel for the Building Corporation, there is no litigation pending, or threatened, against the Building Corporation or the School Corporation, which in any way questions or affects the validity of the 2018 Bonds, or any proceedings or transactions relating to the issuance, sale or delivery thereof.

The officers and counsel for the Building Corporation will certify at the time of delivery of the 2018 Bonds that there is no litigation pending or in any way threatened questioning the validity of the 2018 Bonds, or any of the proceedings had relating to the authorization, issuance and sale of the 2018 Bonds, the Lease, the Trust Indenture or the Project that would result in a material adverse impact on the financial condition of the School Corporation.

### CERTAIN LEGAL MATTERS

Legal matters incident to the authorization, issuance and sale of the 2018 Bonds are subject to the unqualified approving opinion of Ice Miller LLP, Indianapolis, Indiana, Bond Counsel, whose approving opinion will be available at the time of delivery of the 2018 Bonds. Ice Miller LLP has not been asked nor has it undertaken to review the accuracy or sufficiency of this Official Statement, and will express no opinion thereon. The form of opinion of Bond Counsel is included as Appendix E of this Official Statement.

### LEGAL OPINIONS AND ENFORCEABILITY OF REMEDIES

The various legal opinions to be delivered concurrently with the delivery of the 2018 Bonds express the professional judgment of the attorneys rendering the opinions on the legal issues explicitly addressed therein. By rendering a legal opinion, the opinion giver does not become an insurer or guarantor of that expression of professional judgment, of the transaction opined upon, or of the future performance of parties to such transaction. Nor does the rendering of an opinion guarantee the outcome of any legal dispute that may arise out of the transaction.

The remedies available to the bondholders upon a default under the Trust Indenture, or to the Building Corporation under the Lease, are in many respects dependent upon judicial actions which are often subject to discretion and delay. Under existing constitutional and statutory law and judicial decisions, including specifically Title 11 of the United States Code (the federal bankruptcy code), the remedies provided in the Trust Indenture and the Lease may not be readily available or may be limited. Under federal and State environmental laws certain liens may be imposed on property of the Building Corporation from time to time, but the Building Corporation has no reason to believe, under existing law, that any such lien would have priority over the lien on the property taxes pledged to owners of the 2018 Bonds.

The various legal opinions to be delivered concurrently with the delivery of the 2018 Bonds will be qualified as to the enforceability of the various legal instruments by the limitations imposed by the valid exercise of the constitutional powers of the State of Indiana and the United States of America and bankruptcy, reorganization, insolvency or other similar laws affecting the rights of creditors generally, and by general principles of equity (regardless of whether such enforceability is considered in a proceeding in equity or at law).

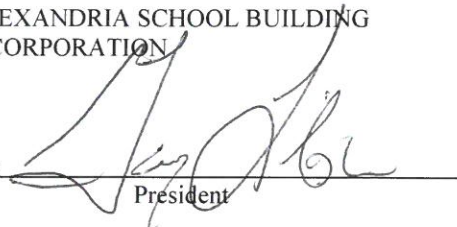
These exceptions would encompass any exercise of federal, State or local police powers (including the police powers of the School Corporation), in a manner consistent with the public health and welfare. Enforceability of the Trust Indenture and the Lease in a situation where such enforcement may adversely affect public health and welfare may be subject to these police powers.

The Building Corporation and School Corporation certify to the best of their knowledge and belief that this Official Statement, as of its date and as it relates to the School Corporation and its economic and financial condition, (i) is complete and accurate; (ii) does not contain any untrue statement of a material fact; and (iii) does not omit any material facts or information which would make the statements contained herein misleading.

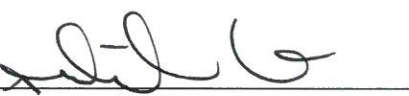
This Official Statement and its execution are duly authorized.

ALEXANDRIA SCHOOL BUILDING  
CORPORATION

By:

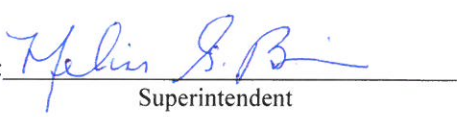
  
President

Attest:

  
Secretary

ALEXANDRIA COMMUNITY SCHOOL  
CORPORATION

By:

  
Superintendent

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## APPENDIX A





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## ALEXANDRIA COMMUNITY SCHOOL CORPORATION

### SYSTEM OVERVIEW

The Alexandria Community School Corporation, Madison County, Indiana (the “School Corporation”) is comprised of the City of Alexandria (the “City”), the Town of Orestes, and Monroe Township.

The School Corporation offers a complete academic curriculum for grades pre-kindergarten through twelve and currently includes one elementary school, one intermediate school, and one high school. In addition to excellent academics, the School Corporation provides several extracurricular opportunities for students to enjoy, from the arts to athletics. High school students have the ability to enroll in Advanced Placement courses to earn college credits for several subjects, including Biology, Calculus, Chemistry, English, Environmental Science, and Physics. In addition, the School Corporation provides services to those with special education needs.

### FACILITIES

The School Corporation presently operates the following schools.

| <u>School</u>                               | <u>Grades</u> | <u>Year<br/>Opened</u> | <u>Additions/<br/>Renovations</u> | <u>2018/2019<br/>Enrollment</u> |
|---|---------------|------------------------|-----------------------------------|---------------------------------|
| Alexandria-Monroe Elementary School*        | PK – 2        | 1955                   | 1965, 2006                        | 328                             |
| Alexandria-Monroe Intermediate School       | 3 – 6         | 1958                   | 2006, 2007                        | 465                             |
| Alexandria-Monroe Junior/Senior High School | 7 – 12        | 1977                   | 2006, 2007                        | 729                             |

\*The School Corporation is constructing a primary school addition to the Alexandria-Monroe Intermediate School and once completed plans to close and potentially sell the current Alexandria-Monroe Elementary School.

### ENROLLMENT

Presented below are enrollment figures as provided by the School Corporation. The statistics represent the number of students enrolled at the beginning of the school years.

| <u>School</u>                               | <u>School Year</u>    |                       |                       |                       |                       |                       |                       |                       |                       |                       |
|---|-----------------------|-----------------------|-----------------------|-----------------------|-----------------------|-----------------------|-----------------------|-----------------------|-----------------------|-----------------------|
|   | <u>2009/<br/>2010</u> | <u>2010/<br/>2011</u> | <u>2011/<br/>2012</u> | <u>2012/<br/>2013</u> | <u>2013/<br/>2014</u> | <u>2014/<br/>2015</u> | <u>2015/<br/>2016</u> | <u>2016/<br/>2017</u> | <u>2017/<br/>2018</u> | <u>2018/<br/>2019</u> |
| Alexandria-Monroe Elementary School         | 274                   | 352                   | 329                   | 315                   | 315                   | 342                   | 328                   | 354                   | 338                   | 328                   |
| Alexandria-Monroe Intermediate School       | 468                   | 481                   | 490                   | 466                   | 460                   | 457                   | 425                   | 461                   | 456                   | 465                   |
| Alexandria-Monroe Junior/Senior High School | <u>703</u>            | <u>748</u>            | <u>761</u>            | <u>728</u>            | <u>742</u>            | <u>802</u>            | <u>773</u>            | <u>752</u>            | <u>717</u>            | <u>729</u>            |
| Total                                       | <u>1,445</u>          | <u>1,581</u>          | <u>1,580</u>          | <u>1,509</u>          | <u>1,517</u>          | <u>1,601</u>          | <u>1,526</u>          | <u>1,567</u>          | <u>1,511</u>          | <u>1,522</u>          |

Presented below are total projected enrollment figures as provided by the School Corporation.

| <u>Year</u> | <u>Projected<br/>Enrollment</u> |
|-------------|---------------------------------|
| 2019/2020   | 1,520                           |
| 2020/2021   | 1,523                           |
| 2021/2022   | 1,504                           |
| 2022/2023   | 1,498                           |
| 2023/2024   | 1,481                           |

### **BOARD OF SCHOOL TRUSTEES**

| <u>Name</u>                  | <u>Current<br/>Term<br/>Began</u> | <u>Current<br/>Term<br/>Ends</u> |
|------------------------------|-----------------------------------|----------------------------------|
| Penny Stevens, President     | 01/01/2015                        | 12/30/2018                       |
| Larry Oliver, Vice President | 01/01/2017                        | 12/30/2020                       |
| Amy Bair, Secretary          | 01/01/2017                        | 12/30/2020                       |
| Diana Sayre                  | 01/01/2017                        | 12/30/2020                       |
| Kyle Williams                | 01/01/2015                        | 12/30/2018                       |

### **ADMINISTRATION AND STAFF**

The School Corporation is under the direction of a five-member elected Board of School Trustees who serve four-year terms. The Superintendent, appointed by the Board of School Trustees, directs a certified staff of 100 and a non-certified staff of 115 with union representation as follows:

| <u>Union Name</u>                | <u>Union<br/>Representation</u> | <u>Number of<br/>Members</u> | <u>Contract<br/>Expiration Date</u> |
|----------------------------------|---------------------------------|------------------------------|-------------------------------------|
| Alexandria Education Association | Teachers                        | 85                           | 06/30/2019                          |

### **PENSION OBLIGATIONS**

#### **Public Employees' Retirement Fund**

##### **Plan Description**

The Indiana Public Employees' Retirement Fund (PERF) is a defined benefit pension plan. PERF is a cost-sharing multiple-employer public employee retirement system, which provides retirement benefits to plan members and beneficiaries. All full-time employees are eligible to participate in this defined benefit plan. State statutes (IC 5-10.2 and 5-10.3) govern, through the Indiana Public Retirement System (INPRS) Board, most requirements of the system, and give the School Corporation authority to contribute to the plan. The PERF retirement benefit consists of the pension provided by employer contributions plus an annuity provided by the member's annuity savings account. The annuity savings account consists of members' contributions, set by state statute at 3 percent of compensation, plus the interest credited to the member's account. The employer may elect to make the contributions on behalf of the member.

INPRS administers the plan and issues a publicly available financial report that includes financial statements and required supplementary information for the plan as a whole and for its participants. That report may be obtained by contacting:

Indiana Public Retirement System  
One North Capitol, Suite 001  
Indianapolis, IN 46204  
Ph. (888) 526-1687

##### **Funding Policy and Annual Pension Cost**

The contribution requirements of the plan members for PERF are established by the Board of Trustees of INPRS.

Employer contributions for the year 2017 were \$106,300.

## Teachers' Retirement Fund

### Plan Description

The Indiana Teachers' Retirement Fund (TRF) is a defined benefit pension plan. TRF is a cost-sharing multiple-employer public employee retirement system, which provides retirement benefits to plan members and beneficiaries. All employees engaged in teaching or in the supervision of teaching in the public schools of the State of Indiana are eligible to participate in TRF. State statute (IC 5-10.2) governs, through the Indiana Public Retirement System (INPRS) Board, most requirements of the system, and gives the School Corporation authority to contribute to the plan. The TRF retirement benefit consists of the pension provided by employer contributions plus an annuity provided by the member's annuity savings account. The annuity savings account consists of members' contributions, set by state statute at 3 percent of compensation, plus the interest credited to the member's account. The School Corporation may elect to make the contributions on behalf of the member.

INPRS issues a publicly available financial report that includes financial statements and required supplementary information for the TRF plan as a whole and for its participants. That report may be obtained by contacting:

Indiana Public Retirement System  
One North Capitol, Suite 001  
Indianapolis, IN 46204  
Ph. (888) 286-3544

### Funding Policy and Annual Pension Cost

The School Corporation contributes the employer's share to TRF for certified employees employed under a federally funded program and all the certified employees hired after July 1, 1995. The School Corporation currently receives partial funding, through the school funding formula, from the State of Indiana for this contribution. The employer's share of contributions for certified personnel who are not employed under a federally funded program and were hired before July 1, 1995, is considered to be an obligation of, and is paid by, the State of Indiana.

Employer contributions for the year 2017 were \$437,900.

### Additional Benefits

The School Corporation makes quarterly payments into 401(a) and VEBA accounts for teachers who were hired after July 1, 1995. The School Corporation makes contributions equal to 1% and 0.75% of the teacher's salary into 401(a) and VEBA accounts, respectively.

Employer contributions for the year 2017 into 401(a) accounts were \$27,109.

Employer contributions for the year 2017 into VEBA accounts were \$20,334.

### Other Postemployment Benefits

The School Corporation offers 403(b) early retirement savings plans and health insurance to certified employees who were hired prior to July 1, 1995. There are currently seven retirees with 403(b) accounts and 11 retirees receiving health insurance. The retiree is able to remain on the health insurance plan until the end of the month the retiree reaches age 65. Spouses are able to remain on the health insurance plan until the age of 65 at their own expense.

Employer contributions for the year 2017 into 403(b) accounts were \$138,425.

Employer contributions for the year 2017 for health insurance plans were \$119,844.

In addition, the School Corporation compensates teachers for accrued paid time off (“PTO”) if they were hired prior to July 1, 1995, worked for the School Corporation for a minimum of 12 years, and are at least age 58 at the time of retirement. Teachers are compensated based on their years of service and their accumulated sick leave, with a maximum of 75 days accrued per retiree. The first \$2,000 of accrued PTO compensation is allocated toward the teacher’s final paycheck and the remaining portion is paid into the teacher’s 403(b) account.

## **GENERAL PHYSICAL AND DEMOGRAPHIC INFORMATION**

### **LOCATION**

The School Corporation is located in east central Indiana in Madison County (the “County”). The School Corporation is approximately 55 miles northeast of Indianapolis and 75 miles southwest of Fort Wayne.

### **GENERAL CHARACTERISTICS**

School Corporation residents have access to several amenities and local events are held in the City throughout the year. The City has been home to the County’s 4-H Fair since 1942, which is held in Beulah Park. Additionally, the City hosts its annual Small Town USA Festival in Beulah Park, where residents commemorate the City’s history with food, entertainment, car shows, and a horseshoe tournament. The U.S. Department of Defense nicknamed the City “Small Town USA” during World War II as a way to show how Americans lived daily life. The City also attracts approximately 4,000 people annually to the Alexandria Grand Prix, which is the State’s largest go-karting exhibition. The City is also home to Grammy-winning musicians Bill and Gloria Gaither, who showcase their recording studios, store, and restaurant to approximately 62,000 people during their Gaither Fall Fest each year.

In addition to these annual events, School Corporation residents can participate in numerous types of activities in the area. Residents can paint layers onto what the Guinness Book of World Records has named the World’s Largest Ball of Paint (“Ball”). The Ball’s core is a baseball, but over time has been coated with numerous layers of paint by residents, visitors, and celebrities, including Jimmy Kimmel. The Alexandria Swimming Pool offers five Olympic lanes, a diving board, a two-story slide, a children’s pool, and an intermediate pool for residents to enjoy. Residents and visitors can also enjoy glider rides throughout the summer through the Central Indiana Soaring Society.

School Corporation residents are served by the Alexandria-Monroe Public Library (the “Library”), which is located in the City and open daily. The Library offers traditional lending services as well as scanning, test proctoring services, disk cleaning, faxing, laminating, and photocopying services. The Library traces its origins to Andrew Carnegie, who donated the facility to the community in 1902.

### **PLANNING AND ZONING**

The City has a seven-member Planning Commission to provide orderly growth for residential, commercial, and industrial areas within the City and a two-mile jurisdiction surrounding its limits. The City also has a five-member Board of Zoning Appeals. The County provides planning and zoning services for unincorporated areas of the School Corporation.

### **HIGHER EDUCATION**

Several higher education campuses are located within the County. Founded in 1917 by the Church of God, Anderson University (the “University”) is a 77-acre liberal arts university located approximately 10 miles south of the School Corporation. The University offers 50 undergraduate majors and graduate degrees to approximately 1,800 students. In addition, Purdue University College of Technology, and Ivy Tech Community College offer higher education opportunities in nearby Anderson. Purdue University created the Polytechnic Institute (“Institute”) in Anderson, which was built across 11.6 acres on a former General Motors plant. The Institute leases 44,000 sq.ft. and the remaining 50,000 sq.ft. is available for startup companies. The goal of the campus is to promote education and collaboration with companies that use the latest in advanced manufacturing technology. The Institute offers six undergraduate majors, two certificates, and one associate degree.

Ball State University (“Ball State”) is located approximately 15 miles from the School Corporation in neighboring Delaware County. Ball State offers approximately 190 majors, numerous pre-professional programs, two-year degrees, four-year undergraduate degrees, master’s degrees, doctoral degrees, and specialist degrees. Ball State also offers online and long-distance education opportunities for students.

Within commuting distance of the School Corporation are Butler University, University of Indianapolis, and Indiana University-Purdue University Indianapolis, which are all located in Indianapolis.

## **GENERAL ECONOMIC AND FINANCIAL INFORMATION**

### **COMMERCE AND INDUSTRY**

The economy of the School Corporation area is comprised of several industries, including the health care, manufacturing, education, and entertainment sectors. Interstate 69 (“I-69”) and several State Roads, including State Roads 9, 13, 37, 38, and 109 cross through the County. This allows School Corporation residents easy access to the nearby City of Anderson and the growing northeast suburbs of Indianapolis, which include the Cities of Fishers and Noblesville.

The two largest employers in the County provide health care services. Community Hospital Anderson (the “Hospital”) is the County’s largest employer and currently employs approximately 1,990 workers, according to the Corporation for Economic Development Madison County, Indiana USA (the “CED”). Serving the area’s health care needs since 1962, the Hospital is part of the larger Community Health Network, which is based in Indianapolis. The Hospital is located in Anderson and specializes in several areas, including oncology, surgery, wound care, and emergency care. St. Vincent Anderson (“St. Vincent”) is also located in the Anderson and currently employs approximately 1,670 workers, according to the CED. St. Vincent is part of the larger St. Vincent Medical Group, which also has a health care facility in the nearby City of Elwood. St. Vincent specializes in cancer treatment, diabetes, mental health, surgery, women’s health, and several other fields.

Red Gold was established in 1942 and currently employs approximately 1,400 workers, according to the CED. The company produces and distributes a variety of tomato-based foods and juices, including ketchup, pizza sauce, pasta sauce, salsa, and tomato juice. According to the company’s website, Red Gold’s products are consumed by several industries, including the restaurant, education, and health care sectors. The company is headquartered in Elwood and has a distribution facility in Orestes.

Hoosier Park Racing & Casino (“Hoosier Park”) offers horse racing, restaurants, a casino, and entertainment, which attracts approximately 3 million visitors annually, according to its website. Visitors can enjoy poker, black jack, and other games on Hoosier Park’s approximately 2,000 slot machines and electronic tables. According to company personnel, Hoosier Park currently employs approximately 1,000 workers in Anderson.

Nestle produces and distributes beverages at its Anderson facility and currently employs approximately 790 workers, according to the CED. Inside Indiana Business reported in December 2017 that Nestle would be investing approximately \$80 million into its Anderson plant with an expectation of employing 30 new workers, who would earn approximately \$75,000 annually. Additionally, the company noted that Nestle has invested approximately \$800 million into its Anderson location, which was established in 2009.

ELSA LLC (“ELSA”) was established in 1987 and is currently located in Elwood. The company manufactures several types of automotive equipment, including fuel tanks, exhaust pipes, and mufflers. ELSA’s clients include Subaru, Mitsubishi, and Toyota. According to company personnel, ELSA currently employs approximately 692 workers.

Carter Express specializes in logistics and is currently headquartered in Anderson. The company has a presence throughout several areas in North America, including Ohio, Michigan, Kentucky, Tennessee, Arkansas, Mississippi, Texas, and Mexico. Carter Express employs approximately 675 workers, according to the CED.

In June 2018, Inside Indiana Business reported that Hy-Pro Filtration plans to hire an additional 30 workers in Anderson as part of a \$1.6 million expansion. The company was established in Anderson in 1986 and currently employs approximately 100 employees. Hy-Pro Filtration serves several industries, including the wind turbine, steel mill, aluminium processing, paper mill, and mining sectors.

Inside Indiana Business reported in June 2018 that NTK Precision Axle Corporation (“NTK”) is planning to invest approximately \$90 million into its 300,000 sq. ft. Anderson facility. NTK began production in March 2018 and plans to employ approximately 200 workers by 2021.

Inside Indiana Business reported in May 2018 that Bison Ridge Estates was currently under construction in Elwood. The new residential community will feature apartments, senior living facilities, houses, and villas. Additionally, the approximately \$27 million project will surround a golf course and include a pool and a clubhouse. The community is currently being run by a golf management company in Carmel.

Inside Indiana Business reported in April 2018 that Anderson Speedway is investing approximately \$500,000 for renovations to its facility, including LED lighting and new seating. The project is anticipated to be finished by the start of the 2019 season.

In April 2018, the Indiana Department of Transportation awarded a \$79 million contract to widen and rehabilitate parts of I-69 in order to alleviate traffic and increase safety. According to the Associated Press, the infrastructure project will widen I-69 to six lanes between Pendleton and Anderson. In addition, the project will include numerous pavement additions, bridge repairs, and other maintenance work by Daleville and Pendleton, according to Inside Indiana Business. The project is anticipated to be finished by summer 2020.



### **LARGE EMPLOYERS**

Below is a list of the County's largest employers. The number of employees shown are as reported by the CED, unless otherwise noted. Because of reporting time lags and other factors inherent in collecting and reporting such information, the statistics may not reflect recent employment levels.

| <u>Name</u>                            | <u>Year<br/>Established</u> | <u>Type of Business</u>            | <u>Reported<br/>Employment</u> |
|--|-----------------------------|------------------------------------|--------------------------------|
| Community Hospital Anderson            | 1962                        | Health care                        | 1,990                          |
| St. Vincent Anderson Regional Hospital |                             | Health care                        | 1,670                          |
| Red Gold                               | 1942                        | Food processing & distribution     | 1,400                          |
| Hoosier Park Racing & Casino           | 1994                        | Horse track & casino               | 1,000 (1)                      |
| Pendleton Correctional Facilities      | 1923                        | Correctional facility              | 955                            |
| Madison County                         | 1823                        | County government                  | 855 (2)                        |
| Nestle                                 | 2009                        | Beverage production & distribution | 790                            |
| ELSA LLC                               | 1987                        | Mfg. automotive parts              | 692 (1)                        |
| Anderson Community School Corporation  | 1873                        | Public education                   | 689 (3)                        |
| Carter Express                         | 1983                        | Freight trucking & logistics       | 675                            |

(1) Per company personnel.

(2) Per the County, includes 576 full and 279 part-time staff.

(3) Per Anderson Community School Corporation, includes 489 certified and 200 non-certified staff.

## EMPLOYMENT

| <u>Year</u>  | <u>Unemployment Rate</u>  |                | <u>Madison<br/>County<br/>Labor Force</u> |
|--------------|---------------------------|----------------|---|
|              | <u>Madison<br/>County</u> | <u>Indiana</u> |   |
| 2013         | 9.3%                      | 7.7%           | 58,069                                    |
| 2014         | 7.1%                      | 6.0%           | 57,897                                    |
| 2015         | 5.7%                      | 4.8%           | 58,222                                    |
| 2016         | 5.0%                      | 4.4%           | 58,937                                    |
| 2017         | 3.9%                      | 3.5%           | 58,889                                    |
| 2018, August | 4.0%                      | 3.7%           | 60,989                                    |

Source: Indiana Business Research Center. Data collected as of October 11, 2018.

## BUILDING PERMITS

Provided below is a summary of the estimated construction costs for the City of Alexandria.

| <u>Year</u> | <u>Residential</u>         | <u>Commercial</u>          | <u>Total</u>               |
|-------------|----------------------------|----------------------------|----------------------------|
|             | <u>Estimated<br/>Costs</u> | <u>Estimated<br/>Costs</u> | <u>Estimated<br/>Costs</u> |
| 2016        | \$406,174                  | \$8,063,991                | \$8,470,165                |
| 2017        | 473,321                    | 1,277,720                  | 1,751,041                  |

Note: Information for previous years is not available.

Source: City of Alexandria Building Commissioner.

## POPULATION

| <u>Year</u> | <u>Alexandria Community<br/>School Corporation*</u> |                              | <u>Madison County</u> |                              |
|-------------|---|------------------------------|-----------------------|------------------------------|
|             | <u>Population</u>                                   | <u>Percent of<br/>Change</u> | <u>Population</u>     | <u>Percent of<br/>Change</u> |
| 1970        | 9,993   | 4.72%                        | 138,522               | 10.10%                       |
| 1980        | 10,832  | 8.40%                        | 139,336               | 0.59%                        |
| 1990        | 10,057  | -7.15%                       | 130,669               | -6.22%                       |
| 2000        | 10,233  | 1.75%                        | 133,358               | 2.06%                        |
| 2010        | 8,786   | -14.14%                      | 131,636               | -1.29%                       |
| 2017, Est.  | 8,637   | -1.70%                       | 129,498               | -1.62%                       |

\*Represents data for Monroe Township.

Source: U.S. Census Bureau

## AGE STATISTICS

|                   | <u>Alexandria<br/>Community<br/>School<br/>Corporation</u> | <u>Madison<br/>County</u> |
|-------------------|--|---------------------------|
| Under 25 Years    | 2,807  | 42,302                    |
| 25 to 44 Years    | 2,088  | 33,704                    |
| 45 to 64 Years    | 2,464  | 35,396                    |
| 65 Years and Over | 1,427  | 20,234                    |
| Totals            | 8,786  | 131,636                   |

Source: U.S. Census Bureau's 2010 Census

## EDUCATIONAL ATTAINMENT

| <u>Years of<br/>School Completed</u> | <u>Persons 25 and Over</u>                                 |                           |
|--------------------------------------|--|---------------------------|
|                                      | <u>Alexandria<br/>Community<br/>School<br/>Corporation</u> | <u>Madison<br/>County</u> |
| Less than 9th grade                  | 3.0%   | 2.9%                      |
| 9th to 12th grade, no diploma        | 11.7%  | 9.6%                      |
| High school graduate                 | 43.0%  | 39.2%                     |
| Some college, no degree              | 21.1%  | 22.1%                     |
| Associate's degree                   | 8.3%   | 8.8%                      |
| Bachelor's degree                    | 8.5%   | 11.7%                     |
| Graduate or professional degree      | 4.4%   | 5.7%                      |

Source: U.S. Census Bureau's 2012-2016 American Community Survey 5-Year Estimates

### MISCELLANEOUS ECONOMIC INFORMATION

|  | <u>City of<br/>Alexandria</u> | <u>Madison<br/>County</u> | <u>Indiana</u>   |
|--|-------------------------------|---------------------------|------------------|
| Per capita income, past 12 months*                             | \$19,245                      | \$22,997                  | \$26,117         |
| Median household income, past 12 months*                       | \$48,672                      | \$44,795                  | \$50,433         |
| Average weekly earnings in manufacturing<br>(1st qtr. of 2018) | N/A                           | \$1,115                   | \$1,348          |
| Land area in square miles - 2010                               | 2.63                          | 451.92                    | 35,826.11        |
| Population per land square mile - 2010                         | 1,956.3                       | 291.3                     | 181.0            |
| Retail sales in 2012:  |                               |                           |                  |
| Total retail sales   | \$61,249,000                  | \$1,378,713,000           | \$85,857,962,000 |
| Sales per capita**   | \$11,905                      | \$10,474                  | \$13,242         |
| Sales per establishment  | \$2,784,045                   | \$3,984,720               | \$3,974,722      |

\*In 2016 inflation-adjusted dollars – 5-year estimates

\*\*Based on 2010 Population.

Source: Bureau of Census Reports and the Indiana Business Research Center. Data collected as of October 11, 2018.

| <u>Employment and Earnings -<br/>Madison County 2016</u> | <u>Earnings</u><br>(In 1,000s) | <u>Percent of<br/>Earnings</u> | <u>Distribution<br/>of<br/>Labor Force</u> |
|--|--------------------------------|--------------------------------|--|
| Services   | \$891,827                      | 38.16%                         | 46.38%                                     |
| Manufacturing  | 404,696                        | 17.31%                         | 8.15%                                      |
| Government   | 339,946                        | 14.55%                         | 12.45%                                     |
| Construction   | 151,266                        | 6.47%                          | 5.14%                                      |
| Retail Trade   | 150,753                        | 6.45%                          | 11.40%                                     |
| Transportation and warehousing                           | 127,109                        | 5.44%                          | 4.73%                                      |
| Finance, insurance, and real estate                      | 115,346                        | 4.94%                          | 6.24%                                      |
| Other*   | 100,023                        | 4.28%                          | 2.72%                                      |
| Farming  | 27,679                         | 1.18%                          | 1.46%                                      |
| Information  | 23,559                         | 1.01%                          | 0.98%                                      |
| Mining   | 3,700                          | 0.16%                          | 0.14%                                      |
| Forestry, fishing, related activities                    | 1,174                          | 0.05%                          | 0.21%                                      |
| Totals   | <u>\$2,337,078</u>             | <u>100.00%</u>                 | <u>100.00%</u>                             |

\*In order to avoid disclosure of confidential information, specific earnings and employment figures are not available for the Utilities and Wholesale Trade Sectors. The data is incorporated here.

Source: Bureau of Economic Analysis and the Indiana Business Research Center. Data collected as of October 11, 2018.

| <u>Adjusted Gross Income</u> | <u>Year</u> | <u>Madison<br/>County<br/>Total</u> |
|------------------------------|-------------|-------------------------------------|
|                              | 2011        | \$2,177,209,595                     |
|                              | 2012        | 2,298,361,342                       |
|                              | 2013        | 2,277,723,749                       |
|                              | 2014        | 2,344,078,124                       |
|                              | 2015        | 2,380,714,301                       |

Source: Indiana Department of Revenue

## SCHEDULE OF INDEBTEDNESS

The following schedule shows the outstanding indebtedness of the School Corporation and the taxing units within and overlapping its jurisdiction as of September 20, 2018, including issuance of the Bonds, as reported by the respective taxing units.

| <u>Direct Debt</u>                               | <u>Original<br/>Par Amount</u> | <u>Final<br/>Maturity</u> | <u>Outstanding<br/>Amount</u> |
|--|--------------------------------|---------------------------|-------------------------------|
| Tax Supported                                    |                                |                           |                               |
| Unlimited Ad Valorem Property Tax First Mortgage |                                |                           |                               |
| Bonds, Series 2018                               | \$8,895,000                    | 01/15/38                  | \$8,895,000                   |
| Common School Fund Loans                         |                                |                           | <u>2,571,412</u>              |
| Total Direct Debt                                |                                |                           | <u><u>\$11,466,412</u></u>    |

Note: The School Corporation anticipates issuing approximately \$9,980,000\* of previously approved capital referendum bonds in 2019. The School Corporation also anticipates issuing an approximately \$415,000 Common School Fund Loan in 2019 and is approved for a \$597,000 Common School Fund Loan in 2020, but may utilize a lesser amount. In addition, the School Corporation is always monitoring future project needs. The School Corporation has additional debt outstanding not paid from the Debt Service Fund. The School Corporation has an Energy Savings Contract outstanding in the amount of \$335,484 that has a final maturity of June 30, 2019 and is paid from the Capital Projects Fund. The School Corporation also has an Apple Equipment Lease outstanding in the amount of \$469,556 that has a final maturity of June 15, 2021. The School Corporation plans to collect fees to help partially offset the cost of the lease.

\*Preliminary, subject to change.

|                              | <u>Total Debt</u> | <u>Percent<br/>Allocable to<br/>School<br/>Corporation (1)</u> | <u>Amount<br/>Allocable to<br/>School<br/>Corporation</u> |
|------------------------------|-------------------|--|---|
| <u>Overlapping Debt</u>      |                   |  |   |
| Tax Supported                |                   |  |   |
| Madison County               | \$14,126,140      | 8.74%  | \$1,234,625   |
| City of Alexandria           | 365,845           | 100.00%  | <u>365,845</u>  |
| Tax Supported                |                   |  | <u>1,600,470</u>  |
| Self-Supporting Revenue Debt |                   |  |   |
| City of Alexandria           | 1,555,030         | 100.00%  | 1,555,030   |
| Town of Orestes              | 330,000           | 100.00%  | <u>330,000</u>  |
| Self-Supporting Revenue Debt |                   |  | <u>1,885,030</u>  |
| Total Overlapping Debt       |                   |  | <u><u>\$3,485,500</u></u>                                 |

(1) Based upon the 2017 payable 2018 net assessed valuation of the respective taxing units.

The schedule presented above is based on information furnished by the obligors or other sources and is deemed reliable. The School Corporation makes no representation or warranty as to its accuracy or completeness.

### **DEBT RATIOS**

The following presents the ratios relative to the tax supported indebtedness of the taxing units within and overlapping the School Corporation as of September 20, 2018, including issuance of the Bonds.

|   | Direct Tax<br>Supported Debt<br>\$11,466,412 | Allocable Portion<br>of All Other<br>Overlapping Tax<br>Supported Debt<br>\$1,600,470 | Total Direct and<br>Overlapping Tax<br>Supported Debt<br>\$13,066,882 |
|---|--|---|---|
| Per capita (1)                          | \$1,327.59                                   | \$185.30  | \$1,512.90  |
| Percent of net assessed valuation (2)   | 3.71%  | 0.52%   | 4.23%   |
| Percent of gross assessed valuation (3) | 2.42%  | 0.34%   | 2.75%   |
| Per pupil (4)                           | \$7,533.78                                   | \$1,051.56  | \$8,585.34  |

- (1) According to the U.S. Census Bureau, the estimated 2017 population of the School Corporation is 8,637.
- (2) The net assessed valuation of the School Corporation for taxes payable in 2018 is \$308,687,684 according to the Madison County Auditor's office.
- (3) The gross assessed valuation of the School Corporation for taxes payable in 2018 is \$474,340,196 according to the Madison County Auditor's office.
- (4) Enrollment of the School Corporation is 1,522 as reported by school personnel.

## SCHEDULE OF HISTORICAL NET ASSESSED VALUATION

(As Provided by the Madison County Auditor's Office)

| <u>Year</u><br><u>Payable</u> | <u>Real Estate</u> | <u>Utilities</u> | <u>Personal</u><br><u>Property</u> | <u>Total</u><br><u>Taxable Value</u> |
|-------------------------------|--------------------|------------------|------------------------------------|--------------------------------------|
| 2014                          | \$268,770,969      | \$10,448,430     | \$48,182,519                       | \$327,401,918                        |
| 2015                          | 261,944,077        | 10,680,730       | 46,697,597                         | 319,322,404                          |
| 2016                          | 262,063,562        | 10,736,990       | 40,882,140                         | 313,682,692                          |
| 2017                          | 256,629,273        | 11,951,510       | 42,414,318                         | 310,995,101                          |
| 2018                          | 255,319,824        | 11,732,830       | 41,635,030                         | 308,687,684                          |
| 2019                          | N/A                | N/A              | N/A                                | 305,805,808 (1)                      |

- (1) Represents the Certified Net Assessed Value of the School Corporation per the Department of Local Government Finance (the "DLGF").

NOTE: Net assessed valuations represent the assessed value less certain deductions for mortgages, veterans, the aged and the blind, as well as tax-exempt property.

Real property is valued for assessment purposes at its true tax value as defined in the Real Property Assessment Rule, 50 IAC 2.4, the 2011 Real Property Assessment Manual ("Manual"), as incorporated into 50 IAC 2.4, and the 2011 Real Property Assessment Guidelines ("Guidelines"), as adopted by the DLGF. In the case of agricultural land, true tax value is the value determined in accordance with the Guidelines adopted by the DLGF and IC 6-1.1-4-13. In the case of all other real property, true tax value is defined as "the market value-in-use of a property for its current use, as reflected by the utility received by the owner or by a similar user, from the property."

P.L. 180-2016 revises the factors used to calculate the assessed value of agricultural land. This legislation is retroactive to the January 1, 2016 assessment date and applies to each assessment date thereafter. The revised factors enacted in the legislation may reduce the total assessed value of agricultural land, which could shift property tax liability from agricultural property owners to other property owners. In addition, the reduction in the assessed value of agricultural land may result in a reduction of the total assessed value of a School Corporation. Lower assessed values of a School Corporation may result in higher tax rates in order for a School Corporation to receive its approved property tax levy.

Real property assessments are annually adjusted to market value based on sales data. The process of adjusting real property assessments to reflect market values has been termed "trending" by the DLGF.

The Manual permits assessing officials in each county to choose any acceptable mass appraisal method to determine true tax value, taking into consideration the ease of administration and the uniformity of the assessments produced by that method. The Guidelines were adopted to provide assessing officials with an acceptable appraisal method, although the Manual makes it clear that assessing officials are free to select from any number of appraisal methods, provided that they produce accurate and uniform values throughout the jurisdiction and across all classes of property. The Manual specifies the standards for accuracy and validation that the DLGF uses to determine the acceptability of any alternative appraisal method.

**DETAIL OF NET ASSESSED VALUATION**  
Assessed 2017 for Taxes Payable in 2018  
(As Provided by the Madison County Auditor's Office)

|  | <u>Monroe<br/>Township</u>  | <u>City of<br/>Alexandria</u> | <u>Town of<br/>Orestes</u> | <u>Total</u>                |
|--|-----------------------------|-------------------------------|----------------------------|-----------------------------|
| Gross Value of Land                        | \$78,164,006                | \$31,083,950                  | \$3,735,200                | \$112,983,156               |
| Gross Value of Improvements                | <u>133,216,350</u>          | <u>138,222,350</u>            | <u>32,618,600</u>          | <u>304,057,300</u>          |
| Total Gross Value of Real Estate           | 211,380,356                 | 169,306,300                   | 36,353,800                 | 417,040,456                 |
| Less: Mortgage Exemptions, Veterans, Blind |                             |                               |                            |                             |
| Age 65 & Other Exemptions                  | (74,635,410)                | (67,105,939)                  | (4,270,177)                | (146,011,526)               |
| Tax Exempt Property                        | (4,757,700)                 | (9,539,616)                   | (518,600)                  | (14,815,916)                |
| TIF  | <u>(893,190)</u>            | <u>(893,190)</u>              | <u>(893,190)</u>           | <u>(893,190)</u>            |
| Net Assessed Value of Real Estate          | <u>131,987,246</u>          | <u>91,767,555</u>             | <u>31,565,023</u>          | <u>255,319,824</u>          |
| Business Personal Property                 | 25,080,500                  | 9,349,060                     | 11,137,350                 | 45,566,910                  |
| Less: Deductions                           | <u>(255,070)</u>            | <u>(366,160)</u>              | <u>(3,310,650)</u>         | <u>(3,931,880)</u>          |
| Net Assessed Value of Personal Property    | <u>24,825,430</u>           | <u>8,982,900</u>              | <u>7,826,700</u>           | <u>41,635,030</u>           |
| Net Assessed Value of Utility Property     | <u>7,407,140</u>            | <u>3,710,080</u>              | <u>615,610</u>             | <u>11,732,830</u>           |
| Total Net Assessed Value                   | <u><u>\$164,219,816</u></u> | <u><u>\$104,460,535</u></u>   | <u><u>\$40,007,333</u></u> | <u><u>\$308,687,684</u></u> |



**COMPARATIVE SCHEDULE OF CERTIFIED TAX RATES**

Per \$100 of Net Assessed Valuation

|                               | Year Taxes Payable     |                        |                        |                        |                        |
|-------------------------------|------------------------|------------------------|------------------------|------------------------|------------------------|
|                               | <u>2014</u>            | <u>2015</u>            | <u>2016</u>            | <u>2017</u>            | <u>2018</u>            |
| Detail of Certified Tax Rate: |                        |                        |                        |                        |                        |
| Debt Service                  | \$0.1436               | \$0.1260               | \$0.1459               | \$0.1593               | \$0.1404               |
| Capital Projects Fund         | 0.2968                 | 0.3021                 | 0.3085                 | 0.3095                 | 0.3105                 |
| Transportation                | 0.1390                 | 0.1470                 | 0.1535                 | 0.1608                 | 0.1686                 |
| Bus Replacement               | 0.0102                 | 0.0337                 | 0.0452                 | 0.0474                 | 0.0497                 |
| School Pension Debt           | <u>0.0613</u>          | <u>0.0128</u>          |                        |                        |                        |
| Totals                        | <u><u>\$0.6509</u></u> | <u><u>\$0.6216</u></u> | <u><u>\$0.6531</u></u> | <u><u>\$0.6770</u></u> | <u><u>\$0.6692</u></u> |

Note: In May 2018, a capital referendum passed allowing the School Corporation to issue \$19,280,000 of bonds. The School Corporation plans to levy an additional tax rate in 2019 to fund a referendum debt fund.

Total District Certified Tax Rate (1)

|                    |          |          |          |          |          |
|--------------------|----------|----------|----------|----------|----------|
| Monroe Township    | \$1.5480 | \$1.5536 | \$1.6152 | \$1.6825 | \$1.7251 |
| City of Alexandria | \$3.5478 | \$3.8431 | \$3.9916 | \$4.0686 | \$4.2899 |
| Town of Orestes    | \$1.7116 | \$1.7340 | \$1.7864 | \$1.8392 | \$1.8825 |

(1) Includes certified tax rates of overlapping taxing units.

Source: DLGF Certified Budget Orders for the School Corporation.

## PROPERTY TAXES LEVIED AND COLLECTED

| Collection<br><u>Year</u> | Certified<br>Taxes<br><u>Levied</u> | Circuit Breaker<br><u>Tax Credit</u><br>(1) | Certified<br>Taxes Levied<br>Net of<br>Circuit Breaker<br><u>Tax Credit</u> | Taxes<br><u>Collected</u>            | Collected as<br>Percent of<br><u>Gross Levy</u> | Collected as<br>Percent of<br><u>Net Levy</u> |
|---------------------------|-------------------------------------|---|---|--------------------------------------|---|---|
| 2013                      | \$2,086,139                         | (\$153,454)                                 | \$1,932,685   | \$2,028,525                          | 97.24%  | 104.96%                                       |
| 2014                      | 2,106,369                           | (142,878)                                   | 1,963,491   | 1,971,936                            | 93.62%  | 100.43%                                       |
| 2015                      | 1,952,649                           | (157,368)                                   | 1,795,281   | 1,781,774                            | 91.25%  | 99.25%  |
| 2016                      | 2,015,682                           | (180,836)                                   | 1,834,846   | 1,864,601                            | 92.50%  | 101.62%                                       |
| 2017                      | 2,070,771                           | (192,885)                                   | 1,877,886   | 1,949,755                            | 94.16%  | 103.83%                                       |
| 2018                      | 2,029,787                           | (208,159)                                   | 1,821,628   | (-----In Process of Collection-----) |   |   |

Source: The Madison County Auditor's Office and the DLGF Certified Budget Orders for the School Corporation.

(1) Circuit Breaker Tax Credits allocable to the School Corporation per the DLGF.

Indiana Code 6-1.1-20.6 (the "Statute") provides taxpayers with a tax credit for all property taxes in an amount that exceeds the gross assessed value of real and personal property eligible for the credit ("Circuit Breaker Tax Credit").

Property taxes for residential homesteads are limited to 1.0% of the gross assessed value of the homestead; property taxes for agricultural, other residential property and long term care facilities are limited to 2.0% of their gross assessed value; and property taxes for all other real and personal property are limited to 3.0% of gross assessed value. Additional property tax limits have been made available to certain senior citizens. School corporations are authorized to impose a referendum tax levy to replace property tax revenue that the school corporation will not receive due to the Circuit Breaker Tax Credit. Other political subdivisions may not increase their property tax levy or borrow money to make up for any property tax revenue shortfall due to the application of the Circuit Breaker Tax Credit.

If a school corporation has sufficient Circuit Breaker Tax Credit losses (at least ten percent of its transportation fund levy for 2017 and 2018, or operations fund levy after 2018), and such losses are timely certified by the DLGF, it becomes an eligible school corporation under IC 6-1.1-20.6-9.9 and may allocate its Circuit Breaker Tax Credit loss proportionately for 2016, 2017, 2018 and 2019 across all school corporation property tax supported funds, including the debt service fund, thereby being exempted from the protected taxes requirement as described below (an "Eligible School Corporation"). However, in 2017, 2018 or 2019, if a school corporation: (i) issues new bonds or enters into a new lease rental agreement for which the school corporation is imposing or will impose a debt service levy other than: (A) to refinance or renew prior bond or lease rental obligations existing before January 1, 2017; or (B) for indebtedness that is approved in a local public question or referendum under I.C. 6-1.1-20 or any other law; and (ii) the school corporation's debt service levy in 2018 or 2019 is greater than the school corporation's debt service tax rate in 2016, the school corporation will not be an Eligible School Corporation even if it would otherwise qualify. This School Corporation is expected to have sufficient losses to qualify as an Eligible School Corporation.

Except for an Eligible School Corporation, the Statute categorizes property taxes levied to pay Debt Service Obligations as "protected taxes," regardless of whether the property taxes were approved at a referendum, and all other property taxes as "unprotected taxes." The total amount of revenue to be distributed to the fund for which the protected taxes were imposed shall be determined without applying the Circuit Breaker Tax Credit. The application of the Circuit Breaker Tax Credit must reduce only the amount of unprotected taxes distributed to a fund. The School Corporation may allocate the reduction by using a combination of unprotected taxes of the political subdivision in those taxing districts in which the Circuit Breaker Tax Credit caused a reduction in protected taxes. The tax revenue and each fund of any other political subdivisions must not be affected by the reduction.

## **LARGE TAXPAYERS**

The following is a list of the ten largest taxpayers located within the School Corporation.

| <u>Name</u>   | <u>Type of Business</u>        | <u>2017/2018<br/>Net Assessed<br/>Valuation</u> | <u>Percent of<br/>Total<br/>Net Assessed<br/>Valuation (1)</u> |
|---|--------------------------------|---|--|
| Red Gold, Inc./Reichart Investments LP/<br>Brittany Farms LLC | Food processing & distribution | \$35,945,238                                    | 11.64%   |
| Poet Biorefining Alexandria/Ulimate<br>Ethanol LLC            | Ethanol producer               | 30,684,760                                      | 9.94%  |
| Home Design Products  | Mfg. resin products            | 4,226,320                                       | 1.37%  |
| Indiana Michigan Electric Co.                                 | Electric utility               | 3,981,268                                       | 1.29%  |
| Norfolk Southern Corp.  | Railroad                       | 3,868,970                                       | 1.25%  |
| Allen Family Limited Partnership                              | Agriculture                    | 3,683,525                                       | 1.19%  |
| Spring House, Inc./Gaither Management<br>Group, Inc.          | Music store                    | 3,637,700                                       | 1.18%  |
| Country Club Homes Limited                                    | Apartments                     | 3,103,800                                       | 1.01%  |
| Par A Dice Farms, Inc./Max J. &<br>Nancy J. Draper            | Agriculture                    | 2,568,300                                       | 0.83%  |
| Jacob L. Gosnell  | Residential                    | <u>2,276,100</u>                                | <u>0.74%</u>   |
| Totals  |                                | <u><u>\$93,975,981</u></u>                      | <u><u>30.44%</u></u>   |

- (1) The total net assessed valuation of the School Corporation is \$308,687,684 for taxes payable in 2018, according to the Madison County Auditor's office.

Source: County Auditor's office and the DLGF. Individual parcel data is submitted by the County Auditor to the DLGF once a year for preparation of the county abstract.

Note: Tax Increment Financing ("TIF") databases for the City of Alexandria are not available as of October 22, 2018. Portions of the Net Assessed Valuations listed above may be located in a tax increment allocation area and as such a portion of the taxes could be captured as TIF and not distributed to individual taxing units.

Note: The following financial statements on pages A-18 - A-19 are excerpts from the School Corporation's July 1, 2014 to June 30, 2016 audit of the Indiana State Board of Accounts. Consequently, these schedules do not include all disclosures required by generally accepted accounting principles. A complete audit will be furnished upon request. Current reports are available at <http://www.in.gov/sboa/resources/reports/audit/>.

**ALEXANDRIA COMMUNITY SCHOOL CORPORATION**

**STATEMENT OF RECEIPTS, DISBURSEMENTS, OTHER FINANCING SOURCES (USES), AND CASH AND INVESTMENT BALANCES**

**REGULATORY BASIS**

For the Years Ended June 30, 2015 and 2016

|  | Cash and<br>Investments<br><u>07-01-14</u> | <u>Receipts</u>     | <u>Disbursements</u> | Other<br>Financing<br>Sources<br><u>(Uses)</u> | Cash and<br>Investments<br><u>06-30-15</u> | <u>Receipts</u>     | <u>Disbursements</u> | Other<br>Financing<br>Sources<br><u>(Uses)</u> | Cash and<br>Investments<br><u>06-30-16</u> |
|--|--|---------------------|----------------------|--|--|---------------------|----------------------|--|--|
| General                                | \$3,875,151                                | \$10,356,421        | \$10,457,665         | \$33,144                                       | \$3,807,051                                | \$9,946,888         | \$10,768,117         | \$15,212                                       | \$3,001,034                                |
| Debt Service                           | 203,764                                    | 481,151             | 457,318              |  | 227,597                                    | 460,533             | 444,171              |  | 243,959                                    |
| Retirement/Severance Bond Debt Service | 24,846                                     | 141,521             | 166,236              |  | 131  | 20,805              | 18,000               |  | 2,936                                      |
| Capital Projects                       | 232,747                                    | 998,057             | 1,099,875            |  | 130,929                                    | 916,853             | 1,018,712            |  | 29,070                                     |
| School Transportation                  | 2,069                                      | 470,105             | 473,278              |  | (1,104)                                    | 451,267             | 429,178              |  | 20,985                                     |
| School Bus Replacement                 | 38,666                                     | 75,984              | 10,805               |  | 103,845                                    | 121,114             | 66,378               |  | 158,581                                    |
| Rainy Day                              | 1,047,193                                  |                     | 18,000               |  | 1,029,193                                  | 18,000              | 99,271               |  | 947,922                                    |
| Retirement/Severance Bond              | 765,339                                    |                     | 174,738              |  | 590,601                                    |                     | 121,480              |  | 469,121                                    |
| School Lunch                           | 411,458                                    | 727,884             | 774,281              |  | 365,061                                    | 740,397             | 846,216              |  | 259,242                                    |
| Textbook Rental                        | 96,792                                     | 126,302             | 72,494               |  | 150,600                                    | 123,530             | 141,318              |  | 132,812                                    |
| Repair and Replacement                 | 182,416                                    |                     |                      |  | 182,416                                    |                     |                      |  | 182,416                                    |
| Self-Insurance                         | 1,172,898                                  | 24                  | 694                  |  | 1,172,228                                  | 125                 | 149,815              |  | 1,022,538                                  |
| Educational License Plates             | 3,436                                      | 363                 | 2                    |  | 3,797                                      | 150                 | 1,634                |  | 2,313                                      |
| Alternative Education                  | 5,435                                      | 1,950               |                      |  | 7,385                                      | 3,251               | 65                   |  | 10,571                                     |
| CAPE Grant - Lilly                     | 1,038                                      |                     |                      |  | 1,038                                      |                     | 155                  |  | 883  |
| Lowes Donation - Technology            | 1,935                                      |                     |                      |  | 1,935                                      |                     |                      |  | 1,935                                      |
| Henry Libler Scholarship               | 0  | 1,000               | 1,000                |  | 0  | 1,000               | 1,000                |  | 0  |
| Higgins Scholarship                    | 0  | 325                 | 218                  |  | 107  |                     | 107                  |  | 0  |
| Special Education Donation             | 0  |                     |                      |  | 0  | 500                 |                      |  | 500  |
| Elementary Art                         | 619  | 428                 | 619                  |  | 428  | 287                 | 458                  |  | 257  |
| K Camp                                 | (385)                                      | 3,172               | 3,331                |  | (544)                                      | 3,345               | 3,981                |  | (1,180)                                    |
| Intermediate School Technology         | 375  |                     |                      |  | 375  |                     |                      |  | 375  |
| Band Donation                          | 0  | 10,000              | 3,853                |  | 6,147                                      |                     | 5,803                |  | 344  |
| Don Dick Scholarship                   | 0  | 1,000               | 1,000                |  | 0  | 1,000               | 1,000                |  | 0  |
| Eagles Donation                        | 4,060                                      | 1,500               | 1,180                |  | 4,380                                      | 1,518               | 1,934                |  | 3,964                                      |
| Tiger Reader Donations                 | 1,518                                      |                     |                      |  | 1,518                                      |                     |                      |  | 1,518                                      |
| Eagles Alternative School              | 285  |                     | 137                  |  | 148  |                     | 50                   |  | 98   |
| Subtotals                              | <u>\$8,071,655</u>                         | <u>\$13,397,187</u> | <u>\$13,716,724</u>  | <u>\$33,144</u>                                | <u>\$7,785,262</u>                         | <u>\$12,810,563</u> | <u>\$14,118,843</u>  | <u>\$15,212</u>                                | <u>\$6,492,194</u>                         |

(Continued on next page)

**ALEXANDRIA COMMUNITY SCHOOL CORPORATION**

(Cont'd)

**STATEMENT OF RECEIPTS, DISBURSEMENTS, OTHER FINANCING SOURCES (USES), AND CASH AND INVESTMENT BALANCES**

**REGULATORY BASIS**

For the Years Ended June 30, 2015 and 2016

|                                     | Cash and<br>Investments<br><u>07-01-14</u> | <u>Receipts</u>     | <u>Disbursements</u> | Other<br>Financing<br>Sources<br>(Uses) | Cash and<br>Investments<br><u>06-30-15</u> | <u>Receipts</u>     | <u>Disbursements</u> | Other<br>Financing<br>Sources<br>(Uses) | Cash and<br>Investments<br><u>06-30-16</u> |
|-------------------------------------|--|---------------------|----------------------|---|--|---------------------|----------------------|---|--|
| Subtotals carried forward           | \$8,071,655                                | \$13,397,187        | \$13,716,724         | \$33,144                                | \$7,785,262                                | \$12,810,563        | \$14,118,843         | \$15,212                                | \$6,492,194                                |
| Community Hospital                  | 545  | 5,700               | 1,508                |   | 4,737                                      | 3,670               | 4,416                |   | 3,991                                      |
| Elementary Miscellaneous            | 210  | 250                 | 210                  |   | 250  |                     | 28                   |   | 222  |
| Formative Assessment                | 0  |                     |                      |   | 0  | 15,600              | 10,653               |   | 4,947                                      |
| High Ability 2013-14                | 14,418                                     |                     | 14,418               |   | 0  |                     |                      |   | 0  |
| High Ability 2014-15                | 0  | 30,672              | 29,171               |   | 1,501                                      |                     | 1,501                |   | 0  |
| High Ability 2015-16                | 0  |                     |                      |   | 0  | 31,598              | 31,118               |   | 480  |
| Computer Consortium/Ed Tech Advance | 0  | 269,507             | 269,507              |   | 0  | 138,894             | 138,894              |   | 0  |
| Non-English Speaking 2015-16        | 0  |                     |                      |   | 0  | 1,515               | 1,515                |   | 0  |
| School Technology                   | 72,935                                     | 29,788              | 33,218               |   | 69,505                                     | 26,273              | 36,710               |   | 59,068                                     |
| Wellness Program                    | 36,107                                     |                     | 21,899               |   | 14,208                                     |                     | 2,704                |   | 11,504                                     |
| Senator David Ford Technology       | (3,000)                                    | 18,000              | 15,467               |   | (467)                                      | 59,767              | 91,319               |   | (32,019)                                   |
| Title I 2013-14                     | (22,655)                                   | 60,994              | 38,339               |   | 0  |                     |                      |   | 0  |
| Title I 2014-15                     | 0  | 205,169             | 238,940              |   | (33,771)                                   | 59,338              | 25,567               |   | 0  |
| Title I 2015-16                     | 0  |                     |                      |   | 0  | 292,522             | 301,216              |   | (8,694)                                    |
| Migrant Title I Part C 2013-14      | (71,779)                                   | 557,112             | 485,333              |   | 0  |                     |                      |   | 0  |
| Migrant Title I Part C 2014-15      | 0  | 473,769             | 512,413              | (33,144)                                | (71,788)                                   | 664,180             | 592,392              |   | 0  |
| Migrant Title I Part C 2015-16      | 0  |                     |                      |   | 0  | 219,037             | 277,799              |   | (58,762)                                   |
| Special Ed Part B 2013-14           | (37,594)                                   | 57,701              | 20,107               |   | 0  |                     |                      |   | 0  |
| Special Ed Part B 2014-15           | 0  | 329,093             | 353,955              |   | (24,862)                                   | 49,214              | 24,352               |   | 0  |
| IDEA                                | 0  | 1,447               | 1,447                |   | 0  |                     |                      |   | 0  |
| Special Ed Part B 2015-16           | 0  |                     |                      |   | 0  | 338,658             | 344,902              |   | (6,244)                                    |
| Special Ed Preschool 2013-14        | (1,125)                                    | 3,898               | 2,773                |   | 0  |                     |                      |   | 0  |
| Special Ed Preschool 2014-15        | 0  | 12,331              | 13,703               |   | (1,372)                                    | 3,397               | 2,025                |   | 0  |
| Special Ed Preschool 2015-16        | 0  |                     |                      |   | 0  | 13,260              | 13,662               |   | (402)                                      |
| Title II Part A 2013-14             | (6,120)                                    | 62,567              | 56,447               |   | 0  |                     |                      |   | 0  |
| Title II Part A 2014-15             | 0  | 16,069              | 24,966               |   | (8,897)                                    | 57,188              | 33,291               | (15,000)                                | 0  |
| Title II Part A 2015-16             | 0  |                     |                      |   | 0  | 31,484              | 31,484               |   | 0  |
| Payroll Clearing                    | 1,797                                      | 2,307,452           | 2,307,815            |   | 1,434                                      | 2,357,099           | 2,357,660            |   | 873  |
| Totals                              | <u>\$8,055,394</u>                         | <u>\$17,838,706</u> | <u>\$18,158,360</u>  | <u>\$0</u>                              | <u>\$7,735,740</u>                         | <u>\$17,173,257</u> | <u>\$18,442,051</u>  | <u>\$212</u>                            | <u>\$6,467,158</u>                         |

The following schedules on pages A-20 - A-27 contain limited and unaudited financial information which is presented solely for the purpose of conveying a statement of cash and investment balances for the School Corporation. Consequently, these schedules do not include all disclosures required by generally accepted accounting principles. Current reports are available at <http://www.doe.in.gov/finance/school-financial-reports>.

## ALEXANDRIA COMMUNITY SCHOOL CORPORATION

### SUMMARY OF RECEIPTS AND EXPENDITURES BY FUND

(Unaudited)

|   | Calendar Year             |                           |                           | Six Months<br>Ended       |
|---|---------------------------|---------------------------|---------------------------|---------------------------|
|   | <u>2015</u>               | <u>2016</u>               | <u>2017</u>               | <u>6/30/2018</u>          |
| <b><u>GENERAL FUND</u></b>                |                           |                           |                           |                           |
| Receipts:                                 |                           |                           |                           |                           |
| Tuition                                   |                           |                           | \$1,000                   | \$3,000                   |
| Earnings on Investments                   | \$1,228                   | \$11,083                  | 20,740                    | 15,752                    |
| School Corporation Activities             | 88,394                    | 106,163                   | 126,628                   | 53,345                    |
| Other Revenue from Local Sources          | 6,007                     | 9,099                     | 5,923                     | 2,810                     |
| Revenue from Intermediate Sources         |                           |                           | 156                       |                           |
| Revenue from State Sources                | 9,918,989                 | 10,193,572                | 10,239,935                | 5,127,979                 |
| Sale of Property, Adjustments and Refunds | 142                       | 4,027                     | 1,161                     | 80                        |
| Interfund Transfers                       | 48,144                    | 4,311,958                 |                           | 15,341                    |
| Other Items                               |                           | 200                       | 100                       | 19,981                    |
| Total Receipts                            | <u>10,062,904</u>         | <u>14,636,103</u>         | <u>10,395,643</u>         | <u>5,238,289</u>          |
| Expenditures:                             |                           |                           |                           |                           |
| Instruction                               | 7,064,196                 | 7,324,247                 | 7,137,976                 | 3,736,584                 |
| Support Services                          | 3,113,430                 | 3,230,222                 | 3,346,847                 | 1,520,973                 |
| Community Services                        | 246,261                   | 240,551                   | 248,121                   | 130,371                   |
| Debt Services                             | 36,710                    | 11,370                    |                           |                           |
| Facilities Acquisition and Construction   | 83,166                    | 118,908                   | 68,546                    | 8,371                     |
| Interfund Transfers                       |                           | 4,280,000                 |                           |                           |
| Total Expenditures                        | <u>10,543,763</u>         | <u>15,205,297</u>         | <u>10,801,490</u>         | <u>5,396,299</u>          |
| Net Increase (Decrease)                   | (480,859)                 | (569,194)                 | (405,847)                 | (158,011)                 |
| Beginning Balance - January 1st           | <u>4,182,342</u>          | <u>3,701,483</u>          | <u>3,132,289</u>          | <u>2,726,443</u>          |
| Ending Balance                            | <u><u>\$3,701,483</u></u> | <u><u>\$3,132,289</u></u> | <u><u>\$2,726,443</u></u> | <u><u>\$2,568,432</u></u> |

Note: The School Corporation anticipates the 2018 ending balance to be approximately \$2,700,000.

The General Fund is the primary operating fund and is used to budget and account for all receipts and disbursements relative to the basic operation and basic programs of the School Corporation.

(Continued on next page)

**ALEXANDRIA COMMUNITY SCHOOL CORPORATION**

(Cont'd)

**SUMMARY OF RECEIPTS AND EXPENDITURES BY FUND**

**(Unaudited)**

|                                 | Calendar Year           |                         |                         | Six Months<br>Ended     |
|---------------------------------|-------------------------|-------------------------|-------------------------|-------------------------|
|                                 | <u>2015</u>             | <u>2016</u>             | <u>2017</u>             | <u>6/30/2018</u>        |
| <b><u>DEBT SERVICE FUND</u></b> |                         |                         |                         |                         |
| Receipts:                       |                         |                         |                         |                         |
| Local Property Tax              | \$392,177               | \$456,611               | \$503,907               | \$243,905               |
| License Excise Tax              | 31,108                  | 34,471                  | 39,120                  | 17,217                  |
| Commercial Vehicle Excise Tax   | 2,355                   | 2,312                   | 2,361                   | 1,021                   |
| Financial Institutions Tax      | 2,023                   | 2,403                   | 2,277                   | 928                     |
| Earnings on Investments         | <u>933</u>              | <u>1,408</u>            |                         |                         |
| Total Receipts                  | <u>428,595</u>          | <u>497,205</u>          | <u>547,666</u>          | <u>263,071</u>          |
| Expenditures:                   |                         |                         |                         |                         |
| Advancements and Obligations    | <u>443,716</u>          | <u>480,229</u>          | <u>507,288</u>          | <u>249,086</u>          |
| Total Expenditures              | <u>443,716</u>          | <u>480,229</u>          | <u>507,288</u>          | <u>249,086</u>          |
| Net Increase (Decrease)         | (15,121)                | 16,975                  | 40,378                  | 13,985                  |
| Beginning Balance - January 1st | <u>217,847</u>          | <u>202,727</u>          | <u>219,702</u>          | <u>260,080</u>          |
| Ending Balance                  | <u><u>\$202,727</u></u> | <u><u>\$219,702</u></u> | <u><u>\$260,080</u></u> | <u><u>\$274,065</u></u> |

The Debt Service Fund accounts for debt from funds borrowed or advanced for the purchase or lease of school buildings, school buses, judgments against the corporation, equipment or capital construction, and interest on emergency and temporary loans.

(Continued on next page)

**ALEXANDRIA COMMUNITY SCHOOL CORPORATION**

(Cont'd)

**SUMMARY OF RECEIPTS AND EXPENDITURES BY FUND**  
**(Unaudited)**

|  | Calendar Year         |                       |                   |
|--|-----------------------|-----------------------|-------------------|
|  | <u>2015</u>           | <u>2016</u>           | <u>2017</u>       |
| <b><u>RETIREMENT/SEVERANCE BOND FUND</u></b> |                       |                       |                   |
| Receipts:                                    |                       |                       |                   |
| Local Property Tax                           | \$39,861              |                       |                   |
| License Excise Tax                           | 3,160                 |                       |                   |
| Commercial Vehicle Excise Tax                | 2,942                 |                       |                   |
| Financial Institutions Tax                   | 205                   |                       |                   |
| Interfund Loans                              | <u>18,000</u>         | <u>          </u>     | <u>          </u> |
| Total Receipts                               | <u>64,169</u>         | <u>\$0</u>            | <u>\$0</u>        |
| Expenditures:                                |                       |                       |                   |
| Principal on Debt                            | 71,359                |                       |                   |
| Interfund Transfers                          | <u>18,000</u>         | <u>          </u>     | <u>2,936</u>      |
| Total Expenditures                           | <u>89,359</u>         | <u>          </u>     | <u>2,936</u>      |
| Net Increase (Decrease)                      | (25,190)              | 0                     | (2,936)           |
| Beginning Balance - January 1st              | <u>28,126</u>         | <u>2,936</u>          | <u>2,936</u>      |
| Ending Balance                               | <u><u>\$2,936</u></u> | <u><u>\$2,936</u></u> | <u><u>\$0</u></u> |

Note: The School Corporation's Amended Taxable General Obligation Pension Bonds of 2004 matured in January 2015.

The Retirement/Severance Bond Fund accounts for debt service payments anticipated to be made on debt issued for unfunded payments for termination of employment or to pay postretirement or severance benefits.

(Continued on next page)



**ALEXANDRIA COMMUNITY SCHOOL CORPORATION**

(Cont'd)

**SUMMARY OF RECEIPTS AND EXPENDITURES BY FUND**  
**(Unaudited)**

|   | Calendar Year    |                |                 | Six Months Ended |
|---|------------------|----------------|-----------------|------------------|
|   | <u>2015</u>      | <u>2016</u>    | <u>2017</u>     | <u>6/30/2018</u> |
| <b><u>CAPITAL PROJECTS FUND</u></b>     |                  |                |                 |                  |
| Receipts:                               |                  |                |                 |                  |
| Local Property Tax                      | \$839,714        | \$856,409      | \$864,328       | \$473,213        |
| License Excise Tax                      | 74,585           | 72,887         | 76,006          | 38,075           |
| Commercial Vehicle Excise Tax           | 4,197            | 4,888          | 4,587           | 2,258            |
| Financial Institutions Tax              | 4,849            | 5,081          | 4,425           | 2,052            |
| Other Revenue From Local Sources        | 78               |                |                 |                  |
| Earnings on Investments                 | 110              | 166            |                 |                  |
|   | <u>923,532</u>   | <u>939,432</u> | <u>949,346</u>  | <u>515,599</u>   |
| Total Receipts                          |                  |                |                 |                  |
| Expenditures:                           |                  |                |                 |                  |
| Support Services                        | 526,078          | 545,739        | 405,752         | 315,038          |
| Facilities Acquisition and Construction | 506,209          | 440,263        | 490,823         | 239,154          |
|   | <u>1,032,287</u> | <u>986,002</u> | <u>896,576</u>  | <u>554,192</u>   |
| Total Expenditures                      |                  |                |                 |                  |
| Net Increase (Decrease)                 | (108,754)        | (46,570)       | 52,770          | (38,593)         |
| Beginning Balance - January 1st         | 155,325          | 46,570         | (0)             | 52,770           |
|   | <u>46,570</u>    | <u>(\$0)</u>   | <u>\$52,770</u> | <u>\$14,178</u>  |
| Ending Balance                          |                  |                |                 |                  |

The Capital Projects Fund accounts for planned construction, repair, replacement or remodeling; and the purchase, lease, upgrade, maintenance, or repair of computer equipment.

(Continued on next page)

**ALEXANDRIA COMMUNITY SCHOOL CORPORATION**

(Cont'd)

**SUMMARY OF RECEIPTS AND EXPENDITURES BY FUND**  
**(Unaudited)**

|                                   | <u>Calendar Year</u>  |                    |                     | <u>Six Months<br/>Ended</u> |
|-----------------------------------|-----------------------|--------------------|---------------------|-----------------------------|
|                                   | <u>2015</u>           | <u>2016</u>        | <u>2017</u>         | <u>6/30/2018</u>            |
| <b><u>TRANSPORTATION FUND</u></b> |                       |                    |                     |                             |
| Receipts:                         |                       |                    |                     |                             |
| Local Property Tax                | \$410,927             | \$426,101          | \$449,104           | \$256,944                   |
| License Excise Tax                | 36,292                | 36,267             | 39,489              | 20,675                      |
| Commercial Vehicle Excise Tax     | 1,493                 | 2,432              | 2,383               | 1,226                       |
| Financial Institutions Tax        | 2,360                 | 2,528              | 2,299               | 1,114                       |
| Other Revenue from Local Sources  |                       | 437                | 9,081               |                             |
| Interfund Transfers               |                       |                    | 6,000               |                             |
|                                   | <u>451,072</u>        | <u>467,765</u>     | <u>508,355</u>      | <u>279,959</u>              |
| Total Receipts                    | <u>451,072</u>        | <u>467,765</u>     | <u>508,355</u>      | <u>279,959</u>              |
| Expenditures:                     |                       |                    |                     |                             |
| Support Services                  | <u>448,522</u>        | <u>470,829</u>     | <u>508,270</u>      | <u>264,490</u>              |
| Total Expenditures                | <u>448,522</u>        | <u>470,829</u>     | <u>508,270</u>      | <u>264,490</u>              |
| Net Increase (Decrease)           | 2,550                 | (3,064)            | 85                  | 15,469                      |
| Beginning Balance - January 1st   | <u>547</u>            | <u>3,097</u>       | <u>33</u>           | <u>118</u>                  |
| Ending Balance                    | <u><u>\$3,097</u></u> | <u><u>\$33</u></u> | <u><u>\$118</u></u> | <u><u>\$15,587</u></u>      |

The Transportation Fund accounts for financial resources for the transportation of school children to and from school.

(Continued on next page)

**ALEXANDRIA COMMUNITY SCHOOL CORPORATION**

(Cont'd)

**SUMMARY OF RECEIPTS AND EXPENDITURES BY FUND**

**(Unaudited)**

|  | <u>Calendar Year</u>    |                         |                         | <u>Six Months<br/>Ended</u> |
|--|-------------------------|-------------------------|-------------------------|-----------------------------|
|  | <u>2015</u>             | <u>2016</u>             | <u>2017</u>             | <u>6/30/2018</u>            |
| <b><u>TRANSPORTATION SCHOOL BUS REPLACEMENT FUND</u></b> |                         |                         |                         |                             |
| Receipts:  |                         |                         |                         |                             |
| Local Property Tax                                       | \$94,202                | \$125,480               | \$132,416               | \$75,747                    |
| License Excise Tax                                       | 8,320                   | 10,679                  | 11,640                  | 6,094                       |
| Commercial Vehicle Excise Tax                            | 630                     | 716                     | 703                     | 361                         |
| Financial Institutions Tax                               | 541                     | 744                     | 678                     | 328                         |
|  | <u>103,693</u>          | <u>137,619</u>          | <u>145,437</u>          | <u>82,532</u>               |
| Total Receipts   | <u>103,693</u>          | <u>137,619</u>          | <u>145,437</u>          | <u>82,532</u>               |
| Expenditures:  |                         |                         |                         |                             |
| Support Services   | 38,668                  | 107,584                 | 40,025                  | 125,839                     |
| Interfund Transfers                                      |                         |                         | 20,900                  |                             |
|  | <u>38,668</u>           | <u>107,584</u>          | <u>60,925</u>           | <u>125,839</u>              |
| Total Expenditures                                       | <u>38,668</u>           | <u>107,584</u>          | <u>60,925</u>           | <u>125,839</u>              |
| Net Increase (Decrease)                                  | 65,025                  | 30,035                  | 84,512                  | (43,307)                    |
| Beginning Balance - January 1st                          | <u>42,827</u>           | <u>107,851</u>          | <u>137,886</u>          | <u>222,398</u>              |
| Ending Balance   | <u><u>\$107,851</u></u> | <u><u>\$137,886</u></u> | <u><u>\$222,398</u></u> | <u><u>\$179,091</u></u>     |

The Transportation School Bus Replacement Fund is used to account for receipts and disbursements concerning the acquisition and disposal of school buses.

(Continued on next page)

**ALEXANDRIA COMMUNITY SCHOOL CORPORATION**

(Cont'd)

**SUMMARY OF RECEIPTS AND EXPENDITURES BY FUND**

**(Unaudited)**

|   | <u>Calendar Year</u>    |                         |                         | <u>Six Months<br/>Ended</u> |
|---|-------------------------|-------------------------|-------------------------|-----------------------------|
| <u>LOCAL RAINY DAY FUND</u>             | <u>2015</u>             | <u>2016</u>             | <u>2017</u>             | <u>6/30/2018</u>            |
| Receipts:                               |                         |                         |                         |                             |
| Interfund Loans                         | \$18,000                |                         |                         |                             |
| Interfund Transfers                     |                         |                         | \$23,836                |                             |
|   |                         |                         |                         |                             |
| Total Receipts                          | <u>18,000</u>           | <u>\$0</u>              | <u>23,836</u>           | <u>\$0</u>                  |
| Expenditures:                           |                         |                         |                         |                             |
| Facilities Acquisition and Construction | 54,000                  |                         |                         |                             |
| Interfund Transfers                     |                         |                         | 6,000                   |                             |
| Interfund Loans                         | 18,000                  |                         |                         |                             |
| Support Services                        | <u>45,271</u>           | <u>30,047</u>           | <u>2,268</u>            |                             |
|   |                         |                         |                         |                             |
| Total Expenditures                      | <u>117,271</u>          | <u>30,047</u>           | <u>8,268</u>            | <u>0</u>                    |
| Net Increase (Decrease)                 | (99,271)                | (30,047)                | 15,568                  | 0                           |
| Beginning Balance - January 1st         | <u>1,047,193</u>        | <u>947,922</u>          | <u>917,876</u>          | <u>933,444</u>              |
|   |                         |                         |                         |                             |
| Ending Balance                          | <u><u>\$947,922</u></u> | <u><u>\$917,876</u></u> | <u><u>\$933,444</u></u> | <u><u>\$933,444</u></u>     |

The School Corporation has created a Rainy Day Fund as allowed under IC 36-1-8-5.1 by adopting a resolution. The resolution of the School Corporation designates the purposes of the Rainy Day Fund and restrictions, if any, on the use of funds and allowable sources of funding.

(Continued on next page)

**ALEXANDRIA COMMUNITY SCHOOL CORPORATION**

(Cont'd)

**SUMMARY OF RECEIPTS AND EXPENDITURES BY FUND**  
**(Unaudited)**

|   | Calendar Year             |                           |                           | Six Months<br>Ended       |
|---|---------------------------|---------------------------|---------------------------|---------------------------|
|   | <u>2015</u>               | <u>2016</u>               | <u>2017</u>               | <u>6/30/2018</u>          |
| <b><u>OTHER FUNDS</u></b>               |                           |                           |                           |                           |
| Receipts:                               |                           |                           |                           |                           |
| Revenues from Local Sources             | \$807,757                 | \$525,633                 | \$671,462                 | \$163,565                 |
| Revenues from State Sources             | 312,895                   | 310,320                   | 444,582                   | 203,745                   |
| Revenues from Federal Sources           | 1,662,310                 | 1,957,231                 | 1,729,577                 | 1,089,758                 |
| Revenues from Intermediate Sources      | 326                       | 150                       | 190                       | 75                        |
| Interfund Transfers                     |                           |                           |                           | 133                       |
| Other Financing Sources                 |                           |                           | 3,900                     |                           |
|   | <hr/>                     | <hr/>                     | <hr/>                     | <hr/>                     |
| Total Receipts                          | <u>2,783,287</u>          | <u>2,793,335</u>          | <u>2,849,711</u>          | <u>1,457,276</u>          |
| Expenditures:                           |                           |                           |                           |                           |
| Support Services                        | 677,271                   | 472,124                   | 318,541                   | 174,120                   |
| Community Services                      | 803,855                   | 830,871                   | 753,389                   | 355,944                   |
| Facilities Acquisition and Construction | 32,276                    | 38,266                    | 251,091                   | 17,906                    |
| Instruction                             | 1,537,723                 | 1,697,176                 | 1,646,701                 | 888,947                   |
| Interfund Transfers                     | 48,144                    | 31,958                    |                           | 15,474                    |
|   | <hr/>                     | <hr/>                     | <hr/>                     | <hr/>                     |
| Total Expenditures                      | <u>3,099,270</u>          | <u>3,070,395</u>          | <u>2,969,722</u>          | <u>1,452,390</u>          |
| Net Increase (Decrease)                 | (315,983)                 | (277,060)                 | (120,011)                 | 4,886                     |
| Beginning Balance - January 1st         | <u>2,528,747</u>          | <u>2,212,764</u>          | <u>1,935,704</u>          | <u>1,815,693</u>          |
| Ending Balance                          | <u><u>\$2,212,764</u></u> | <u><u>\$1,935,704</u></u> | <u><u>\$1,815,693</u></u> | <u><u>\$1,820,580</u></u> |
| <br><b><u>GRAND TOTALS</u></b>          |                           |                           |                           |                           |
| Total Receipts                          | <u>\$14,835,252</u>       | <u>\$19,471,459</u>       | <u>\$15,419,994</u>       | <u>\$7,836,725</u>        |
| Total Expenditures                      | <u>15,812,855</u>         | <u>20,350,383</u>         | <u>15,755,474</u>         | <u>8,042,296</u>          |
| Net Increase (Decrease)                 | (977,603)                 | (878,924)                 | (335,480)                 | (205,571)                 |
| Beginning Balance - January 1st         | <u>8,202,953</u>          | <u>7,225,350</u>          | <u>6,346,426</u>          | <u>6,010,946</u>          |
| Ending Balance                          | <u><u>\$7,225,350</u></u> | <u><u>\$6,346,426</u></u> | <u><u>\$6,010,946</u></u> | <u><u>\$5,805,376</u></u> |

The Building Corporation and School Corporation certify to the best of their knowledge and belief that this Official Statement, as of its date and as it relates to the School Corporation and its economic and financial condition, (i) is complete and accurate; (ii) does not contain any untrue statement of a material fact; and (iii) does not omit any material facts or information which would make the statements contained herein misleading.

This Official Statement and its execution are duly authorized.

ALEXANDRIA SCHOOL BUILDING  
CORPORATION

By: \_\_\_\_\_

President

Attest: \_\_\_\_\_

Secretary

ALEXANDRIA COMMUNITY SCHOOL  
CORPORATION

By: \_\_\_\_\_

Superintendent

## APPENDIX B





# UMBAUGH

H. J. Umbaugh & Associates  
Certified Public Accountants, LLP  
8365 Keystone Crossing  
Suite 300  
Indianapolis, IN 46240-2687  
Phone: 317-465-1500  
Fax: 317-465-1550  
www.umbaugh.com

November 15, 2018

Board of School Trustees  
Alexandria Community School Corporation  
202 East Washington Street  
Alexandria, Indiana 46001

Building Corporation Directors  
Alexandria School Building Corporation  
202 East Washington Street  
Alexandria, Indiana 46001

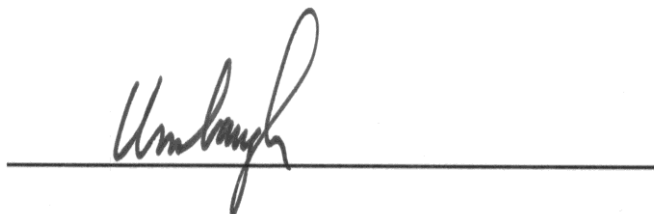
In connection with the issuance of \$8,895,000 principal amount of Unlimited Ad Valorem Property Tax First Mortgage Bonds, Series 2018, we have, at your request, prepared this special purpose report and the following schedules for inclusion in the Final Official Statement dated November 15, 2018.

Page(s)

|           |   |
|-----------|---|
| B-2 - B-3 | General Comments  |
| B-4       | Estimated Project Costs and Funding   |
| B-5       | Schedule of Amortization of \$8,895,000 Principal Amount of<br>Unlimited Ad Valorem Property Tax First Mortgage Bonds, Series 2018              |
| B-6       | Preliminary Schedule of Amortization of \$9,980,000* Principal Amount of<br>Unlimited Ad Valorem Property Tax First Mortgage Bonds, Series 2019 |
| B-7       | Summary of Estimated Debt Service Tax Rates   |
| B-8       | Schedule of Existing Debt Service/Lease Rental Payments   |

In the preparation of these schedules, assumptions were made as noted regarding certain future events. As is the case with such assumptions regarding future events and transactions, some or all may not occur as expected, and the resulting differences could be material. We have not examined the underlying assumptions nor have we audited or reviewed the historical data. Consequently, we express no opinion thereon, nor do we have a responsibility to prepare subsequent reports.

\*Preliminary, subject to change.





**ALEXANDRIA SCHOOL BUILDING CORPORATION  
ALEXANDRIA COMMUNITY SCHOOL CORPORATION  
Alexandria, Indiana**

**GENERAL COMMENTS**

The Alexandria School Building Corporation (the “Building Corporation”) is issuing \$8,895,000 of Unlimited Ad Valorem Property Tax First Mortgage Bonds, Series 2018 (the “2018 Bonds”) for the purpose of paying a portion the costs of the 2018 Safety, Efficiency, Renovation and Construction Project which consists of updating, improving and construction at Alexandria-Monroe Intermediate School and Alexandria-Monroe Jr./Sr. High School (the “Project”) and to pay issuance expenses. The Building Corporation anticipates issuing approximately \$9,980,000\* of Unlimited Ad Valorem Property Tax First Mortgage Bonds, Series 2019 (the “2019 Bonds”) in the Spring of 2019 to fund the remaining portion of the Project. The 2019 Bonds will be issued on a parity basis with the 2018 Bonds.

The 2018 Bonds are secured by and payable from fixed, semiannual lease rental payments (the “Lease Rentals”) to be paid by the Alexandria Community School Corporation (the “School Corporation”) directly to U.S. Bank National Association, in Indianapolis, Indiana (the “Trustee”) under a Trust Indenture between the Building Corporation and the Trustee dated as of November 1, 2018 (the “Trust Indenture”) and a Lease (hereinafter defined) between the School Corporation and the Building Corporation.

Pursuant to the Lease Agreement executed on November 12, 2018 between the Building Corporation and the School Corporation (the “Lease”), the 2018 Bonds and the 2019 Bonds are payable from semiannual Lease Rentals to be paid by the School Corporation directly to the Trustee. Such Lease Rentals are payable from ad valorem property taxes to be levied against all taxable property within the School Corporation. Pursuant to the Lease, the School Corporation will pay rent during renovation in an amount up to \$807,000 per payment due each June 30 and December 31, beginning on June 30, 2019 through the completion of construction. Full Lease Rentals will begin on the day the Project is completed and ready for occupancy or June 30, 2021, whichever is later.

**Estimated Project Costs and Funding – Page B-4**

The costs of the Project relating to the 2018 Bonds and 2019 Bonds are presented in this schedule, including construction related expenses, allowance for underwriter’s discount and estimated costs of issuance.

The proceeds of the 2018 Bonds and 2019 Bonds, interest earnings during construction and the proceeds from the sale of the Lease Property (as defined in the Official Statement) to the Building Corporation will provide the funding for the Project.

**Schedule of Amortization of \$8,895,000 Principal Amount of Unlimited Ad Valorem Property Tax First Mortgage Bonds, Series 2018 – Page B-5**

The amortization of \$8,895,000 principal amount of Unlimited Ad Valorem Property Tax First Mortgage Bonds, Series 2018 is presented in this schedule. The 2018 Bonds are dated December 11, 2018, and mature over a period of approximately nineteen years and one month with the final maturity on January 15, 2038. The 2018 Bonds are amortized based on interest rates determined through a competitive sale.

\*Preliminary, subject to change.

**ALEXANDRIA SCHOOL BUILDING CORPORATION  
ALEXANDRIA COMMUNITY SCHOOL CORPORATION  
Alexandria, Indiana**

**GENERAL COMMENTS (CONT'D)**

**Preliminary Schedule of Amortization of \$9,980,000\* Principal Amount of Unlimited Ad Valorem Property Tax First Mortgage Bonds, Series 2019 – Page B-6**

The preliminary amortization of \$9,980,000\* principal amount of Unlimited Ad Valorem Property Tax First Mortgage Bonds, Series 2019 is presented in this schedule. The 2019 Bonds are assumed to be dated April 15, 2019, and mature over a period of approximately nineteen years and nine months with the final maturity on January 15, 2039. The 2019 Bonds are amortized based on assumed interest rates. Final interest rates will be determined through a competitive sale.

**Summary of Estimated Debt Service Tax Rates – Page B-7**

Calculations were made in this schedule for the proposed annual Lease Rentals and resulting estimated debt service tax rates based upon the amortization schedules found on pages B-5 and B-6. No growth in assessed value from the 2019 certified net assessed value was assumed in the calculation of the estimated debt service tax rates.

**Schedule of Existing Debt Service/Lease Rental Payments – Page B-8**

This schedule shows the outstanding (unaudited) debt service and lease rental payments of the School Corporation.

\*Preliminary, subject to change.

**ALEXANDRIA SCHOOL BUILDING CORPORATION  
ALEXANDRIA COMMUNITY SCHOOL CORPORATION**

**ESTIMATED PROJECT COSTS AND FUNDING**

| <u>Estimated Project Costs</u>                                      | <u>Building Corporation</u> |                       | <u>School Corporation</u> | <u>Total</u>           |
|---|-----------------------------|-----------------------|---------------------------|------------------------|
|   | <u>2018 Bonds</u>           | <u>2019 Bonds*</u>    |                           |                        |
| Estimated Construction Related Costs                                | \$3,048,250.41              | \$9,835,100.00        | \$6,000,000.00            | \$18,883,350.41        |
| Purchase of Lease Property (1)                                      | 6,000,000.00                |                       | (6,000,000.00)            | 0.00                   |
| Allowance for Underwriter's Discount (0.50%)                        |                             | 49,900.00             |                           | 49,900.00              |
| Estimated Costs of Issuance (2)                                     | 210,000.00                  | 95,000.00             |                           | 305,000.00             |
|   |                             |                       |                           |                        |
| Total Estimated Project Costs                                       | <u>\$9,258,250.41</u>       | <u>\$9,980,000.00</u> | <u>\$0.00</u>             | <u>\$19,238,250.41</u> |
| <br><u>Estimated Project Funding</u>                                |                             |                       |                           |                        |
| Unlimited Ad Valorem Property Tax First Mortgage Bonds, Series 2018 | \$8,895,000.00              |                       |                           | \$8,895,000.00         |
| Unlimited Ad Valorem Property Tax First Mortgage Bonds, Series 2019 |                             | \$9,980,000.00        |                           | 9,980,000.00           |
| Net Bond Premium (3)  | 363,250.41                  |                       |                           | 363,250.41             |
|   |                             |                       |                           |                        |
| Total Estimated Project Funding                                     | <u>\$9,258,250.41</u>       | <u>\$9,980,000.00</u> | <u>\$0.00</u>             | <u>\$19,238,250.41</u> |

- (1) The Leased Property, as defined herein, has been appraised at a value of \$6,000,000.00 and the School Corporation will transfer title of the Leased Property to the Building Corporation at the closing on the 2018 Bonds for \$6,000,000.00. However, both parties agree that the Building Corporation may pay another \$4,000,000.00 at the time of the delivery of the 2019 Bonds depending on the allocation of construction bids to be received between the Leased Property portion of the Project and the high school portion of the Project.
- (2) Includes estimated fees for local counsel, bond counsel, municipal advisor, trustee, registrar and paying agent, rating, title insurance, appraisals, builder's risk insurance, printing and other miscellaneous expenses.
- (3) Represents original issue premium of \$472,068.10 less Underwriter's discount of \$108,817.69.

\*Preliminary, subject to change.

(Subject to the accompanying report  
dated November 15, 2018, of Umbaugh)

ALEXANDRIA SCHOOL BUILDING CORPORATION  
ALEXANDRIA COMMUNITY SCHOOL CORPORATION

**SCHEDULE OF AMORTIZATION OF \$8,895,000 PRINCIPAL AMOUNT OF  
UNLIMITED AD VALOREM PROPERTY TAX FIRST MORTGAGE BONDS, SERIES 2018**  
Bonds dated December 11, 2018

| Payment<br>Date | Principal<br>Outstanding | Principal<br>Principal<br>(---In \$1,000's--- | Assumed<br>Interest<br>Rates | Interest       | Total<br>Debt Service | Budget Year<br>Debt Service | Annual<br>Lease Rentals<br>(1) |
|-----------------|--------------------------|---|------------------------------|----------------|-----------------------|-----------------------------|--------------------------------|
| 7/15/2019       | \$8,895                  | \$205   | 4.00%                        | \$211,503.33   | \$416,503.33          |                             |                                |
| 1/15/2020       | 8,690                    | 245   | 4.00%                        | 173,800.00     | 418,800.00            | \$835,303.33                | \$841,000 (2)                  |
| 7/15/2020       | 8,445                    | 105   | 4.00%                        | 168,900.00     | 273,900.00            |                             |                                |
| 1/15/2021       | 8,340                    | 110   | 4.00%                        | 166,800.00     | 276,800.00            | 550,700.00                  | 556,000 (2)                    |
| 7/15/2021       | 8,230                    | 170   | 4.00%                        | 164,600.00     | 334,600.00            |                             |                                |
| 1/15/2022       | 8,060                    | 175   | 4.00%                        | 161,200.00     | 336,200.00            | 670,800.00                  | 676,000                        |
| 7/15/2022       | 7,885                    | 180   | 4.00%                        | 157,700.00     | 337,700.00            |                             |                                |
| 1/15/2023       | 7,705                    | 180   | 4.00%                        | 154,100.00     | 334,100.00            | 671,800.00                  | 677,000                        |
| 7/15/2023       | 7,525                    | 185   | 4.00%                        | 150,500.00     | 335,500.00            |                             |                                |
| 1/15/2024       | 7,340                    | 190   | 4.00%                        | 146,800.00     | 336,800.00            | 672,300.00                  | 678,000                        |
| 7/15/2024       | 7,150                    | 190   | 4.00%                        | 143,000.00     | 333,000.00            |                             |                                |
| 1/15/2025       | 6,960                    | 195   | 4.00%                        | 139,200.00     | 334,200.00            | 667,200.00                  | 673,000                        |
| 7/15/2025       | 6,765                    | 200   | 4.00%                        | 135,300.00     | 335,300.00            |                             |                                |
| 1/15/2026       | 6,565                    | 205   | 4.00%                        | 131,300.00     | 336,300.00            | 671,600.00                  | 677,000                        |
| 7/15/2026       | 6,360                    | 210   | 4.00%                        | 127,200.00     | 337,200.00            |                             |                                |
| 1/15/2027       | 6,150                    | 215 (3)                                       | 4.00%                        | 123,000.00     | 338,000.00            | 675,200.00                  | 681,000                        |
| 7/15/2027       | 5,935                    | 220 (3)                                       | 4.00%                        | 118,700.00     | 338,700.00            |                             |                                |
| 1/15/2028       | 5,715                    | 220   | 4.00%                        | 114,300.00     | 334,300.00            | 673,000.00                  | 678,000                        |
| 7/15/2028       | 5,495                    | 225   | 4.00%                        | 109,900.00     | 334,900.00            |                             |                                |
| 1/15/2029       | 5,270                    | 230   | 4.00%                        | 105,400.00     | 335,400.00            | 670,300.00                  | 676,000                        |
| 7/15/2029       | 5,040                    | 235   | 4.00%                        | 100,800.00     | 335,800.00            |                             |                                |
| 1/15/2030       | 4,805                    | 240   | 4.00%                        | 96,100.00      | 336,100.00            | 671,900.00                  | 677,000                        |
| 7/15/2030       | 4,565                    | 245   | 4.00%                        | 91,300.00      | 336,300.00            |                             |                                |
| 1/15/2031       | 4,320                    | 250   | 4.00%                        | 86,400.00      | 336,400.00            | 672,700.00                  | 678,000                        |
| 7/15/2031       | 4,070                    | 255   | 4.00%                        | 81,400.00      | 336,400.00            |                             |                                |
| 1/15/2032       | 3,815                    | 260 (4)                                       | 4.00%                        | 76,300.00      | 336,300.00            | 672,700.00                  | 678,000                        |
| 7/15/2032       | 3,555                    | 265 (4)                                       | 4.00%                        | 71,100.00      | 336,100.00            |                             |                                |
| 1/15/2033       | 3,290                    | 270 (5)                                       | 4.00%                        | 65,800.00      | 335,800.00            | 671,900.00                  | 677,000                        |
| 7/15/2033       | 3,020                    | 275 (5)                                       | 4.00%                        | 60,400.00      | 335,400.00            |                             |                                |
| 1/15/2034       | 2,745                    | 280 (6)                                       | 4.00%                        | 54,900.00      | 334,900.00            | 670,300.00                  | 676,000                        |
| 7/15/2034       | 2,465                    | 285 (6)                                       | 4.00%                        | 49,300.00      | 334,300.00            |                             |                                |
| 1/15/2035       | 2,180                    | 290 (7)                                       | 4.00%                        | 43,600.00      | 333,600.00            | 667,900.00                  | 673,000                        |
| 7/15/2035       | 1,890                    | 300 (7)                                       | 4.00%                        | 37,800.00      | 337,800.00            |                             |                                |
| 1/15/2036       | 1,590                    | 305 (8)                                       | 4.00%                        | 31,800.00      | 336,800.00            | 674,600.00                  | 680,000                        |
| 7/15/2036       | 1,285                    | 310 (8)                                       | 4.00%                        | 25,700.00      | 335,700.00            |                             |                                |
| 1/15/2037       | 975                      | 320 (9)                                       | 4.00%                        | 19,500.00      | 339,500.00            | 675,200.00                  | 681,000                        |
| 7/15/2037       | 655                      | 325 (9)                                       | 4.00%                        | 13,100.00      | 338,100.00            |                             |                                |
| 1/15/2038       | 330                      | 330 (9)                                       | 4.00%                        | 6,600.00       | 336,600.00            | 674,700.00                  | 680,000                        |
| Totals          | \$8,895                  |   |                              | \$3,915,103.33 | \$12,810,103.33       | \$12,810,103.33             | \$12,913,000                   |

(1) Debt service rounded up to the next \$1,000, plus \$5,000.

(2) Includes rent during renovation payments of up to \$807,000 due each June 30 and December 31 beginning June 30, 2019 through and including December 31, 2020 or until contruction is complete, whichever occurs later.

(3) \$435,000 of Term Bonds due July 15, 2027.

(4) \$525,000 of Term Bonds due July 15, 2032.

(5) \$545,000 of Term Bonds due July 15, 2033.

(6) \$565,000 of Term Bonds due July 15, 2034.

(7) \$590,000 of Term Bonds due July 15, 2035.

(8) \$615,000 of Term Bonds due July 15, 2036.

(9) \$975,000 of Term Bonds due January 15, 2038.

(Subject to the accompanying report  
dated November 15, 2018, of Umbaugh)

**ALEXANDRIA SCHOOL BUILDING CORPORATION  
ALEXANDRIA COMMUNITY SCHOOL CORPORATION**

**PRELIMINARY SCHEDULE OF AMORTIZATION OF \$9,980,000\* PRINCIPAL AMOUNT OF  
UNLIMITED AD VALOREM PROPERTY TAX FIRST MORTGAGE BONDS, SERIES 2019**

Assumes Bonds dated April 15, 2019

| Payment<br>Date* | Principal<br>Outstanding* | Principal*     | Assumed<br>Interest<br>Rates | Interest              | Total<br>Debt Service  | Budget Year<br>Debt Service | Annual<br>Lease Rentals<br>(1) |
|------------------|---------------------------|----------------|------------------------------|-----------------------|------------------------|-----------------------------|--------------------------------|
|                  | (----In \$1,000's----)    |                |                              |                       |                        |                             |                                |
| 7/15/2020        | \$9,980                   |                |                              | \$436,287.50          | \$436,287.50           |                             |                                |
| 1/15/2021        | 9,980                     |                |                              | 174,515.00            | 174,515.00             | \$610,802.50                | \$616,000 (2)                  |
| 7/15/2021        | 9,980                     | \$195          | 2.20%                        | 174,515.00            | 369,515.00             |                             |                                |
| 1/15/2022        | 9,785                     | 195            | 2.40%                        | 172,370.00            | 367,370.00             | 736,885.00                  | 742,000                        |
| 7/15/2022        | 9,590                     | 200            | 2.40%                        | 170,030.00            | 370,030.00             |                             |                                |
| 1/15/2023        | 9,390                     | 200            | 2.60%                        | 167,630.00            | 367,630.00             | 737,660.00                  | 743,000                        |
| 7/15/2023        | 9,190                     | 205            | 2.60%                        | 165,030.00            | 370,030.00             |                             |                                |
| 1/15/2024        | 8,985                     | 205            | 2.75%                        | 162,365.00            | 367,365.00             | 737,395.00                  | 743,000                        |
| 7/15/2024        | 8,780                     | 210            | 2.75%                        | 159,546.25            | 369,546.25             |                             |                                |
| 1/15/2025        | 8,570                     | 215            | 2.85%                        | 156,658.75            | 371,658.75             | 741,205.00                  | 747,000                        |
| 7/15/2025        | 8,355                     | 215            | 2.85%                        | 153,595.00            | 368,595.00             |                             |                                |
| 1/15/2026        | 8,140                     | 220            | 3.00%                        | 150,531.25            | 370,531.25             | 739,126.25                  | 745,000                        |
| 7/15/2026        | 7,920                     | 225            | 3.00%                        | 147,231.25            | 372,231.25             |                             |                                |
| 1/15/2027        | 7,695                     | 225            | 3.10%                        | 143,856.25            | 368,856.25             | 741,087.50                  | 747,000                        |
| 7/15/2027        | 7,470                     | 230            | 3.10%                        | 140,368.75            | 370,368.75             |                             |                                |
| 1/15/2028        | 7,240                     | 235            | 3.20%                        | 136,803.75            | 371,803.75             | 742,172.50                  | 748,000                        |
| 7/15/2028        | 7,005                     | 240            | 3.20%                        | 133,043.75            | 373,043.75             |                             |                                |
| 1/15/2029        | 6,765                     | 240            | 3.30%                        | 129,203.75            | 369,203.75             | 742,247.50                  | 748,000                        |
| 7/15/2029        | 6,525                     | 245            | 3.30%                        | 125,243.75            | 370,243.75             |                             |                                |
| 1/15/2030        | 6,280                     | 250            | 3.40%                        | 121,201.25            | 371,201.25             | 741,445.00                  | 747,000                        |
| 7/15/2030        | 6,030                     | 255            | 3.40%                        | 116,951.25            | 371,951.25             |                             |                                |
| 1/15/2031        | 5,775                     | 255            | 3.50%                        | 112,616.25            | 367,616.25             | 739,567.50                  | 745,000                        |
| 7/15/2031        | 5,520                     | 265            | 3.50%                        | 108,153.75            | 373,153.75             |                             |                                |
| 1/15/2032        | 5,255                     | 265            | 3.60%                        | 103,516.25            | 368,516.25             | 741,670.00                  | 747,000                        |
| 7/15/2032        | 4,990                     | 270            | 3.60%                        | 98,746.25             | 368,746.25             |                             |                                |
| 1/15/2033        | 4,720                     | 275            | 3.70%                        | 93,886.25             | 368,886.25             | 737,632.50                  | 743,000                        |
| 7/15/2033        | 4,445                     | 280            | 3.70%                        | 88,798.75             | 368,798.75             |                             |                                |
| 1/15/2034        | 4,165                     | 285            | 3.80%                        | 83,618.75             | 368,618.75             | 737,417.50                  | 743,000                        |
| 7/15/2034        | 3,880                     | 290            | 3.80%                        | 78,203.75             | 368,203.75             |                             |                                |
| 1/15/2035        | 3,590                     | 300            | 3.90%                        | 72,693.75             | 372,693.75             | 740,897.50                  | 746,000                        |
| 7/15/2035        | 3,290                     | 300            | 3.90%                        | 66,843.75             | 366,843.75             |                             |                                |
| 1/15/2036        | 2,990                     | 310            | 4.00%                        | 60,993.75             | 370,993.75             | 737,837.50                  | 743,000                        |
| 7/15/2036        | 2,680                     | 315            | 4.00%                        | 54,793.75             | 369,793.75             |                             |                                |
| 1/15/2037        | 2,365                     | 320            | 4.05%                        | 48,493.75             | 368,493.75             | 738,287.50                  | 744,000                        |
| 7/15/2037        | 2,045                     | 330            | 4.05%                        | 42,013.75             | 372,013.75             |                             |                                |
| 1/15/2038        | 1,715                     | 335            | 4.10%                        | 35,331.25             | 370,331.25             | 742,345.00                  | 748,000                        |
| 7/15/2038        | 1,380                     | 685            | 4.10%                        | 28,463.75             | 713,463.75             |                             |                                |
| 1/15/2039        | 695                       | 695            | 4.15%                        | 14,421.25             | 709,421.25             | 1,422,885.00                | 1,428,000                      |
| Totals           |                           | <u>\$9,980</u> |                              | <u>\$4,628,566.25</u> | <u>\$14,608,566.25</u> | <u>\$14,608,566.25</u>      | <u>\$14,713,000</u>            |

\*Preliminary, subject to change.

(1) Debt service rounded up to the next \$1,000, plus \$5,000.

(2) Includes rent during renovation payments of up to \$807,000 due each June 30 and December 31 beginning June 30, 2019 through and including December 31, 2020 or until construction is complete, whichever occurs later.

(Subject to the accompanying report  
dated November 15, 2018, of Umbaugh)

**ALEXANDRIA SCHOOL BUILDING CORPORATION  
ALEXANDRIA COMMUNITY SCHOOL CORPORATION**

**SUMMARY OF ESTIMATED DEBT SERVICE TAX RATES**

| Budget<br>Year | Total Outstanding<br>Debt Service /<br>Lease Rental | Unlimited                                | Proposed Unlimited                        | Estimated                 | Estimated<br>Net Assessed<br>Value | Estimated<br>Referendum Net<br>Assessed Value | Non-Exempt Debt                      | Exempt Debt                            |   |          | Estimated                            |
|----------------|---|--|---|---------------------------|------------------------------------|---|--------------------------------------|--|---|----------|--------------------------------------|
|                |   | Ad Valorem Property                      | Ad Valorem Property                       | Existing and              |                                    |   | Estimated                            | Estimated                              | Estimated                               | Subtotal | Estimated                            |
|                |   | Tax First Mortgage<br>Bonds, Series 2018 | Tax First Mortgage<br>Bonds, Series 2019* | Proposed<br>Debt Service* |                                    |   | Existing<br>Debt Service<br>Tax Rate | 2018 Bonds<br>Debt Service<br>Tax Rate | 2019 Bonds<br>Debt Service<br>Tax Rate* |          | Combined<br>Debt Service<br>Tax Rate |
|                | (1)   | (2)                                      | (3)                                       |                           | (4)                                | (5)   | (4) (6)                              | (5) (6)                                | (5) (6)                                 | (5) (6)  | (6) (7)                              |
| 2017           | \$507,286   |  |   | \$507,286                 | \$305,874,497                      |   | \$0.1593 (8)                         |  |   |          | \$0.1593 (8)                         |
| 2018           | 495,179   |  |   | 495,179                   | 303,315,340                        |   | 0.1404 (8)                           |  |   |          | 0.1404 (8)                           |
| 2019           | 468,956   | \$841,000                                |   | 1,309,956                 | 305,805,808                        | \$307,001,470                                 | 0.1457                               | \$0.2602                               |   | \$0.2602 | 0.4059                               |
| 2020           | 416,968   | 556,000                                  | \$616,000                                 | 1,588,968                 | 305,805,808                        | 307,001,470                                   | 0.1295                               | 0.1721                                 | \$0.1906                                | 0.3627   | 0.4922                               |
| 2021           | 367,701   | 676,000                                  | 742,000                                   | 1,785,701                 | 305,805,808                        | 307,001,470                                   | 0.1142                               | 0.2092                                 | 0.2296                                  | 0.4388   | 0.5530                               |
| 2022           | 329,283   | 677,000                                  | 743,000                                   | 1,749,283                 | 305,805,808                        | 307,001,470                                   | 0.1023                               | 0.2095                                 | 0.2299                                  | 0.4394   | 0.5417                               |
| 2023           | 318,508   | 678,000                                  | 743,000                                   | 1,739,508                 | 305,805,808                        | 307,001,470                                   | 0.0989                               | 0.2098                                 | 0.2299                                  | 0.4397   | 0.5386                               |
| 2024           | 307,733   | 673,000                                  | 747,000                                   | 1,727,733                 | 305,805,808                        | 307,001,470                                   | 0.0956                               | 0.2083                                 | 0.2312                                  | 0.4395   | 0.5351                               |
| 2025           | 296,956   | 677,000                                  | 745,000                                   | 1,718,956                 | 305,805,808                        | 307,001,470                                   | 0.0923                               | 0.2095                                 | 0.2305                                  | 0.4400   | 0.5323                               |
| 2026           | 286,181   | 681,000                                  | 747,000                                   | 1,714,181                 | 305,805,808                        | 307,001,470                                   | 0.0889                               | 0.2107                                 | 0.2312                                  | 0.4419   | 0.5308                               |
| 2027           | 136,686   | 678,000                                  | 748,000                                   | 1,562,686                 | 305,805,808                        | 307,001,470                                   | 0.0425                               | 0.2098                                 | 0.2315                                  | 0.4413   | 0.4838                               |
| 2028           | 90,774  | 676,000                                  | 748,000                                   | 1,514,774                 | 305,805,808                        | 307,001,470                                   | 0.0282                               | 0.2092                                 | 0.2315                                  | 0.4407   | 0.4689                               |
| 2029           |   | 677,000                                  | 747,000                                   | 1,424,000                 | 305,805,808                        | 307,001,470                                   |                                      | 0.2095                                 | 0.2312                                  | 0.4407   | 0.4407                               |
| 2030           |   | 678,000                                  | 745,000                                   | 1,423,000                 | 305,805,808                        | 307,001,470                                   |                                      | 0.2098                                 | 0.2305                                  | 0.4403   | 0.4403                               |
| 2031           |   | 678,000                                  | 747,000                                   | 1,425,000                 | 305,805,808                        | 307,001,470                                   |                                      | 0.2098                                 | 0.2312                                  | 0.4410   | 0.4410                               |
| 2032           |   | 677,000                                  | 743,000                                   | 1,420,000                 | 305,805,808                        | 307,001,470                                   |                                      | 0.2095                                 | 0.2299                                  | 0.4394   | 0.4394                               |
| 2033           |   | 676,000                                  | 743,000                                   | 1,419,000                 | 305,805,808                        | 307,001,470                                   |                                      | 0.2092                                 | 0.2299                                  | 0.4391   | 0.4391                               |
| 2034           |   | 673,000                                  | 746,000                                   | 1,419,000                 | 305,805,808                        | 307,001,470                                   |                                      | 0.2083                                 | 0.2308                                  | 0.4391   | 0.4391                               |
| 2035           |   | 680,000                                  | 743,000                                   | 1,423,000                 | 305,805,808                        | 307,001,470                                   |                                      | 0.2104                                 | 0.2299                                  | 0.4403   | 0.4403                               |
| 2036           |   | 681,000                                  | 744,000                                   | 1,425,000                 | 305,805,808                        | 307,001,470                                   |                                      | 0.2107                                 | 0.2302                                  | 0.4409   | 0.4409                               |
| 2037           |   | 680,000                                  | 748,000                                   | 1,428,000                 | 305,805,808                        | 307,001,470                                   |                                      | 0.2104                                 | 0.2315                                  | 0.4419   | 0.4419                               |
| 2038           |   |  | 1,428,000                                 | 1,428,000                 | 305,805,808                        | 307,001,470                                   |                                      |  | 0.4419                                  | 0.4419   | 0.4419                               |

(1) See page B-8.

(2) See page B-5.

(3) See page B-6.

(4) Based on the pay 2017 certified net assessed value of \$305,874,497, the pay 2018 certified net assessed value of \$303,315,340 and the pay 2019 certified net assessed value of \$305,805,808 for Alexandria Community School Corporation with no growth assumed thereafter.

(5) Based upon the pay 2019 certified net assessed value of the School Corporation of \$305,805,808, plus TIF assessed value of \$1,195,662 with no growth assumed thereafter.

(6) Assumes license excise/financial institutions factor of 5%. Per \$100 of net assessed value.

(7) Represents estimated debt service tax rate for combined debt.

(8) Certified debt service tax rate per the Madison County Budget Orders.

\*Preliminary, subject to change.

(Subject to the accompanying report  
dated November 15, 2018, of Umbaugh)



**ALEXANDRIA SCHOOL BUILDING CORPORATION  
ALEXANDRIA COMMUNITY SCHOOL CORPORATION**

**SCHEDULE OF EXISTING DEBT SERVICE/LEASE RENTAL PAYMENTS**  
**(Unaudited)**

| <u>Payment<br/>Year</u> | <u>Common School<br/>Fund Loans (1)</u> |
|-------------------------|---|
| 2017                    | \$507,286                               |
| 2018                    | 495,179                                 |
| 2019                    | 468,956                                 |
| 2020                    | 416,968                                 |
| 2021                    | 367,701                                 |
| 2022                    | 329,283                                 |
| 2023                    | 318,508                                 |
| 2024                    | 307,733                                 |
| 2025                    | 296,956                                 |
| 2026                    | 286,181                                 |
| 2027                    | 136,686                                 |
| 2028                    | 90,774                                  |
|                         | <u>\$4,022,211</u>                      |

(1) Assumes Common School Fund Loans are paid on a calendar year basis. Includes Common School Fund Loans A1916, A1882, A1807, A1780, A1731, A0533, A0552, A0527.

Note: Excludes the School Corporation's Energy Savings Contract as it is not paid from the Debt Service Fund. Also, excludes Unreimbursed Textbooks.

(Subject to the accompanying report  
dated November 15, 2018, of Umbaugh)

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## APPENDIX C



## SUMMARY OF THE LEASE

The following is a summary of certain provisions of the Lease and does not purport to comprehensively describe that document in its entirety.

### **Acquisition and Construction of the Lease Premises**

The Building Corporation is to cause the Leased Premises to be completed in accordance with the contract documents and the plans and specifications which have been prepared by or at the direction of the Building Corporation and approved by the School Corporation and applicable agencies. The plans and specifications may be changed at any time prior to the completion of the Leased Premises by mutual agreement of the Building Corporation and the School Corporation, except that such changes may not alter the character of the building or reduce the value thereof.

### **Lease Term and Rental**

The Lease is for a twenty-five (25) year term which commences on the date the Building Corporation acquires fee simple title to the Leased Premises and expires on the date which is twenty-five (25) years later. The School Corporation agrees to pay rental during renovation for the existing building portion of the Leased Premises in the amount of up to \$807,000 per payment payable on June 30 and December 31 beginning on June 30, 2019 through the completion of construction. Thereafter, each installment of rent is payable in advance for the following six-month period on June 30 and December 31, commencing on June 30, 2021, or on the date the Leased Premises are completed and ready for occupancy, whichever is later. The maximum annual rent to be paid is \$1,614,000 per year, payable in equal semiannual installments. Completion of the Leased Premises is to be certified to the School Corporation by a representative of the Building Corporation pursuant to the Lease. The date the building is substantially completed and ready for occupancy shall be endorsed on the end of the Lease by the parties thereto as soon as can be done after the completion of the construction. The endorsement shall be recorded as an addendum to the Lease. The lease rental shall be reduced following the sale of both series of the Building Corporation's Bonds issued to fund the Project to an amount not less than the multiple of \$1,000 next higher than the highest sum of principal and interest due on such bonds in each bond year ending on a bond maturity date plus \$5,000, payable in equal semiannual installments. Such amount of reduced annual rental shall be endorsed at the end of the Lease by the parties thereto as soon as can be done after the sale of the bonds. The endorsement shall be recorded as an addendum to the Lease.

### **Maintenance and Modification**

During the term of the Lease, the School Corporation is required to keep the Leased Premises in good repair and in good operating condition, ordinary wear and tear excepted. The School Corporation may, at its own expense and as part of the Leased Premises, make modifications of, additions and improvements to and substitutions for the Leased Premises, all of which become the property of the Building Corporation and are included as part of the Leased Premises under the terms of the Lease.

The School Corporation may, at its own expense, replace worn out or obsolete property and may install on the property on which the Leased Premises are situated personal property which is not an addition or improvement to, modification of or substitution for the Leased Premises, which will be the sole property of the School Corporation and in which the Building Corporation shall have no interest. The School Corporation may discard worn out or obsolete property and need not replace it. Equipment or other personal property which becomes worn out or obsolete may be discarded or sold by Lessee. The proceeds of the sale of any personal property shall be paid to the Trustee. Lessee may trade in any obsolete or worn out personal property or replacement property which replacement property will belong to Lessee upon payment to the Trustee of an amount equal to the trade-in value of such property. Lessee need not replace worn out or obsolete personal property, but may replace such property at its own expense, and the replacement property shall belong to Lessee.

### **Property and Liability Insurance**

The School Corporation is required to carry at its own expense, property insurance on the Leased Premises against physical loss or damage to the Leased Premises, however caused, with such exceptions only as are ordinarily required by insurers of buildings or facilities of a similar type, in an amount equal to one hundred percent (100%) of the full replacement cost of the mortgaged property. Any property insurance policy shall be so written or endorsed as to make any losses payable to the Building Corporation or to such other person or persons as the Building Corporation under the Lease may designate.

During the full term of the Lease, the School Corporation is required to maintain rent or rental value insurance in an amount equal to the full rental value of the Leased Premises for a period of two years. The insurance will protect against physical losses or damages similar to those covered under the property insurance policy held by the School Corporation.

### **Damage or Destruction**

If the Leased Premises are damaged or destroyed (in whole or in part) by fire, windstorm or other casualty at any time during the term of the Lease, the Building Corporation is to promptly repair, rebuild or restore the portion of the Leased Premises damaged or destroyed with such changes, alterations and modifications (including substitutions and additions) as may be designated by the School Corporation for administration and operation of the Leased Premises and as shall not impair the character and significance of the Leased Premises as furthering the purposes of the Code.

If the Leased Premises are totally or substantially destroyed and the amount of insurance money received is sufficient to redeem all of the outstanding Bonds and all such Bonds are then subject to redemption, the Building Corporation, with the written approval of the School Corporation, may direct the Trustee to use net proceeds of insurance to call for redemption all of the Bonds then outstanding at the then current redemption price.

### **Rent Abatement and Rental Value Insurance**

If the Leased Premises or a portion thereof are damaged or destroyed or is taken under the exercise of the power of eminent domain, the rent payable by the School Corporation shall be

abated or reduced, provided there is rental value insurance in force as required by the Lease. The rent shall be totally abated during that portion of the Lease terms that the Leased Premises is totally unfit for use or occupancy. It shall be partially abated for the period and to the extent that the Leased Premises are partially unfit for use or occupancy in the same proportion that the floor area of the Leased Premises so unfit for use or occupancy bears to the total floor area of the Leased Premises.

### **Taxes and Utility Charges**

The School Corporation is to pay, as further rent, taxes and assessments lawfully assessed or levied against or with respect to the Leased Premises or any personal property or fixtures installed or brought in or on the Leased Premises, and all utility and other charges for or incurred in connection with the Leased Premises. The School Corporation may, at its own expense, in good faith contest any such taxes and assessments. The School Corporation shall also pay as additional rent, any amount required by the Building Corporation to rebate to the United States Government to prevent the Building Corporation's bonds from becoming arbitrage bonds.

### **Events of Default**

The Lease provides that either of the following constitutes an "event of default" under the Lease:

- (a) Failure to pay any rentals or other sums payable to the Building Corporation under the Lease, or failure to pay any other sum therein required to be paid to the Building Corporation; or
- (b) Failure to observe any other covenant, agreement or condition under the Lease, and such default shall continue for sixty (60) days after written notice to correct the same.

### **Remedies**

On the occurrence of an event of default under the Lease, the Trustee may proceed to protect and enforce its rights by suit or suits in equity or at law in any court of competent jurisdiction, whether for specific performance or any covenant or agreement contained therein, or for the enforcement of any other appropriate legal or equitable remedy; file a claim with the Treasurer of the State of Indiana for an amount equal to an amount in default, and may authorize or delegate the authority to file such claim; or the Building Corporation, at its option, without further notice, may terminate the estate and interest of the School Corporation thereunder, and it shall be lawful for the Building Corporation forthwith to resume possession of the Leased Premises and the School Corporation covenants to surrender the same forthwith upon demand. The exercise by the Building Corporation of the right to terminate the Lease shall not release the School Corporation from the performance of any obligation thereof maturing prior to the Building Corporation's actual entry into possession. No waiver by the Building Corporation of any right to terminate the Leases upon any default shall operate to waive such right upon the same or other default subsequently occurring.

The School Corporation may not assign the Lease or sublet the Leased Premises without the written consent of the Building Corporation. In the Lease, the School Corporation has covenanted to use and maintain the Leased Premises in accordance with the laws and ordinances of the United States of America, the State of Indiana, and all other proper governmental authorities. The School Corporation has also covenanted that it will not enter into any lease, management contract or other contractual arrangement which would allow the use of the Leased Premises by a nongovernmental person which would have the effect of making the Building Corporation's bonds private activity bonds under Section 141 of the Internal Revenue Code of 1986.

### **Option to Purchase**

The School Corporation has the option to purchase the Leased Premises on any rental payment date at a price which is sufficient to allow the Building Corporation to liquidate by paying or providing for the payment in full of the then outstanding bonds pursuant to the redemption provisions.

### **Option to Renew**

The School Corporation has an option to renew the Lease for a further like or lesser term upon the same terms and conditions provided in the Lease.



## APPENDIX D



## SUMMARY OF CERTAIN PROVISIONS OF THE TRUST INDENTURE

The following is a brief summary of certain provisions of the Trust Indenture and does not purport to comprehensively describe that document in its entirety.

### **Application of Bond Proceeds**

Proceeds in an amount equal to costs of issuance shall be deposited in the 2018 Bond Issuance Expense Account of the Construction Fund. The remaining proceeds of the Bonds shall be deposited in the 2018 Construction Account of the Construction Fund and used to pay costs of construction.

### **Construction Fund, Sinking Fund, Operation and Reserve Fund and Rebate Fund**

There are created under the Trust Indenture the following funds: (1) the Alexandria School Building Corporation Construction Fund (the "Construction Fund"), (2) the Alexandria School Building Corporation Sinking Fund (the "Sinking Fund"), (3) the Alexandria School Building Corporation Operation and Reserve Fund (the "Operation and Reserve Fund"), and (4) the Alexandria School Building Corporation Rebate Fund (the "Rebate Fund").

The Construction Fund will be used to finance a portion of the 2018 Safety, Efficiency, Renovation and Construction Project which consists of updating, improving and construction at Alexandria-Monroe Intermediate School and Alexandria-Monroe Jr./Sr. High School (the "Project") and to pay costs of issuance of the Bonds. Any moneys remaining in the Construction Fund one year after completion of the Project will be transferred to the Operation and Reserve Fund.

The Trustee shall deposit in the Sinking Fund created pursuant to the Trust Indenture, from each rental payment received, the lesser of (1) all of such payment or (2) an amount which, when added to the amount already on deposit, equals the unpaid interest on the Bonds due within twenty (20) days after the due date of such rental payment and the unpaid principal and mandatory sinking fund redemption payment of the Bonds due within twenty (20) days after the due date of such rental payment. Any portion of a rental payment remaining after such deposit shall be deposited by the Trustee in the Operation and Reserve Fund. The Trustee shall from time to time pay from the Sinking Fund the principal of the Bonds at maturity or upon mandatory sinking fund redemption and the interest as it falls due.

The Operation and Reserve Fund shall be used only (a) to pay necessary incidental expenses of the Building Corporation, including Trustee's fees, (b) if the amount in the Sinking Fund at any time is less than the required amount, to transfer funds to the Sinking Fund in an amount sufficient to raise the amount in the Sinking Fund to the required amount, (c) if the Bonds are called for redemption, to pay the principal, interest, and redemption premium, if any, on the Bonds, (d) to purchase Bonds in the open market, and (e) if the amount in the Rebate Fund is less than the rebate amount, to transfer funds to the Rebate Fund. The incidental expenses may be paid by the Trustee upon the presentation of an affidavit executed by any officer of the Building Corporation or the Lessor Representative together with the creditor's statement as to the amount owing.

The Rebate Fund shall be used to make any rebate to the United States of America required to prevent the Bonds from becoming "arbitrage bonds" under the Code. If an exception to rebate is not met, the Building Corporation shall be required to calculate or cause to be calculated at the five year anniversary the amount of such rebate (the "Rebate Amount"). In the alternative, the Building Corporation may elect to pay the penalty required by Section 148(f)(4)(C)(vii) of the Code, as amended. In that event, the Building Corporation shall compute or cause to be computed each six months, the amount of such penalty and provide the Trustee a copy of such calculation. In either event, the Trustee is to deposit the amount so calculated to the credit of the Rebate Fund from any available funds (other than moneys in the Sinking Fund). The Trustee is further required to pay the Rebate Amount or penalties in lieu of rebate together with all investment earnings thereon to the United States of America, in the amount and at such times as shall be advised by the Building Corporation or nationally recognized bond counsel as required by the Code or applicable regulations.

Whenever the amounts contained in the Sinking Fund and the Operation and Reserve Fund are sufficient together with all other funds deposited with the Trustee by the Building Corporation (other than deposits to the Rebate Fund), to redeem, upon the next redemption date, all the Bonds secured by the Trust Indenture then outstanding, the Trustee shall apply the amounts in such Funds to the redemption of such Bonds pursuant to the Trust Indenture.

### **Investment of Funds**

The Trustee shall invest the moneys in funds created in the Trust Indenture in (i) direct obligations (other than an obligation subject to variation in principal repayment) of the United States of America ("United States Treasury Obligations"), (ii) obligations fully and unconditionally guaranteed as to timely payment of principal and interest by the United States of America, (iii) obligations fully and unconditionally guaranteed as to timely payment of principal and interest by any agency or instrumentality of the United States of America when such obligations are backed by the full faith and credit of the United States of America, (iv) Federal Housing Administration debentures, (v) Federal Home Loan Mortgage Corporation participation certificates and senior debt obligations (excluded are stripped mortgage securities which are purchased at prices exceeding their principal amounts), (vi) Farm Credit Bank consolidated system-wide bonds and notes, (vii) Federal Home Loan Banks consolidated debt obligations, (viii) Federal National Mortgage Association senior debt obligations and mortgage-backed securities (excluded are stripped mortgage securities which are purchased at prices exceeding their principal amounts), (ix) unsecured certificates of deposit, time deposits and bankers' acceptances of any bank (including the Trustee and its affiliates) the short-term obligations of which are rated "A-1" or better by Standard and Poor's Ratings Group having an original maturity of not more than 360 days, (x) commercial paper (having original maturities of not more than 270 days) rated "A-1+" by Standard and Poor's Ratings Group and "Prime-1" by Moody's at the time of purchase, (xi) evidence of ownership of proportionate interests in future interest and principal payments on obligations described above held by a bank or trust company as custodian, under which the owner of the investment is the real party in interest and has the right to proceed directly and individually against the obligor and the underlying government obligations are not available to any person claiming through the custodian or to whom the custodian may be obligated, (xii) deposits the aggregate amount of which are fully insured by the Federal Deposit Insurance Corporation (FDIC), including CDARS, (xiii) money market funds,

which funds may be funds of the Trustee or its affiliates, including those for which the Trustee or an affiliate performs services for a fee, whether as a custodian, transfer agent, investment advisor or otherwise, and which funds are rated "AAAm" or "AAAm-G" by Standard and Poor's Ratings Group, (xiv) repurchase and reverse repurchase agreements collateralized with Government Securities, including those of the Trustee or any of its affiliates, (xv) investment deposit agreements constituting an obligation of a bank, as defined by the Indiana Banking Act (including the Trustee and its affiliates), whose outstanding unsecured long-term debt is rated at the time of such agreement in any of the two highest rating categories by each Rating Agency, or (xvi) U.S. dollar denominated deposit accounts, federal funds and banker's acceptances with domestic banks whose short term certificates of deposit are rated on the date of the purchase in any of the two highest rating categories by any rating agency and maturing no more than 360 days after the date of the purchase. Moneys in the Construction Fund, Sinking Fund and Rebate Fund shall be invested without restriction as to yield during an applicable temporary period pending their use. Moneys in the Operation and Reserve Fund after 30 days of the date of deposit shall be invested at a yield not exceeding the yield on the Bonds.

### **Covenants**

The Building Corporation covenants, among other things that:

- (a) it has entered into a valid and binding lease of the mortgaged property to the School Corporation, and that a full, true and correct copy of the Lease is on file with the Trustee; that construction will begin promptly upon receipt by the Trustee of bond proceeds and that it will complete such construction with all expedition practicable in accordance with the plans and specifications referred to in the Lease;
- (b) it will faithfully perform all provisions contained in each Bond and the Trust Indenture and will punctually pay the principal of, premium, if any, and interest on the Bonds;
- (c) it is duly authorized under the laws of the State of Indiana to create and issue the Bonds, to execute and deliver the Trust Indenture, and to mortgage and pledge the real estate and rentals and other income of the mortgaged property as provided in the Trust Indenture;
- (d) it will promptly make, execute, and deliver all indentures supplemental to the Trust Indenture and to take all action deemed advisable and necessary by the Trustee for the better securing of the Bonds;
- (e) it now has and will preserve good title to the property;
- (f) it will maintain the priority of the lien created under the Trust Indenture, that it will not permit any waste of said property, and that it will at all times maintain the property in good working condition;
- (g) it will maintain proper books and records and: (i) furnish statements showing earnings, expenses and financial condition of the Building

Corporation and such information as the Trustee may reasonably request, (ii) within 90 days of each calendar year, file with the Trustee, a certificate signed by officers of the Building Corporation stating that all insurance premiums required under the Trust Indenture have been paid by the Building Corporation and that all taxes then due have been paid, subject to permissible contests, (iii) upon the request of any bondholder, will request from the Lessee the current financial statements of the Lessee for review by the bondholder;

- (h) it will not incur any indebtedness payable from the Lease other than the Bonds permitted by the Trust Indenture, and Additional Bonds, as long as the Bonds are outstanding;
- (i) it will, upon any default in payment of lease rentals, file a claim with the Treasurer of the State of Indiana, bring suits to mandate the appropriate officers of the School Corporation to levy the necessary tax to pay rents under the Lease or to take such other appropriate action necessary to enforce and collect the rentals due;
- (j) the proceeds of the Bonds, any moneys received from lease rentals payable according to the Lease, amounts received from the investment of the proceeds of the Bonds or other amounts received shall not be invested in such manner which would cause the Bonds to be "arbitrage bonds" within the meaning of Section 148 of the Code; and
- (k) in order to preserve the exclusion of interest on the Bonds from gross income for federal income tax purposes and as an inducement to purchasers of the Bonds, no proceeds thereof will be loaned to any entity or person, nor will they be transferred, directly or indirectly, or deemed transferred to a nongovernmental person in any manner that would in substance constitute a loan of such proceeds. Furthermore, the Building Corporation will, to the extent necessary to preserve the exclusion of interest on the Bonds from gross income for federal income tax purposes, rebate all required arbitrage profits on such proceeds or other moneys treated as such proceeds to the United States Government and will set aside such moneys in the Rebate Fund to be held by the Trustee in trust for such purposes. Additionally, the Building Corporation covenants that it will not take any action nor fail to take any action with respect to the Bonds that would result in the loss of the exclusion from gross income for federal income tax purposes of interest on the Bonds pursuant to Section 103 of the Code.

### **Insurance**

The Building Corporation covenants that during construction of the Project it will carry or cause the School Corporation to carry the following kinds of risks insurance (a) builders risk insurance in the amount of 100% of the insurable value of the mortgaged property against

physical loss or damage, and (b) bodily injury and property damage insurance for damages for bodily injury, including accidental death, as well as claims for property damages which may arise from such construction.

The Building Corporation further covenants that all contracts for the construction of the Project will or do require the contractor to carry such insurance as will protect the contractor from liability under the Indiana Worker's Compensation and Worker's Occupational Disease Act.

The Building Corporation covenants to carry or cause the School Corporation to carry the following kinds of insurance after completion of construction: (a) physical loss or damage insurance on the mortgaged property in the amount of the full replacement cost of the property; (b) business income coverage or other similar insurance providing "rental value" coverage and naming the Lessor as an additional insured. Such "rental value" coverage shall include limits in an amount at least sufficient to meet the payments for two (2) years of the net rent, impositions and other charges provided for in the Lease, and (c) bodily injury and property damage insurance naming the Corporation as an insured against claims for damages for bodily injury, including accidental death, as well as claims for property damages with reference to the Leased Premises in an amount not less than One Million Dollars (\$1,000,000) on account of each occurrence.

The proceeds of any insurance shall be applied by the Building Corporation to the repair, replacement or reconstruction of any damaged or destroyed property, if the cost of such repair, replacement or reconstruction does not exceed the proceeds of insurance. In addition, the Trustee may repair, replace, or reconstruct the mortgaged property if the Building Corporation fails to do so. If, at any time, the mortgaged property is totally or substantially destroyed, and the amount of insurance moneys received on account thereof by the Trustee is sufficient to redeem all of the outstanding Bonds, the Building Corporation with the written approval of the School Corporation may direct the Trustee to use said money for the purpose of calling for redemption all of the Bonds issued and then outstanding under the Trust Indenture at the then current redemption price.

### **Events of Default and Remedies**

Events of default under the Trust Indenture include: failure to pay the principal of, or the redemption premiums, if any, on any of the Bonds; failure to pay interest on the Bonds as it becomes due and payable; occurrence of certain events of bankruptcy or insolvency of the Building Corporation; default in the performance or observance of any other of the covenants, agreements or conditions by the Building Corporation under the Trust Indenture and the continuance of such default for sixty (60) days after written notice; failure of the Building Corporation to bring suit to mandate the appropriate officials of the School Corporation to levy a tax to pay the rentals provided under the Lease; and nonpayment of the lease rental within 90 days of when due as provided under the Lease.

Upon the happening and continuance of any event of default, the Trustee may, and upon written request of the holders of twenty-five percent (25%) in principal amount of the Bonds then outstanding and upon being indemnified to its reasonable satisfaction shall, declare the principal amount of and interest accrued on all outstanding Bonds immediately due and payable; subject, however, to the rights of the holders of the majority in principal amount of all the

outstanding Bonds to annul such declaration if all such events have been cured, all arrears of interest have been paid and all other indebtedness secured by the Trust Indenture except the principal and interest not then due has also been paid.

Upon the occurrence of one or more events of default, the Building Corporation, upon demand of the Trustee, shall forthwith surrender the possession of the property and the Trustee may take possession of all the mortgaged property and hold, operate and manage the same for the purpose of insuring payments on the Bonds until the event of default has been cured.

Upon the occurrence of one or more events of default, the Trustee may, and shall upon written request of the holders of at least twenty-five percent (25%) in principal amount of the Bonds then outstanding and upon being indemnified to its reasonable satisfaction, pursue any available remedy by suit at law or in equity, whether for specific performance of any covenant or agreement contained in the Trust Indenture or in aid of any power granted therein, or for any foreclosure of the Trust Indenture including, to the extent permitted by law, the appointment of a receiver.

Any sale made either under the Trust Indenture, to the extent permitted by law, or by judgment or decree in any judicial proceeding for foreclosure shall be conducted as required by the Trust Indenture. The proceeds of any such sale shall be applied to pay the costs and expenses of the sale or judicial proceedings pursuant to the sale, the expenses of the Trustee and the holders of the Bonds, with interest at the highest rate of interest on any of the Bonds when sold, and the payment of the installments of interest which are due and unpaid in the order of their maturity, next, if the principal of the Bonds is due, to the payment of the principal thereof and the accrued interest thereon pro rata. No holder of all of the Bonds shall have the right to institute any proceeding in law or in equity for the foreclosure of the Trust Indenture, the appointment of a receiver, or for any other remedy under the Trust Indenture without complying with the provisions of the Trust Indenture.

### **Supplemental Indentures**

The Building Corporation and the Trustee may, without obtaining the approval of the holders of the Bonds, enter into supplemental indentures to cure any ambiguity or formal defect or omission in the Trust Indenture; or to grant to the Trustee for the benefit of such holders any additional rights, remedies, powers, authority or security that may be lawfully granted; or to provide for the issuance of additional parity bonds to finance (i) the payment of claims of contractors, subcontractors, materialmen or laborers or fees; (ii) the completion of construction; (iii) the payment of costs of improvements to the mortgaged property; and (iv) a partial refunding of the Bonds.

The holders of not less than 66-2/3% in aggregate principal amount of the Bonds then outstanding shall have the right, from time to time except when contrary to the Trust Indenture, to approve the execution by the Building Corporation and the Trustee of such supplemental indentures, except no supplemental indenture shall permit:

- (a) An extension of the maturity of the principal of or interest on any Bond;



- (b) A reduction in the principal amount of any Bond or the redemption premium or the rate of interest;
- (c) The creation of a lien upon the mortgaged property taking priority or on a parity with the lien created by the Trust Indenture;
- (d) A preference or priority of any Bond or Bonds over any other Bond or Bonds; or
- (e) A reduction in the aggregate principal amount of the Bonds required for consent to supplemental indentures.

If the owners of not less than sixty-six and two-thirds percent (66-2/3%) in aggregate principal amount of the bonds outstanding at the time of the execution of such supplemental indenture shall have consented to and approved the execution thereof as provided in the Trust Indenture, no owner of any bond shall have any right to object to the execution of such supplemental indenture or to object to any of the terms and provisions contained therein or the operation thereof, or in any manner to question the propriety of the execution thereof, or to enjoin or restrain the Trustee or the Building Corporation from executing the same, or from taking any action pursuant to the provisions thereof.

Upon the execution of any supplemental indenture pursuant to the provisions of the Trust Indenture, the Trust Indenture shall be, and shall be deemed, modified and amended in accordance therewith, and the respective rights, duties and obligations under the Trust Indenture of the Building Corporation, the Trustee, and all owners of bonds then outstanding shall thereafter be determined, exercised and enforced hereunder, subject in all respects to such modifications and amendments.

### **Possession Until Default, Defeasance, Payment, Release**

Subject to the rights of the Trustee and the holders of the Bonds in the event of the occurrence and continuance of an event of default, the Building Corporation shall have the right of full possession, enjoyment and control of all the mortgaged property. While in possession of the mortgaged property, and while not in default under the Trust Indenture, the Building Corporation shall have the right at all times to alter, change, add to, repair, or replace any of the property constituting a part of the mortgaged property so long as the value of the mortgaged property and the security of the Bonds shall not be substantially impaired or reduced. The Trustee may release any mortgaged property which has become unfit or unnecessary for use pursuant to the Trust Indenture. If new property is purchased or acquired in substitution for the mortgaged property so released, the new property shall become subject to the lien and the operation of the Trust Indenture. If no new property is purchased with the proceeds of any sale or mortgaged property within ninety (90) days after the receipt of the proceeds, the proceeds shall be deposited in the Operation and Reserve Fund.

The Building Corporation may pay and discharge the entire indebtedness on all Bonds outstanding:

- (a) by paying the whole amount of the principal and interest and the premium if any, due and payable upon all of the Bonds then outstanding; or
- (b) by depositing with the Trustee (i) sufficient money, (ii) direct obligations of the United States of America (the "Government Securities") or (iii) time certificates of deposit of a bank or banks secured as to both principal and interest by Government Securities in amounts sufficient to pay or redeem all Bonds outstanding.

If the whole amount of the principal, premium, if any, and interest so due and payable upon all of the Bonds then outstanding shall be paid or provision made for payment, then the right, title and interest of the Trustee shall thereupon cease, terminate and become void. Upon termination of the Trustee's title, the Trustee shall release the Trust Indenture and return to the Building Corporation any surplus in the Sinking Fund and Operation and Reserve Fund and any other funds other than moneys held for redemption or payment of Bonds.

## APPENDIX E



December 11, 2018

J.J.B. Hilliard, W.L. Lyons, LLC, as representative of the Underwriter  
Indianapolis, Indiana

Re: Alexandria School Building Corporation  
Unlimited Ad Valorem Property Tax First Mortgage Bonds, Series 2018  
Total Issue: \$8,895,000  
Original Date: December 11, 2018

Ladies and Gentlemen:

We have acted as bond counsel in connection with the issuance by Alexandria School Building Corporation (the "Issuer") of \$8,895,000 of Unlimited Ad Valorem Property Tax First Mortgage Bonds, Series 2018 dated as of December 11, 2018 (the "Bonds"), pursuant to Indiana Code § 20-47-3 (the "Act") and a Trust Indenture (the "Indenture") between the Issuer and U.S. Bank National Association, as trustee (the "Trustee"), dated as of November 1, 2018. We have examined the law and the certified transcript of proceedings of the Issuer and the Alexandria Community School Corporation (the "School Corporation") relative to the authorization, issuance and sale of the Bonds and such other papers as we deem necessary to render these opinions. We have relied upon the certified transcript of proceedings and certificates of public officials, including the Issuer's and the School Corporation's tax covenants and representations ("Tax Representations"), and we have not undertaken to verify any facts by independent investigation.

We have also relied upon a commitment for title insurance as to title to the real estate described in the Indenture.

We have not been engaged or undertaken to review the accuracy, completeness or sufficiency of the Preliminary Official Statement dated November 9, 2018 or the Final Official Statement dated November 15, 2018 (collectively, the "Official Statement") or any other offering material relating to the Bonds, and we express no opinion relating thereto.

Based on our examination, we are of the opinion, as of the date hereof, as follows:

1. The Lease Agreement (the "Lease") between the Issuer, as lessor, and the School Corporation, as lessee, executed November 12, 2018, and with a term of twenty-five (25) years, has been duly entered into in accordance with the provisions of the Act, and is a valid and binding Lease. All taxable property in the School Corporation is subject to ad valorem taxation without limitation as to rate or amount to pay the Lease rentals; however, the School Corporation's collection of the levy may be limited by operation of Indiana Code § 6-1.1-20.6,

which provides taxpayers with tax credits for property taxes attributable to different classes of property in an amount that exceeds certain percentages of the gross assessed value of that property. The School Corporation is required by law to fully fund the payment of its Lease rentals in an amount sufficient to pay the Lease rentals, regardless of any reduction in property tax collections due to the application of such tax credits. Pursuant to the Lease, the School Corporation is required by law to pay rental during renovation beginning on June 30, 2019 through completion and to pay the Lease rentals which commence with the later of completion of the construction at the school building or June 30, 2021.

2. The Issuer has duly authorized, sold, executed and delivered the Bonds and has duly authorized and executed the Indenture securing the same, and the Indenture has been duly recorded. The Bonds are the valid and binding obligations of the Issuer secured by a mortgage on the property described in the Indenture. Any foreclosure of the mortgage would, if the School Corporation is not in default in the payment of rentals as provided in the Lease, be subject to the rights of the School Corporation under the Lease.

3. Under statutes, decisions, regulations and rulings existing on this date, the interest on the Bonds is exempt from income taxation in the State of Indiana (the "State"). This opinion relates only to the exemption of interest on the Bonds from State income taxation.

4. Under federal statutes, decisions, regulations and rulings existing on this date, the interest on the Bonds is excludable from gross income of the owners for federal income tax purposes pursuant to Section 103 of the Internal Revenue Code of 1986, as amended to the date hereof (the "Code") and is not a specific preference item for purposes of the federal alternative minimum tax, although it is included in adjusted current earnings in calculating corporate alternative minimum taxable income for the taxable years that began prior to January 1, 2018. This opinion is conditioned upon compliance by the Issuer and the School Corporation subsequent to the date hereof with the Tax Representations. Failure to comply with the Tax Representations could cause interest on the Bonds to lose the exclusion from gross income for federal income tax purposes retroactive to their date of issuance.

It is to be understood that the rights of the registered owners of the Bonds and the enforceability of the Bonds and the Indenture, as well as the rights of the Issuer, the School Corporation and the Trustee and the enforceability of the Lease may be subject to (i) bankruptcy, insolvency, reorganization, moratorium and other similar laws affecting creditors' rights heretofore or hereafter enacted and that their enforcement may be subject to the exercise of judicial discretion in accordance with general principles of law and equity; and (ii) the valid exercise of the constitutional powers of the State and the United States of America.

Very truly yours,

## APPENDIX F





## MASTER CONTINUING DISCLOSURE UNDERTAKING

This MASTER CONTINUING DISCLOSURE UNDERTAKING dated as of November 15, 2018 (the "Master Undertaking") is executed and delivered by ALEXANDRIA COMMUNITY SCHOOL CORPORATION (the "Obligor") for the purpose of permitting various Underwriters (as hereinafter defined) of the Obligations (as hereinafter defined) issued by or on behalf of the Obligor from time to time to purchase such Obligations in compliance with the Securities and Exchange Commission ("SEC") Rule 15c2-12, as amended (the "SEC Rule");

### WITNESSETH THAT:

Section 1. Definitions. The words and terms defined in this Master Undertaking shall have the meanings herein specified unless the context or use clearly indicates another or different meaning or intent. Those words and terms not expressly defined herein and used herein with initial capitalization where rules of grammar do not otherwise require capitalization, shall have the meanings assigned to them in the SEC Rule.

- (1) "Holder" or any similar term, when used with reference to any Obligation or Obligations, means any person who shall be the registered owner of any outstanding Obligation, or the owner of a beneficial interest in such Obligation.
- (2) "EMMA" is Electronic Municipal Market Access System established by the MSRB.
- (3) "Final Official Statement" means, with respect to any Obligations, the final Official Statement relating to such Obligations, including any document or set of documents included by specific reference to such document or documents available to the public on EMMA.
- (4) "MSRB" means the Municipal Securities Rulemaking Board.
- (5) "Obligated Person" means any person, including the Obligor, who is either generally or through an enterprise, fund, or account of such person committed by contract or other arrangement to support payment of all or a part of the obligations on the Obligations (other than providers of municipal bond insurance, letters of credit, or other liquidity facilities). All Obligated Persons with respect to Obligations currently are identified in Section 3 below.
- (6) "Obligations" means the various obligations issued by or on behalf of the Obligor, as listed on Exhibit A, as the same shall be amended or supplemented from time to time.
- (7) "Underwriter" or "Underwriters" means, with respect to any Obligations, the underwriter or underwriters of such Obligations pursuant to the applicable purchase agreement for such Obligations.

Section 2. Obligations; Term. (a) This Master Undertaking applies to the Obligations.

(b) The term of this Master Undertaking extends from the date of delivery of the Master Undertaking by the Obligor to the earlier of: (i) the date of the last payment of principal or redemption price, if any, of, and interest to accrue on, all Obligations; or (ii) the date all Obligations are defeased under the respective trust indentures or respective resolutions.

Section 3. Obligated Persons. The Obligor hereby represents and warrants as of the date hereof that the only Obligated Person with respect to the Obligations is the Obligor. If any such person is no longer committed by contract or other arrangement to support payment of the Obligations, such person shall no longer be considered an Obligated Person within the meaning of the SEC Rule and the continuing obligation under this Master Undertaking to provide annual financial information and notices of events shall terminate with respect to such person.

Section 4. Provision of Financial Information. (a) The Obligor hereby undertakes to provide, with respect to the Obligations, the following financial information, in each case (i) in an electronic format as prescribed by the MSRB and (ii) accompanied by identifying information as prescribed by the MSRB:

- (1) To the MSRB, the audited financial statements of the Obligor as prepared and examined by the Indiana State Board of Accounts on a biennial basis for each period of two fiscal years, together with the opinion of the reviewers thereof and all notes thereto (collectively, the "Audited Information"), by the June 30 immediately following each biennial period. Such disclosure of Audited Information shall first occur by June 30, 2019, and shall be made by June 30 every two years thereafter, if the Audited Information is delivered to the Obligor by June 30 of each biennial period. If, however, the Obligor has not received the Audited Information by such June 30 biennial date, the Obligor agrees to (i) post a voluntary notice to the MSRB by June 30 of such biennial period that the Audited Information has not been received, and (ii) post the Audited Information within 60 days of the Obligor's receipt thereof; and
- (2) To the MSRB, no later than June 30 of each year beginning June 30, 2019, the most recent unaudited annual financial information for the Obligor including (i) unaudited financial statements of the Obligor, and (ii) operating data (excluding any demographic information or forecast) of the general type provided under the general categories of headings as described below (collectively, the "Annual Information"), which Annual Information may be provided in such format and under such headings as the School Corporation deems appropriate:

#### APPENDIX A

ALEXANDRIA COMMUNITY SCHOOL CORPORATION  
- Enrollment

#### GENERAL ECONOMIC AND FINANCIAL INFORMATION

- Schedule of Historical Net Assessed Valuation
- Detail of Net Assessed Valuation
- Comparative Schedule of Tax Rates
- Property Taxes Levied and Collected
- Large Taxpayers
- Summary of Revenues and Expenditures by Fund

(b) If any Annual Information or Audited Information relating to the Obligor referred to in paragraph (a) of this Section 4 no longer can be provided because the operations to which they relate have been materially changed or discontinued, a statement to that effect, provided by the Obligor to the MSRB, along with any other Annual Information or Audited Information required to be provided under this Master Undertaking, shall satisfy the undertaking to provide such Annual Information or Audited Information. To the extent available, the Obligor shall cause to be filed along with the other Annual Information or Audited Information operating data similar to that which can no longer be provided.

(c) The disclosure may be accompanied by a certificate of an authorized representative of the Obligor in the form of Exhibit B attached hereto.

(d) The Obligor agrees to make a good faith effort to obtain Annual Information and Audited Information. However, failure to provide any component of Annual Information and Audited Information, because it is not available to the Obligor on the date by which Annual Information is required to be provided hereunder, shall not be deemed to be a breach of this Master Undertaking. The Obligor further agrees to supplement the Annual Information or Audited Information filing when such data is available.

(e) Annual Information or Audited Information required to be provided pursuant to this Section 4 may be provided by a specific reference to such Annual Information or Audited Information already prepared and previously provided to the MSRB. Any information included by reference shall also be (i) available to the public on EMMA at [www.emma.msrb.org](http://www.emma.msrb.org), or (ii) filed with the SEC.

(f) All continuing disclosure filings under this Master Undertaking shall be made in accordance with the terms and requirements of the MSRB at the time of such filing. As of the date of this Master Undertaking, the SEC has approved the submission of continuing disclosure filings on EMMA, and the MSRB has requested that such filings be made by transmitting such filings electronically to EMMA currently found at [www.emma.msrb.org](http://www.emma.msrb.org).

Section 5. Accounting Principles. The Annual Information will be prepared on a cash basis as prescribed by the State Board of Accounts, as in effect from time to time, as described in the auditors' report and notes accompanying the audited financial statements of the Obligor or those mandated by state law from time to time. The Audited Information of the Obligor, as described in Section 4(a)(1) hereof, will be prepared in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in Government Auditing Standards issued by the Comptroller General of the United States.

Section 6. Reportable Events. The Obligor undertakes to disclose the following events within 10 business days of the occurrence of any of the following events, if material (which determination of materiality shall be made by the Obligor in accordance with the standards established by federal securities laws), to the MSRB, in each case (i) in an electronic format as prescribed by the MSRB and (ii) accompanied by identifying information as prescribed by the MSRB:

- (1) non-payment related defaults;
- (2) modifications to rights of Holders;
- (3) bond calls;
- (4) release, substitution or sale of property securing repayment of the Obligations;
- (5) the consummation of a merger, consolidation, or acquisition, or certain asset sales, involving the obligated person, or entry into or termination of a definitive agreement relating to the foregoing; and
- (6) appointment of a successor or additional trustee or the change of name of a trustee.

The Obligor undertakes to disclose the following events, within 10 business days of the occurrence of any of the following events, regardless of materiality, to the MSRB, in each case (i) in an electronic format as prescribed by the MSRB and (ii) accompanied by identifying information as prescribed by the MSRB:

- (1) principal and interest payment delinquencies;
- (2) unscheduled draws on debt service reserves reflecting financial difficulties;
- (3) unscheduled draws on credit enhancements reflecting financial difficulties;
- (4) substitution of credit or liquidity providers, or their failure to perform;
- (5) defeasances;
- (6) rating changes;
- (7) adverse tax opinions or events affecting the status of the Obligations, the issuance by the IRS of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB) or other material events, notices or determinations with respect to the tax status of the Obligations;
- (8) tender offers; and
- (9) bankruptcy, insolvency, receivership or similar event of the obligated person.

The disclosure may be accompanied by a certificate of an authorized representative of the Obligor in the form of Exhibit C attached hereto.

Section 7. Use of Agent. The Obligor may, at its sole discretion, utilize an agent (the "Dissemination Agent") in connection with the dissemination of any information required to be provided by the Obligor pursuant to the SEC Rule and the terms of this Master Undertaking. If a Dissemination Agent is selected for these purposes, the Obligor shall provide prior written notice thereof (as well as notice of replacement or dismissal of such agent) to EMMA, and the MSRB.

Further, the Obligor may, at its sole discretion, retain counsel or others with expertise in securities matters for the purpose of assisting the Obligor in making judgments with respect to the scope of its obligations hereunder and compliance therewith, all in order to further the purposes of this Master Undertaking.

Section 8. Failure to Disclose. If, for any reason, the Obligor fails to provide the Audited Information or Annual Information as required by this Master Undertaking, the Obligor shall provide notice of such failure in a timely manner to EMMA or to the MSRB, in the form of the notice attached as Exhibit D.

Section 9. Remedies. (a) The purpose of this Master Undertaking is to enable the Underwriters to purchase the Obligations by providing for an undertaking by the Obligor in satisfaction of the SEC Rule. This Master Undertaking is solely for the benefit of (i) the Underwriters, and (ii) the Holders, and creates no new contractual or other rights for, nor can it be relied upon by, the SEC, underwriters, brokers, dealers, municipal securities dealers, potential customers, other Obligated Persons or any other third party. The sole remedy against the Obligor for any failure to carry out any provision of this Master Undertaking shall be for specific performance of the Obligor's disclosure obligations hereunder and not for money damages of any kind or in any amount or for any other remedy. The Obligor's failure to honor its covenants hereunder shall not constitute a breach or default of the Obligations or any other agreement to which the Obligor is a party and shall not give rise to any other rights or remedies.

(b) Subject to paragraph (e) of this Section 9, in the event the Obligor fails to provide any information required of it by the terms of this Master Undertaking, any holder of Obligations may pursue the remedy set forth in the preceding paragraph in any court of competent jurisdiction in the State of Indiana. An affidavit to the effect that such person is a holder of Obligations supported by reasonable documentation of such claim shall be sufficient to evidence standing to pursue this remedy.

(c) Subject to paragraph (e) of this Section 9, any challenge to the adequacy of the information provided by the Obligor by the terms of this Master Undertaking may be pursued only by holders of not less than 25% in principal amount of Obligations then outstanding in any court of competent jurisdiction in the State of Indiana. An affidavit to the effect that such persons are holders of Obligations supported by reasonable documentation of such claim shall be sufficient to evidence standing to pursue the remedy set forth in the preceding paragraph.

(d) If specific performance is granted by any such court, the party seeking such remedy shall be entitled to payment of costs by the Obligor and to reimbursement by the Obligor

of reasonable fees and expenses of attorneys incurred in the pursuit of such claim. If specific performance is not granted by any such court, the Obligor shall be entitled to payment of costs by the party seeking such remedy and to reimbursement by such party of reasonable fees and expenses of attorneys incurred in the pursuit of such claim.

(e) Prior to pursuing any remedy for any breach of any obligation under this Master Undertaking, a holder of Obligations shall give notice to the Obligor and the respective issuer of each obligation, by registered or certified mail, of such breach and its intent to pursue such remedy. Thirty (30) days after the receipt of such notice, upon earlier response from the Obligor to this notice indicating continued noncompliance, such remedy may be pursued under this Master Undertaking if and to the extent the Obligor has failed to cure such breach.

Section 10. Additional Information. Nothing in this Master Undertaking shall be deemed to prevent the Obligor from disseminating any other information, using the means of dissemination set forth in this Master Undertaking or any other means of communication, or including any other information in any Annual Information or notice of occurrence of a reportable event, in addition to that which is required by this Master Undertaking.

Section 11. Modification of Master Undertaking. The Obligor may, from time to time, amend or modify this Master Undertaking without the consent of or notice to the holders of the Obligations if either (a)(i) such amendment or modification is made in connection with a change in circumstances that arises from a change in legal requirements, change in law (including but not limited to a change in law which requires a change in the Obligor's policies or accounting practices) or change in the identity, nature or status of the Obligor, or type of business conducted, (ii) this Master Undertaking, as so amended or modified, would have complied with the requirements of the SEC Rule on the date hereof, after taking into account any amendments or interpretations of the SEC Rule, as well as any change in circumstances, and (iii) such amendment or modification does not materially impair the interests of the holders of the Obligations, as determined either by (A) nationally recognized bond counsel or (B) an approving vote of the holders of the Obligations pursuant to the terms of any Trust Indenture at the time of such amendment or modification; or (b) such amendment or modification (including an amendment or modification which rescinds this Master Undertaking) is otherwise permitted by the SEC Rule, as then in effect.

Section 12. Interpretation Under Indiana Law. It is the intention of the parties hereto that this Master Undertaking and the rights and obligations of the parties hereunder shall be governed by, and construed and enforced in accordance with, the law of the State of Indiana.

Section 13. Severability Clause. In case any provision in this Master Undertaking shall be invalid, illegal or unenforceable, the validity, legality and enforceability of the remaining provisions shall not in any way be affected or impaired thereby.

Section 14. Successors and Assigns. All covenants and agreements in this Master Undertaking made by the Obligor shall bind its successors, whether so expressed or not.

*[Remainder of page intentionally left blank]*

IN WITNESS WHEREOF, the Obligor has caused this Master Undertaking to be executed as of the day and year first hereinabove written.

ALEXANDRIA COMMUNITY SCHOOL  
CORPORATION, as Obligor

By: \_\_\_\_\_  
Penny Stevens, President  
Board of School Trustees

\_\_\_\_\_  
Amy Bair, Secretary  
Board of School Trustees

*[Signature Page to Master Continuing Disclosure Undertaking]*

**EXHIBIT A**  
**OBLIGATIONS**

| <u>Full Name of Bond Issue</u>   | <u>Base CUSIP</u> | <u>Final Maturity</u> |
|--|-------------------|-----------------------|
| Alexandria School Building Corporation<br>Unlimited Ad Valorem Property Tax First Mortgage Bonds,<br>Series 2018 | 014875            | January 15, 2038      |



## EXHIBIT B

**CERTIFICATE RE: [ANNUAL INFORMATION][AUDITED INFORMATION]  
DISCLOSURE**

The undersigned, on behalf of the ALEXANDRIA COMMUNITY SCHOOL CORPORATION, as the Obligor under the Master Continuing Disclosure Undertaking, dated as of \_\_\_\_\_, 2018 (the "Master Undertaking"), hereby certifies that the information enclosed herewith constitutes the [Annual Information][Audited Information] (as defined in the Master Agreement) which is required to be provided pursuant to Section 4(a) of the Master Agreement.

Dated: \_\_\_\_\_.

ALEXANDRIA COMMUNITY SCHOOL CORPORATION

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DO NOT EXECUTE – FOR FUTURE USE ONLY

**EXHIBIT C**

# CERTIFICATE RE: REPORTABLE EVENT DISCLOSURE

The undersigned, on behalf of the ALEXANDRIA COMMUNITY SCHOOL CORPORATION, as Obligor under the Master Continuing Disclosure Undertaking, dated as of \_\_\_\_\_, 2018 (the "Master Agreement"), hereby certifies that the information enclosed herewith constitutes notice of the occurrence of a reportable event which is required to be provided pursuant to Section 6 of the Master Agreement.

Dated: \_\_\_\_\_.

ALEXANDRIA COMMUNITY SCHOOL  
CORPORATION

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DO NOT EXECUTE – FOR FUTURE USE ONLY

**EXHIBIT D**

## NOTICE TO MSRB OF FAILURE TO FILE INFORMATION

Notice is hereby given that the ALEXANDRIA COMMUNITY SCHOOL CORPORATION (the "Obligor") did not timely file its [Annual Information][Audited Information] as required by Section 4(a) of the Master Continuing Disclosure Undertaking, dated as of \_\_\_\_\_, 2018.

Dated: \_\_\_\_\_

ALEXANDRIA COMMUNITY SCHOOL  
CORPORATION

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DO NOT EXECUTE – FOR FUTURE USE ONLY

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