

**RESOLUTION OF THE SCHOOL BOARD  
OF THE CITY OF HARRISONBURG, VIRGINIA,  
REGARDING INTERIM AGREEMENT  
FOR NEW SECOND HIGH SCHOOL**

WHEREAS, the School Board of the City of Harrisonburg, Virginia (the “School Board”) has determined that there is a need for a second high school in the City of Harrisonburg, Virginia based on projected future enrollment; and

WHEREAS, Nielsen Builders, Inc. (“Nielsen”) submitted to the School Board an unsolicited PPEA Proposal to design and build a new high school on land owned by the City of Harrisonburg, Virginia (the “Nielsen PPEA Proposal”); and

WHEREAS, the Nielsen PPEA Proposal was submitted pursuant to and in accordance with the Virginia Public-Private Education Facilities and Infrastructure Act of 2002, Virginia Code § 56-575.1, *et seq.*, such Act commonly referred to as the “PPEA;” and

WHEREAS, pursuant to Virginia Code § 56-575.3, the School Board, which is a “responsible public entity” under the PPEA, accepted for consideration the Nielsen PPEA Proposal, Nielsen being a “private entity” under the PPEA; and

WHEREAS, pursuant to Virginia Code § 56-575.16 and the School Board’s Guidelines for Implementation of the Public-Private Education Facilities and Infrastructure Act of 2002 (the “PPEA Guidelines”), the School Board issued a Request for Proposals to solicit proposals from other design-builders for the new high school project for the purpose of entering into competitive negotiations with a design-builder for a comprehensive agreement to construct a new high school; and

WHEREAS, in addition to the unsolicited Nielsen PPEA Proposal, two other solicited proposals were received in response to the Request for Proposals; and

WHEREAS, after evaluating the proposals that were received and giving due consideration to the evaluation criteria in the Guidelines, the School Board elected to proceed with competitive negotiations with Nielsen; and

WHEREAS, pursuant to and in accordance with Virginia Code § 56-575.9.1 and the Guidelines, the School Board desires to enter into an interim agreement with Nielsen prior to negotiating a comprehensive agreement; and

WHEREAS, the School Board and Nielsen negotiated an Interim Agreement, a copy of which, marked **Exhibit 1**, is attached hereto and incorporated herein by reference; and

WHEREAS, the School Board desires to enter into the attached Interim Agreement; and

WHEREAS, Nielsen has expressed its desire to enter into the attached Interim Agreement; and

WHEREAS, pursuant to Virginia Code § 56-575.16, “[a] responsible public entity that is a school board or a county, city or town may enter into an interim or comprehensive agreement under this chapter only with the approval of the local governing body;” and

WHEREAS, the School Board desires to submit the attached Interim Agreement to the City Council of the City of Harrisonburg, Virginia (“City Council”) for its consideration and approval, as it is currently written or with such revisions as City Council may deem advisable; and

WHEREAS, should City Council approve the Interim Agreement, as written or as it may be revised by City Council, and should the School Board thereafter enter into the Interim Agreement, the School Board will be contracting to expend funds in excess of the funds available for school purposes for the current fiscal year, and, accordingly, the consent of City Council is required pursuant to Virginia Code § 22.1-91;

WHEREAS, the School Board desires that City Council grant the consent required under Virginia Code § 22.1-91 should it approve the Interim Agreement, as written or as it may be revised by City Council;

WHEREAS, City Council has previously designated, but not appropriated, approximately \$800,000.00 to the School Board for its use during the fiscal year ending June 30, 2019 (“FY 2019”);

WHEREAS, the total Contract Price of the Interim Agreement is \$3,335,206.00 (“Contract Price”); and

WHEREAS, a supplemental appropriation in the total amount of \$3,335,206.00 for FY 2019 will be needed in order to fulfill the School Board’s obligations under the Interim Agreement.

NOW, THEREFORE, be it resolved by the School Board of the City of Harrisonburg, Virginia, to-wit:

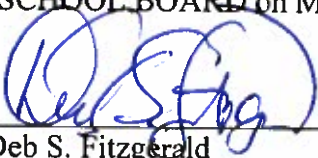
1. Incorporation of Recitals. The recitals set forth above are incorporated into this Resolution as an integral part thereof, as if fully set forth herein.
2. Submission of the Interim Agreement to City Council. The School Board hereby authorizes the Superintendent or his designee to submit the attached Interim Agreement to City Council for its consideration and approval as it is currently written or with such revisions as City Council may deem advisable. The Superintendent or his designee shall request City Council to return the Interim Agreement, as it may be revised, with the endorsement of the Mayor or such other person that may be authorized by City Council to execute the Interim Agreement signifying whether the Interim Agreement is approved or rejected by City Council.
3. Request to City Council for Consent to Expend Funds. The School Board further authorizes the Superintendent or his designee to request, upon submission of the Interim Agreement to City Council, that in the event City Council approves the Interim Agreement, City Council also provide its consent, pursuant to Virginia Code § 22.1-91, for the School Board to contract to expend funds in excess of the funds available for school purposes for the current fiscal year.
4. Approval of Form of Interim Agreement; Execution; Delivery. The School Board approves the form of the Interim Agreement, subject to such additions, deletions, alterations,

amendments and/or revisions that the City Council may advise. In the event that the Interim Agreement, as it may be revised by City Council, is approved by City Council and returned to the School Board, the School Board hereby authorizes the Chair or the Vice-Chair to execute the Interim Agreement and present it to Nielsen for its consideration of execution, it being understood that Nielsen has the right to accept or reject revisions to the attached Interim Agreement.

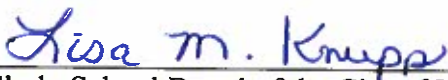
5. Request to City Council for Supplemental Appropriation. In the event that City Council approves the Interim Agreement, the School Board requests that City Council grant a supplemental appropriation to the School Board's FY 2019 Capital Fund in the total amount of \$3,335,206.00 in order for the School Board to pay the Contract Price, as set forth in the Interim Agreement.

6. Effective Date. This Resolution shall take effective immediately upon approval.

APPROVED BY THE SCHOOL BOARD on May 7, 2019.

  
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Deb S. Fitzgerald  
Chair, School Board of the City of Harrisonburg, Virginia

ATTEST:

  
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Lisa M. Krupp  
Clerk, School Board of the City of Harrisonburg, Virginia

Recorded Vote:

Moved by: Andy Kohen

Seconded by: Obie Hill

(Yes, No, Abstain, or Absent)

Deb S. Fitzgerald: Yes

Andy I. Kohen: Yes

Nick D. Swayne: Yes

Kaylene R. Seigle: Yes

Kristen C. Loflin: Yes

Obie P. Hill: Yes