

Meeting of the Board
STATE PUBLIC SCHOOL BUILDING AUTHORITY
March 26, 2026
Room 515 North Office Building
11:30 a.m. Prevailing Time

MINUTES

1. Call to Order
 - A. Filing of Proof of Sunshine Notice and of Sending Notice of the Meeting
2. Roll Call and Announcement of Quorum
3. Adoption of the Agenda
4. Approval of Projects
 - A. Resolution Authorizing the Undertaking of a Project on Behalf of the Steelton-Highspire School District
5. Approval of the Minutes of the Meeting of January 15, 2026
6. Financial Reports for the Months of December 2025 & January 2026
7. Loan Fund
8. Old Business
9. New Business
10. Adjournment

1. CALL TO ORDER

- A. Chairperson Bailey called the public meeting of the State Public School Building Authority Board to order at 11:31 a.m. in Room 515 of the North Office Building in Harrisburg, PA. He said that the meeting was being recorded and that by staying in the meeting, attendees were consenting to the recording and retention of the meeting. Although it included the option for Teams or conference call, the meeting was a live in person meeting open to the public in accordance with the Sunshine Act.
- B. The proof of the Sunshine Advertisement and certification regarding sending of the notice of the meeting are attached to these minutes.

2. ROLL CALL AND ANNOUNCEMENT OF A QUORUM

A quorum of board members was present. There were no members of the public on the call.

Board Members Present

Dustin Bailey, Proxy for Governor Josh Shapiro
Leo Knepper, Proxy for Senator Jarrett Coleman (virtual)
Senator Lindsey M. Williams (virtual)
Representative Bryan Cutler (virtual)
Jennifer Langan, Proxy for State Treasurer Stacy Garrity (virtual)
Johnathan Hershey, Proxy for Auditor General Timothy L. DeFoor
Secretary of General Services Reggie McNeil (virtual)
Jessica Guise, Proxy for Secretary of Education Carrie Rowe (virtual)

Members Absent

Representative Peter G. Schweyer

Authority Personnel Present

Jennifer Sheffield, Executive Director
David Player, Comptroller & Director of Financial Management

Also Attending

Sean Frederick, Authority Counsel, Barley Snyder LLP (virtual)
Willie Slade, Jr., Superintendent, Steelton-Highspire School District (virtual)
Curtis Richards, Interim Business Manager, Steelton-Highspire School District (virtual)
Harry Mathias, Chief Recovery Officer, Steelton-Highspire School District (virtual)
Melissa Maze, Director, PFM Financial Advisors LLC
Jon Cox, Eckert Seamans Cherin & Mellott, LLC (virtual)
Rob Feigenson, Morgan Stanley (virtually attending for Drexel University)
Peter Keyes, Drexel University (virtually attending for Drexel University)
Anna Horevay, McGuireWoods LLP (virtually attending for Drexel University)

3. ADOPTION OF THE AGENDA

Chairperson Bailey asked if the agenda for the meeting was posted on the Authority's website at least 24 hours in advance in accordance with Section 709 of the Sunshine Act.

Ms. Sheffield confirmed that the agenda was posted on the website in accordance with the Sunshine Act.

A copy of the agenda for the meeting was distributed to Board Members prior to this meeting. It is therefore recommended that consideration be given to the adoption of the following Resolution:

RESOLVED That the agenda of the SPSBA meeting of March 26, 2026, be adopted as presented.

Upon **MOTION** by Ms. Langan, **SECONDED** by Mr. Hershey, the above Resolution was approved at the SPSBA Board Meeting of March 26, 2026.

4. APPROVAL OF PROJECTS

A. Resolution Authorizing the Undertaking of a Project on Behalf of the Steelton-Highspire School District

Ms. Sheffield said that the Steelton-Highspire School District requested that the Authority issue its School Revenue Bonds, Series A of 2026, and its Federally Taxable School Revenue Bonds, Series B of 2026 in the combined maximum aggregate principal amount of \$12,000,000. This is a working capital financing utilizing a lease and sublease structure. The Series 2026A bonds will be used for payment of certain operating expenses of the District. The Series 2026B bonds will fund a working capital reserve.

The School District has approximately \$17,210,000 in general obligation bonds outstanding, not including the issuance of these Bonds. The School District intends to utilize the Moody's pre-default intercept program where participants make debt service payments 15 days in advance to the trustee.

The School District has selected Stifel, Nicolaus & Company, Inc. as the underwriter of the Bonds. At the request of the School District, the Office of General Counsel has appointed Eckert Seamans Cherin & Mellott, LLC, Turner Law, P.C., and Cox, Stokes & Lantz, as Co-Bond Counsel.

Ms. Sheffield said that the Resolution in the Board Agenda approves all of the actions necessary in connection with the issuance of the Bonds.

Willie Slade, Jr., Superintendent, Curtis Richards, Interim Business Manager, and Harry Mathias, Chief Recovery Officer of the School District, and Melissa Maze of PFM Financial Advisors were available to answer questions. Ms. Sheffield said that Jon Cox, Bond Counsel, from Eckert Seamans Cherin & Mellot, LLC was on the call to describe the lease / sublease structure and the pre-default intercept program.

Mr. Cox provided a brief summary of the documents and the transaction. He said that he anticipates the total bond amount will be closer to \$10.1 million than the \$12 million maximum requested depending on market conditions. Mr. Cox explained that it is a lease / sublease transaction with the School District leasing its main campus to the Authority in consideration for an upfront payment equal to the net bond proceeds. The School District would then sublease the property back from the Authority with the sublease payments equal to the debt service on the bonds. The sublease payments will be paid 15 days in advance to the trustee as required in the trust documents. This

allows the District to obtain an enhanced rating greater than the standard intercept rating (A1 to Aa3). In theory, the early payment provides an opportunity for notice to the Authority along with the Department of Education and ultimately the Treasury to make payment to the trustee in advance of the payment date of the bonds. Since it is not a guarantee, the rating does not rise to the level of the Commonwealth's Aa2 rating. The rating agencies have become comfortable with this early payment mechanism that they give an enhanced rating. Moody's has confirmed the rating of Aa3. This working capital financing is a fundamental piece of the District's recovery plan which has been approved by the Department of Education. It will bring the District current with its payables that have accumulated over several years. It will also fund a working capital reserve to further assist the District with staying current with its bills and operating expenses. This is a structure that has been used for other distressed school districts and municipalities over the years. The Authority last did a working capital bond issue several years ago for the Chester Upland School District.

Ms. Maze, of PFM Financial Advisors LLC, commented that this is just one piece of a greater plan that the School District is working on, and it cannot be the only piece for the District's financial recovery.

Mr. Cox added that the Pennsylvania Department of Community and Economic Development (DCED) has reviewed this under the Local Government Unit Debt Act. The School District submitted these debt proceedings to DCED, and their approval is expected on Monday, March 30, 2026.

Mr. Mathias, Chief Recovery Officer for the School District, emphasized there are several parts of the approved financial recovery plan to right the ship. There are several components of the plan including consolidating the School District's debt to provide financial flexibility moving forward. The biggest piece is to get the District's budget balanced as quickly as possible. The preliminary budget in January had a deficit of approximately \$4.5 million. Mr. Mathias has proposed adjustments to reduce the deficit to just over \$1 million. The District is working on special education and transportation reforms for additional savings so that revenues will ultimately exceed expenses. Mr. Mathias noted that he used conservative budgeting, and the District may receive additional benefits from the upcoming state budget that were not factored into his projections.

Secretary McNeil appreciated the presentation and inquired when the School District anticipates being made whole as a result of these actions.

Mr. Mathias stated that the District hopes to have things turned around by June 30, 2027.

**RESOLUTION OF THE
STATE PUBLIC SCHOOL BUILDING AUTHORITY
AUTHORIZING THE
UNDERTAKING OF A PROJECT ON BEHALF OF THE
STEELTON-HIGHSPIRE SCHOOL DISTRICT**

DOCKET NO. 2529

NOW, THEREFORE, BE IT RESOLVED AS FOLLOWS:

1. The State Public School Building Authority (the “Authority”) shall undertake the financing of a project (the “Project”) for the benefit of the Steelton-Highspire School District (the “School District”) consisting of: (A) the acquisition of a leasehold interest in certain real estate, including the building, fixtures, improvements, furnishings and equipment thereon, from the School District pursuant to (i) a Lease Agreement, to be dated the date of issuance of the Bonds (the “Lease”), between the School District, as lessor, and the Authority, as lessee, and (ii) a Sublease Agreement, to be dated the date of issuance of the Bonds (the “Sublease”), between the School District, as sublessee, and the Authority, as sublessor, and (B) the payment of costs related thereto (including bond insurance or other forms of credit enhancement if advantageous to the School District). As may be requested by the School District, the Executive Director of the Authority shall have the power to add, delete, or substitute any component of the Project but only to the extent permitted by The State Public School Building Authority Act of 1947, as amended, the Pennsylvania Department of Education, and any applicable Federal income tax laws.

2. In order to finance the Project, the Authority will enter into an appropriate trust indenture or supplemental trust indenture (herein referred to as the “Indenture”) with the Trustee herein appointed, and shall issue up to \$12,000,000 in aggregate principal amount of revenue bonds in one or more series (which may be issued on the same or different dates, and which may be either tax-exempt or taxable bonds) to be designated substantially as (i) “School Revenue Bonds (Steelton-Highspire School District Project), Series A of 2026” (the “2026A Bonds”), and (ii) “School Revenue Bonds (Steelton-Highspire School District Project), Series B of 2026 (Federally Taxable)” (the “2026B Bonds” and together with the 2026A Bonds, the “Bonds”). The Bonds shall have a term not to exceed 16 years from the date of their issuance and delivery and shall bear interest at fixed rates acceptable to the School District, shall mature in such principal amounts and at such times, and shall be subject to redemption, all as approved by the Executive Director in consultation with the School District and as further provided in a Bond Purchase Agreement hereinafter described.

The Bonds shall be issued in such denominations and form and with such terms as shall be set forth in the Indenture and approved by the Executive Director of the Authority. The execution of the Bonds with the manual or facsimile signature of the Governor of the Commonwealth of Pennsylvania, the President or any Vice President of the Authority, together with the official seal or a facsimile of the official seal of the Authority and the attestation thereof by the manual or facsimile signature of the Secretary or Assistant Secretary of the Authority, is hereby authorized. The Executive Director of the Authority is hereby authorized to deliver the Bonds to the Trustee under the Indenture for authentication, and to execute and deliver instructions to the Trustee to deliver the Bonds when so authenticated, on behalf of the Authority, to or upon the order of the purchaser thereof, against receipt of the purchase price together with any accrued interest, all in accordance with the requirements of the Indenture thereof.

3. The proceeds from the sale of the Bonds shall be loaned to the School District (the “Loan”) pursuant to the terms of the Lease. The portion of the Loan made by the Authority with the proceeds of the 2026A Bonds will be used to fund a deposit to the School District’s general fund for payment of certain operating expenses of the School District. The portion of the Loan made by the Authority with the

proceeds of the 2026B Bonds will be used to fund a working capital reserve for payment of operating expenses of the School District.

4. The School District shall be obligated to repay the Loan pursuant to the terms of the Sublease. The Authority is hereby authorized to assign and pledge the Sublease and all revenues to be received by the Authority therefrom to the Trustee under the Indenture to secure the Bonds.

5. The President, any Vice President, or the Executive Director is hereby authorized on behalf of the Authority to enter into an appropriate bond purchase agreement (the "Bond Purchase Agreement") with Stifel, Nicolaus & Company, Inc., the underwriter for the Bonds authorized hereunder in accordance with the terms of this Resolution, and the President, any Vice President, the Secretary or any Assistant Secretary, or the Executive Director of the Authority is hereby authorized to execute and deliver the Bond Purchase Agreement on behalf of the Authority and to take such further action as he or she deems necessary or advisable to carry out the obligations of the Authority thereunder.

6. The Authority does hereby authorize the execution and delivery of the following documents relating to the issuance of Bonds of any series authorized hereunder and the financing of the Project: the Indenture, the Lease, the Sublease, the Bond Purchase Agreement, a final official statement, and any other documents required in connection with the issuance of the Bonds; any tax compliance or similar agreement with respect to any Bonds issued as tax-exempt bonds and any other document to which the Authority is a party and which is required in connection with the financing of the Project; all in such form as shall be acceptable to Bond Counsel, the Attorney General of the Commonwealth, the Office of General Counsel, and Authority Counsel and as shall be approved by the Executive Director of the Authority.

7. The President, the Vice President and the Executive Director of the Authority are, and each of them hereby is, authorized to execute, acknowledge, and deliver in the name and on behalf of the Authority, and the Secretary or Assistant Secretary are, and each of them hereby is, authorized to attest and affix the official seal of the Authority to each of the aforesaid documents. The execution of the aforesaid documents as hereinabove authorized shall be deemed to conclusively evidence the approval of the Authority of said documents.

8. Any preliminary official statement or final official statement which may be used in connection with the offer and sale of the Bonds shall be in such form as shall be approved, solely as to and for the purpose of distribution, by the Executive Director of the Authority with the advice of Bond Counsel. The Executive Director is hereby authorized to execute, solely as to and for purposes of distribution, any such preliminary official statement or final official statement in the name and on behalf of the Authority, and such execution by the Executive Director of the Authority shall constitute conclusive evidence of the Authority's approval solely as to and for purposes of distribution. The circulation and distribution of copies of any such documents in connection with the offer and sale of the Bonds is hereby authorized.

9. The Underwriter is hereby authorized to purchase the Bonds upon the terms and conditions hereof and contained in the Bond Purchase Agreement. Manufacturers and Traders Trust Company shall be and hereby is authorized to act as Trustee under the Indenture in connection with the issuance of the Bonds. At the request of the School District, the Office of General Counsel has appointed Eckert Seamans Cherin & Mellott, LLC, Turner Law, P.C., and Cox, Stokes & Lantz, as Co-Bond Counsel for this issue.

10. The appropriate officers of the Authority are hereby authorized to take such further action and to execute and deliver in the name and on behalf of the Authority any and all other documents and certificates, in addition to those specified above, as they shall deem necessary or advisable in connection with the issuance of the Bonds and the implementation of this Resolution.

11. The Trustee shall be, by virtue of this Resolution and without further authorization from the Authority, authorized, directed and requested (i) to authenticate and deliver the Bonds upon the request of the Executive Director of the Authority, and (ii) to invest and reinvest all moneys which by the terms of the Indenture may be invested, or to deposit and redeposit such moneys in such accounts as may be permitted by the Indenture, all subject to the terms and limitations contained in the Indenture.

12. The appropriate officers of the Authority are, and each of them is, hereby authorized to execute and deliver in the name and on behalf of the Authority such other documents and to take such other action as they shall deem necessary in order to effectuate the financing of the Project, the execution, delivery and receipt of the Indenture, the Lease, the Sublease, the Bond Purchase Agreement, the distribution of a preliminary official statement and final official statement, and the issuance and sale of the Bonds, all in accordance with this Resolution.

13. The appropriate officers of the Authority, including the President, any Vice President and the Executive Director are, and each of them is, hereby authorized to approve, and to execute and deliver any supplement, amendment or agreement (an "Amendment") providing for any amendment or other change to any trust indenture, lease, sublease, bond, instrument or other document executed and delivered with respect to the Bonds (collectively, the "Bond Documents") requested by the School District and approved by all other necessary parties, provided that (a) the officer executing the Amendment shall have determined that the Amendment will not adversely affect the Authority, such determination to be conclusively evidenced by such officer's execution of the Amendment and (b) the Authority shall have received an opinion of counsel in form and substance satisfactory to the Authority that (i) the Amendment is permitted under the State Public School Building Authority Act, as amended, and the Bond Documents, and (ii) the Amendment will not adversely affect the excludability, if applicable, from gross income of interest on the Bonds for purposes of federal income taxation.

14. This Resolution shall take effect immediately upon its adoption, and all prior Resolutions or parts thereof inconsistent herewith are hereby repealed to the extent of such inconsistencies.

Upon **MOTION** by Secretary McNeil, and **SECONDED** by Mr. Hershey, and after full discussion the above Resolution was approved at the SPSBA Board Meeting of March 26, 2026. Ms. Guise, Proxy for Secretary of Education Carrie Rowe, abstained from voting due to the Department of Education providing ongoing technical assistance to the School District.

EXHIBIT A
STEELTON-HIGHSPIRE SCHOOL DISTRICT

<u>Docket No.</u>	<u>County</u>		<u>Maximum Amount to be Financed</u>
2529	Dauphin	Financing (1) a leasehold interest in certain property owned by the School District; and (2) costs of issuing the Bonds (including bond insurance or other forms of credit enhancement if advantageous to the School District). The proceeds will be used to pay operating expenses and fund a working capital reserve.	\$12,000,000

Maximum Term: 16 years.

Interest Rate: Fixed at the time of issuance.

Tax Status: A portion tax-exempt, non-bank qualified, and a portion taxable.

Rating/Insurance: To Be Determined.

Debt Type: School Revenue Bonds.

Bond Counsel: At the request of the School District, the Office of General Counsel has appointed Eckert Seamans Cherin & Mellott, LLC, Turner Law, P.C., and Cox, Stokes & Lantz, as Co-Bond Counsel.

Trustee: Manufacturers and Traders Trust Company

Underwriter: Stifel, Nicolaus & Company, Inc.

Approved at the SPSBA Board Meeting of March 26, 2026

5. APPROVAL OF THE MINUTES OF THE MEETING OF JANUARY 15, 2026

A copy of the minutes of the meeting of January 15, 2026, was distributed to the Board Members prior to this meeting. It is therefore recommended that consideration be given to the adoption of the following Resolution:

RESOLVED That the minutes of the SPSBA meeting of January 15, 2026, be and hereby are approved as presented.

Upon **MOTION** by Secretary McNeil, **SECONDED** by Mr. Hershey, and after full discussion, the above Resolution was approved at the SPSBA Board Meeting of March 26, 2026.

6. FINANCIAL REPORTS FOR THE MONTHS OF DECEMBER 2025 & JANUARY 2026

Since the Financial Reports for the months of December 2025 and January 2026 were not emailed to Board Members prior to this meeting, Chairperson Bailey asked for a motion to table this agenda item until the next board meeting.

Upon **MOTION** by Ms. Langan, **SECONDED** by Senator Williams, this agenda item was tabled until the next board meeting.

7. LOAN FUND

Ms. Sheffield said that the outstanding loan balance was approximately \$14.2 million as of January 31, 2026. She also added that there is still a Butler County Community College loan in progress as discussed at the last Board Meeting.

8. OLD BUSINESS

Chairperson Bailey asked if there was any old business to come before the Board, and hearing none, he moved to new business.

9. NEW BUSINESS

Chairperson Bailey asked if there was any new business to come before the Board, and hearing none, he moved to adjourn the meeting.

10. ADJOURNMENT

There being no further business to come before the Board at this time, upon **MOTION** by Mr. Hershey, **SECONDED** by Secretary McNeil, the SPSBA Board Meeting was adjourned at 11:51 a.m.

SUNSHINE ACT PUBLIC MEETING NOTICES - Thursday, March 5, 2026

Please utilize the Contacts name/phone # listed in each notice for reasonable accommodation due to a disability; to check on the meeting status; to inquire about phone/online participation options; etc. Note: some mtgs. may be recorded.

State Board of Vehicle Manufacturers, Dealers and Salespersons Meeting, 3/10/2026, 10:30 AM, Location: CoPA HUB, Eaton Room, 2525 N. 7th St., Hbg., PA , Additional Info: Call in 1-267-332-8737 Conf. ID 875 520 653#, Contact: Molly Smith 717-214-1891.

State Board of Funeral Directors Meeting, 3/11/2026, 10:30 AM, Location: CoPA HUB, Eaton Room, 2525 N. 7th St., Hbg., PA, Additional Info: Call in 1-267-332- 8737 Conf. ID 612 134 958#, Contact: Molly Smith 717-214-1891.

PSERB Audit Compliance Risk Committee Meeting, 3/11/2026, 4:30 PM, Link To Agency WebSite: www.pa.gov/PSERS, Location: PSERS, Board Rm., 5 N. 5th St., Hbg. PA, Additional Info: Live Stream Link on Website, Contact: Tivia Danner 717-720-4802.

State Architects Licensure Board, 3/12/2026, 10:30 AM, Location: CoPA HUB, Eaton Room, 2525 N. 7th St., Hbg., PA, Additional Info: Call in 1-267-332-8737 Conf. ID 794 936 035#, Contact: Molly Smith 717-214-1891.

State Board of Education Meeting, 3/12/2026, 10 AM, Link To Agency WebSite: www.stateboard.education.pa.gov, Location: Pennsylvania Training and Technical Network (PaTTAN), Lancaster Rm., 6340 Flank Dr., Hbg., PA 17112, Conf. Call: 301-715-8592, Access Code: 744-760, Additional Info: 10 AM: Academic Standards/Chapter 4 Committee Meeting; 1 PM: Council of Higher Education followed immediately by Council of Basic Education, followed immediately by the State Board of Education Meeting, followed immediately the State Board of Career and Technical Education Meeting, Contact: Stephanie Jones 717-787-3787.

Special, State Public School Building Authority & PA Higher Educational Facilities Authority Board Meeting, 3/26/2026, 11:30 AM, Link To Agency WebSite: pa.gov/spsba & pa.gov/phefa, Location: State Capitol North Office Bldg., Room 515, 401 North St, Hbg., PA, Contact: Jennifer Sheffield 717-975-2209.

State Board of Veterinary Medicine Meeting, 3/27/2026, 10:30 AM, Location: CoPA HUB, Eaton Room, 2525 N. 7th St., Hbg., PA, Additional Info: Call in 1-267- 332-8737 Conf. ID 182 060 203#, Contact: Molly Smith 717-214-1891.

Amusement Ride Advisory Board, 9/23/2026, 10 AM, Location: Department of Agriculture HQ, PDA Lobby Conf. Rm., 2301 N. Cameron St., Hbg, Pa, Conf. Call: 267-332-8737, Access Code: 552-433-098#, Contact: Yvonne Brown 717-836- 3970.

Amusement Ride Advisory Board, 12/8/2026, 10 AM, Location: Department of Agriculture HQ, PDA Lobby Conf. Rm., 2301 N Cameron St., Hbg., Pa, Conf. Call: 267-332-8737, Access Code: 552-433-098#, Contact: Yvonne Brown 717-836- 3970.

Appeared in PennLive: on Thursday, 03/05/2026

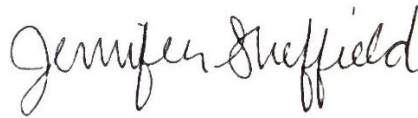
<https://classifieds.pennlive.com>

STATE PUBLIC SCHOOL BUILDING AUTHORITY
PENNSYLVANIA HIGHER EDUCATIONAL FACILITIES AUTHORITY
Notice of the Meetings of the Boards to be Held

The State Public School Building Authority and the Pennsylvania Higher Educational Facilities Authority Boards will meet on **Thursday, March 26 at 11:30 a.m.** in **Room 515 of the North Office Building**. If you prefer to participate by phone, the call-in number is 1-267-332-8737 and the conference ID is 856 031 350. The meetings are to: (a) approve projects for financing; and (b) consider other matters as may properly come before the Board.

Please complete the attached response and return via e-mail.

Sincerely,

A handwritten signature in cursive script that reads "Jennifer Sheffield".

Jennifer Sheffield
Executive Director

Harrisburg, PA

I CERTIFY that the notice on the previous page for the March 26, 2026, meetings was emailed to the following on February 27, 2026, at the addresses indicated, constituting all members of the Board of the State Public School Building Authority.

Dustin Bailey, Proxy for Governor Shapiro
dubailey@pa.gov

Jarrett Coleman, Designated by the President Pro Tempore of the Senate
lknepper@pasen.gov

Lindsey M. Williams, Designated by the Minority Leader of the Senate
lindsey.williams@pasenate.com

Peter G. Schweyer, Designated by the Speaker of the House of Representatives
pschweyer@pahouse.net

Bryan Cutler, Designated by the Minority Leader of the House of Representatives
bcutler@pahousegop.com

Stacy Garrity, State Treasurer
treasurergarrity@ptreasury.gov

Timothy L. DeFoor, Auditor General
cpike-nase@paauditor.gov

Reggie McNeil, Secretary of General Services
remcneil@pa.gov

Carrie Rowe, Secretary of Education
carrowe@pa.gov

GIVEN under my hand and seal this 27th day of February 2026.

Jennifer Sheffield
Executive Director
State Public School Building Authority
Pennsylvania Higher Educational Facilities Authority