



## The PFM Group

Public Financial Management, Inc.  
PFM Asset Management LLC  
PFM Advisors

One Keystone Plaza  
Suite 300  
N. Front & Market Streets  
Harrisburg, PA 17101-2044

717-232-2723  
717-232-8610 (FAX)  
www.arterd@publicfm.com

July 20, 2010

### MEMORANDUM

**TO:** **MUNIAUCTION**  
**John Carver/Courtney Santo**  
*via facsimile #: 412-391-7608*

**MUNIFACTS**  
*via facsimile #: 212-363-1296*

**FROM:** **Cindy Slomske, Sr. Associate**

**SUBJECT:** **Franklin Regional School District, Westmoreland County, Pennsylvania**  
**\$4,525,000\*, General Obligation Bonds, Series of 2010**

**Bond Sale Date: Thursday, July 22, 2010**

***Please publish the following notice on the PFM Auction Website & Munifacts as soon as possible (change as indicated by the yellow highlights on the following Invitation to Bid "Summary Page"):***

**SEE ATTACHED**



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INVITATION TO BID  
SUMMARY PAGE

<b>Issuer</b>	<b>Franklin Regional School District Westmoreland County, Pennsylvania</b>
<b>Amount</b>	<b>\$4,505,000*</b>
<b>Type of Issue/Series</b>	General Obligation Bonds, Series of 2010
<b>Tax-Exempt</b>	Yes
<b>Bank Qualified</b>	Yes

\*Preliminary, subject to change

<b>Sale Date</b>	7/22/2010
<b>Award Date</b>	7/22/2010
<b>Dated Date</b>	8/06/2010
<b>Expected Settlement</b>	8/06/2010
<b>Sale Time</b>	11:00 a.m. – 11:15 a.m. prevailing time
<b>Bid Submission</b>	PFMauktion.com

<b>Interest Due</b>	2/15, 8/15
<b>Principal Due</b>	<b>Initially on 2/15/2011, thereafter on 8/15</b>
<b>1<sup>st</sup> Interest Date</b>	<b>2/15/2011</b>
<b>Call Date</b>	Non-Callable
<b>Minimum Bid Price</b>	Not less than 98.80%
<b>Maturity Reoffering Price</b>	Not less than 99.00%
<b>YTM Ascending Order</b>	Yes
<b>Special Considerations</b>	Two Minute Rule (see "Bidding Details" #2 herein)
<b>Continuing Disclosure Compliance</b>	The School District has complied with all prior written undertakings under Rule 15c2-12 to provide timely ongoing disclosure of annual financial information and notice of material events affecting its securities.
<b>Security</b>	The Bonds refund indebtedness of the School District that was incurred under the Local Government Unit Debt Act prior to the effective date of Act 1 of 2006, and hence is grandfathered under Act 1. Please refer to the Preliminary Official Statement section "The Bonds are "Grandfathered" under the Taxpayer Relief Act".
<b>Good Faith Amount</b>	<b>\$45,050</b>
<b>PFM Contact</b>	Scott Shearer or Christopher Bamber
<b>PFM Phone</b>	717-232-2723
<b>PFM Fax</b>	717-232-8610

**\*\*\*PLEASE REFER TO THE ATTACHED "REVISED" EXHIBIT A\*\*\***

**EXHIBIT A**  
**WINNING BID FORM**  
**FRANKLIN REGIONAL SCHOOL DISTRICT**  
**Westmoreland County, Pennsylvania**  
**\$4,505,000\* GENERAL OBLIGATION BONDS, SERIES OF 2010**

Board of School Directors  
 Franklin Regional School District  
 c/o Public Financial Management  
 One Keystone Plaza, Suite 300  
 North Front & Market Streets  
 Harrisburg, PA 17101 (P. O. Box 11813, Harrisburg, PA 17108)  
 Fax #: (717) 232-8610

Ladies and Gentlemen:

Subject to the provisions of and in accordance with the terms of the Invitation to Bid, dated August 6, 2010 of the Franklin Regional School District (the "School District") for its General Obligation Bonds, Series of 2010 (the "Bonds"), which is incorporated herein and hereby made a part hereof:

We hereby confirm that we have agreed to purchase all, but not less than all, of the \$4,505,000\* aggregate principal amount of the Bonds described in the Invitation to Bid and to pay therefore the amount of \$\_\_\_\_\_ constituting \_\_\_\_\_% of the par value of the Bonds, plus the interest accrued, if any, on the Bonds from August 6, 2010 to the date of their delivery. This offer is for the Bonds bearing interest at the rates and in the form of serial Bonds and term Bonds as follows:

<b>Feb. 15</b>	<b>Principal Amount<sup>(1)</sup></b>	<b>Interest Rate</b>	<b>Reoffering Price</b>	<b>Reoffering Yield</b>	<b>Term Maturity Date</b>
2011	\$500,000	%			

  

<b>Aug. 15</b>	<b>Principal Amount<sup>(1)</sup></b>	<b>Interest Rate</b>	<b>Reoffering Price</b>	<b>Reoffering Yield</b>	<b>Term Maturity Date</b>
2011	\$650,000	%			
2012	655,000	%			
2013	655,000	%			
2014	670,000	%			
2015	680,000	%			
2016	695,000	%			

<sup>(1)</sup>Aggregate principal amount and principal amortization amounts may be adjusted as set forth in the Invitation to Bid.

\*Preliminary; subject to adjustment.

We acknowledge and have agreed that after we submit this proposal, the School District may modify the aggregate principal amount of the Bonds and/or the principal amounts of each maturity of the Bonds, subject to the limitations set forth in the Invitation to Bid.

We further acknowledge and have agreed that in the event that any adjustments are made to the principal amount of the Bonds, we will purchase all of the Bonds, taking into account such adjustments on the above specified terms of this proposal for the Bonds.

As the winning bidder, we confirm that we have agreed to wire \$45,050 to the School District, as security against any loss of the School District resulting from failure of the undersigned bidder to comply with terms of the bid.

As the winning bidder, we confirm that we have agreed to immediately furnish the additional information described under the caption "Information Required from Winning Bidder; Reoffering Price" in the Invitation to Bid.

As the winning bidder, we confirm that we have agreed to provide to the School District as soon as possible after the sale of the Bonds a complete list of syndicate members, if any, upon request, the actual allocation of the Bonds and the orders placed by the syndicate members.

We have noted that payment of the purchase price is to be made in immediately available Federal Funds at the time of delivery of the Bonds.

In the event we have bid on behalf of a bidding syndicate, we represent that we have full and complete authority to submit the bid on behalf of our bidding syndicate and that the undersigned will serve as the lead manager for the group.

We desire \_\_\_\_\_ copies (not exceeding 200) of the Official Statement for the Bonds (as provided in the Invitation to Bid). We understand that we may obtain additional copies at our own expense.

We further certify (or declare) under penalty of perjury under the laws of the Commonwealth of Pennsylvania that our bid and this proposal is genuine, and not a sham or collusive, nor made in the interest of or on behalf of any person not herein named, and that the bidder has not directly or indirectly induced or solicited any other bidder to put in a sham bid or any other person, firm or corporation to refrain from bidding, and that the bidder has not in any manner sought by collusion to secure for itself an advantage over any other bidder.

Respectfully submitted,

\_\_\_\_\_  
Name of Bidder

By: \_\_\_\_\_  
Name and Title:

Address: \_\_\_\_\_

\_\_\_\_\_  
Telephone: \_\_\_\_\_

Facsimile: \_\_\_\_\_

The above Bid is hereby accepted by the Board of School Directors of the Franklin Regional School District, with Final Maturity Schedule as shown on the attached Exhibit A.

FRANKLIN REGIONAL SCHOOL DISTRICT  
Westmoreland County, Pennsylvania

Attest

By \_\_\_\_\_  
(Vice) President

\_\_\_\_\_  
(Assistant) Secretary

