

Board of Trustees, Ridge and Valley Charter School
Regular Meeting Minutes

The Meeting of the Board of Trustees of Ridge and Valley Charter School was held on May 7, 2020 at 1234 State Route 94, Blairstown, NJ 07825. The meeting was called to order at 6:35pm by Jenn Gurdak, Facilitator. The Trustees operate on a consensus basis in all matters. We choose to dispense with Robert’s Rules of Order and Conventional Parliamentary Procedure. Our intention is to affirm the mission of the school. Ridge and Valley Charter School offers an integrated, experiential course of study in the context of the universe and its interrelationships. Adequate notice of this meeting had been made in accordance with the provisions set forth in the Open Public Meetings Act, Chapter 231, Laws of 1975 in the New Jersey Herald, the County Superintendent’s office and with the County Administrator.

| | present | absent |
|--|---------|--------|
| Voting Members | | |
| Steve Andrasek | X | |
| Kerry Barnett | | X |
| Julie Budzinski-Flores | X | |
| Cindy Calvano | X | |
| Jenn Gurdak | X | |
| Dave McNulty | X | |
| Jessi Sohl | X | |
| Non-voting members: | | |
| Lisa Masi, Integration Guide | X | |
| Traci Pannullo, Curriculum Coordinator | X | |
| Theresa Radline, Business Coordinator | | X |

Facilitator: Jenn Gurdak Guardian: Steve Andrasek Recorder: Lisa Masi
Public Participants: None

Trustee Circle Opening: convened 6:35pm

Resolutions:

Resolution 05.07.20.a (1) RESOLVED, that the Officers/Members of the New Jersey corporation/limited liability company named below, or them, or any one of their duly elected or appointed successors in the office, be and they are hereby authorized and empowered in the name and on behalf of this company and under its company seal to execute and deliver to Lakeland Bank, its successors and/or assigns (hereinafter called “Lender”) or the Small Business Administration (hereinafter called “SBA”), as the case may be, in the form required by Lender or SBA, the following documents: (a) application for a loan or loans, the total thereof not to exceed in principal amount of \$278,847.00 maturing upon such date or dates and bearing interest at such rate or rates as may be prescribed by Lender or SBA; (b) applications for any renewals or extensions of all or any part of such loan or loans and of any other loans, heretofore or hereafter made by Lender or SBA to this company; (c) the promissory note or notes of this company evidencing such loan or loans or any renewals or extensions thereof; and (d) any other instruments or agreements of this company which may be required by Lender or SBA in connection with such loans, renewals, and/or extensions; and that said Officers/Members in their discretion may accept any such loan or loans in installments and give one or more notes of this company thereof, and may receive and endorse in the name of this company any checks or drafts representing such loan or loans or any such installments;(2) FURTHER RESOLVED, that the aforesaid Officers/Members, or their duly elected or appointed successors in office, be and they are hereby authorized and empowered to do any acts, including but not limited to the mortgage, pledge, or hypothecation from time to time with Lender or SBA of any or all assets of this company to secure such loan or loans, renewals and extensions, and to execute in the name and on behalf of this company and under its company seal or otherwise, any instruments or agreements deemed necessary or proper by Lender or SBA, in respect of the collateral securing any indebtedness of this company;(3) FURTHER RESOLVED, that any indebtedness heretofore contracted and any contracts or agreements heretofore made with Lender or SBA on behalf of this company, and all acts of the Officers/Members or agents of this corporation/company in connection with said indebtedness or said contracts or

agreements, are hereby ratified and confirmed;(4) FURTHER RESOLVED, that the Officers/Members referred to in the foregoing resolutions are as follows:

| <u>NAME</u> | <u>TITLE</u> |
|-------------------------|--------------------------------------|
| <u>Glenn Richardson</u> | <u>School Business Administrator</u> |

5) FURTHER RESOLVED, that Lender or SBA is authorized to rely upon the aforesaid resolutions until receipt of written notice of any change.CERTIFICATION I HEREBY CERTIFY that the foregoing is a true and correct copy of a resolution regularly presented to and adopted by the Directors/Members of Ridge and Valley Charter School , at a meeting duly called on the 7th day of May, 2020, at which a quorum was present and voted, and that such resolution is duly recorded in the minute book of this company; that the Officers/Members named in said resolution has been duly elected or appointed to, and are the present incumbents of, the respective offices set after their respective names; and that the signature set opposite their respective names are their true and genuine signatures. Approved unanimously.

Resolution 05.07.20.c WHEREAS, the Ridge and Valley Charter School, Inc. (“School”) is a duly authorized 501(c)(3) organization; and WHEREAS, the mission and purpose of the School is to improve the educational outcomes of its students and advance the interests of its other stakeholders and greater community; WHEREAS, there is available to the School certain loan financing under the CARES Act’s Payroll Protection Program (“PPP”); WHEREAS, there exists current economic uncertainty which makes this loan request necessary to support the ongoing operations of the School; and WHEREAS, such uncertainty has been confirmed in public statements by the Governor, including the substantial risk of laying off school staff due to budgetary distress; and WHEREAS, such uncertainty has been further confirmed by substantial underpayments from resident districts relative to the scheduled payments that month; and WHEREAS, the School’s Board of Trustees desires to take fiscally prudent measures in accordance with the School’s mission and the law to ensure adequate cash flow to support the School’s operations; and WHEREAS, a PPP loan application has been duly submitted on behalf of the School; and WHEREAS, the School’s legal counsel has confirmed the legal basis for the School’s eligibility for a PPP loan; WHEREAS, the PPP loan application has been duly approved and proceeds released to the School. NOW THEREFORE BE IT RESOLVED, that the PPP loan application submission, and all actions in furtherance of same, be and hereby are ratified; and; BE IT FURTHER RESOLVED that the Board Chairperson or designee is hereby authorized, empowered and directed to execute and deliver any documents, certificates, agreements and instruments concerning said PPP loan. Approved unanimously.

Executive Session to discuss Personnel: 6:40pm

Return to Public Session: 6:42pm

Resolution 05.07.20.c To approve offering a contract to Jennifer Ross as an Administrative Support Guide for the 2020-2021 school year in the amount of \$47,271.00 for 12 months. Approved unanimously.

Meeting adjourned at 6:45pm

Theresa Radline, Board Secretary