

## MINUTES FOR A MEETING OF THE BOARD OF DIRECTORS OF SCHOOLS IN ACTION

A meeting of the Board of Directors of Schools in Action was held at 5:15 p.m. on December 18, 2019. The meeting was held at Arts in Action Community Charter Elementary School, 5115 Via Corona Street, Los Angeles 90022.

The following board members were present:

- Lizette Villareal
- Mariela Pinedo
- Ronae Harrison

The following board members were present by teleconference:

- Deborah R. Bronner
- Maria Raffanti
- Nancy Flores

### **Call to Order**

Ronae Harrison called the meeting to order at 6:19 p.m. Ronae Harrison recorded the minutes. The following members of the administrative staff was present: Kalin Balcomb, Interim Executive Director, Stephanie Conde, Director of Operations; Jesus Mascorro, Director of Community engagement and After School; Adrian Canez, Middle School Office Manager; Jamie Kikuchi, Elementary School Director; Jessica Benitez, Elementary School Office Manager. John Kim, Managing Director of Stifel; David Hyun, Partner of Red Hook were present. Tracie Stender, Attorney; A. Aiko Yamakawa, Senior Counsel; John Lemmo, Co-Chair of Procopio's charter schools group; Chip Eady, Of Counsel at Procopio, Cory, Hargreaves & Savitch LLP were also present via teleconference.

### **OPEN SESSION**

1. **Public Comment.** None.
2. **Announcement for Board Members or Board Committees.** None.

### **CLOSED SESSION**

#### **1. Conference With Legal Counsel - Anticipated Litigation.**

Significant exposure to litigation pursuant to Government Code section 54956.9(d)(2):  
2 matters

### **OPEN SESSION**

3. **Report of Closed Session.** Ronae Harrison called the closed session to order at 5:28 p.m. Ronae Harrison then called the open session at 6:43 p.m. Ronae Harrison stated that there is nothing to report from the closed session.
4. **Consideration of Approval of Amendment to Resolution.** Ronae Harrison made a motion to the of amendment to the resolution approving and authorizing facilities acquisition and development and a plan of finance in connection with the Bonds, and certain other actions related thereto, previously approved on October 16, 2019. Mariela Pinedo seconded the motion. The motion passed with 6 aye and 0 nays votes.
5. **Consideration and Possible Action to change authorized signers on Schools in Action bank account and credit card.** Ronae Harrison made a motion to change authorized signers on Schools in Action bank account and credit card to include Kalin Balcomb. Deborah Bronner seconded the motion. The motion passed with 6 aye and 0 nays votes.
6. **Consideration of Approval of the engagement agreement for Squire, Patton, Boggs (US), LLC.** Ronae Harrison made a motion to approve the engagement agreement for Squire,Patton, Boggs (US), LLC to serve as co-borrower's counsel in connection with issuance of the Charter School Finance Authority Charter School Revenue Bonds (Arts in Action Charter Schools – Obligated Group) (the "Bonds"). Mariela Pinedo seconded the motion. The motion passed with 6 aye and 0 nays votes.
7. **Adjournment.** The reopened meeting adjourned at 6:48 p.m.