

**KIPP Nashville**

**Board Meeting | 3 p.m. – 3:30 p.m.**

**Zoom:** Dial 646-558-8656 then enter Meeting ID: 330 356 410

**April 3, 2020**

**Board Members Present:**

<b>Name</b>	<b>Present/ Absent</b>	<b>Name</b>	<b>Present/ Absent</b>
Cynthia Arnholt	Present	Rick Martin	Present
Chris Barbic	Present	Jeff McGruder	Present
Karl Dean	Present	William Seibels	Present
Elizabeth Dennis	Present	Will Ed Settle	Present
Jim Flautt	Present	McArthur Van Osdale	Absent
Camiqueka Fuller	Present	Rob Wilson	Present
Drew Goddard	Present	Tom Wylly	Present
Beth Harwell	Present		

**Staff Members Present:** Randy Dowell, Erin Holt, Dan Gennaoui, Josh Hailey, Katie Foley, Tosin Okunoren

**Board meeting  
called to order:**

3:03 p.m.

<b>Agenda Item</b>	<b>Motions</b>	<b>Vote</b>
Full Board	<ul style="list-style-type: none"><li>Motion to approve CARES Resolution, including the Paycheck Protection Program</li></ul>	Motion: William Seibels 2 <sup>nd</sup> : Jim Flautt Vote: All in favor
Full Board	<ul style="list-style-type: none"><li>Motion to approve use of parent survey technology platform</li></ul>	Motion: Drew Goddard 2 <sup>nd</sup> : Karl Dean Vote: All in favor

**Board Meeting  
Adjourned:**

3:15 p.m.

**RESOLUTION  
OF THE BOARD OF DIRECTORS OF  
KIPP NASHVILLE**

WHEREAS, the COVID-19 pandemic has caused significant uncertainty regarding the revenues that will be received by KIPP Nashville, including those from local and state governments; and

WHEREAS, KIPP Nashville expects that the shortfall in revenues will be significant; and

WHEREAS, the recently enacted federal CARES Act establishes a Paycheck Protection Program (PPP) authorizing Small Business Administration (SBA) unsecured loans at below market rates with the possibility of some or all of the loans being forgiven; and

WHEREAS, as recommended by the Finance Committee, KIPP Nashville desires to borrow funds under the PPP in the amount of approximately \$3,300,000 ; and

WHEREAS, other governmental grant and below market rate unsecured loan programs may be funded in response to the pandemic, and if so KIPP Nashville desires to take advantage of those programs upon the recommendation of the Finance Committee, provided that the total outstanding amount of all such loans and the PPP SBA loan at no time exceeds \$10,000,000.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF KIPP NASHVILLE AS FOLLOWS:

1. KIPP Nashville is hereby authorized to apply for a PPP SBA loan in the amount of approximately \$3,300,000, to consummate the loan in the amount approved by the lender, and to use the proceeds for the purposes required by the PPP program within the time permitted by the PPP program.
2. KIPP Nashville is hereby authorized, upon the recommendation of the Finance Committee in amounts approved by the Finance Committee, to apply for other governmental grant and below market unsecured loan programs as may be funded in response to the pandemic, to consummate such loans and grants, and to use the proceeds of each such grant or loan for purposes permitted by the applicable grant or loan program within any time limit required by the applicable grant or loan program; provided that the total outstanding amount of all such loans and the PPP SBA loan at no time exceeds \$10,000,000.
3. The Executive Director of KIPP Nashville is authorized, empowered and directed, on behalf of KIPP Nashville, to execute and deliver the such applications, agreements and any and all other documents, instruments, certificates, consents, affidavits and papers documents as are required or appropriate to apply for, obtain and consummate the PPP SBA loan and the grants and loans described in paragraph no. 2 above on behalf of KIPP Nashville, and use the proceeds of each for any purpose permitted by the applicable grant or loan program within any time limit required by the applicable grant or loan program.
4. If any document authorized in this Resolution requires execution by a second officer, the Chief Operating Officer of KIPP Nashville is authorized to execute such document in addition to execution by the Executive Director.
5. All other acts of the officers of KIPP Nashville which are in conformity with the purposes and intent of this resolution and in furtherance of the consummation of the transactions described herein are hereby approved and confirmed. The Executive Director of KIPP Nashville is authorized and directed to take such further actions and execute such documents as are necessary or desirable to fully implement this Resolution.

ADOPTED this 3<sup>rd</sup> day of April, 2020.

**RESOLUTION  
OF THE BOARD OF DIRECTORS OF  
KIPP NASHVILLE**

WHEREAS, KIPP Nashville desires to contract with Possip, Inc. to conduct parent surveys on the terms described below; and

WHEREAS, Possip, Inc. has significant experience in conducting parent surveys, including for several charter schools; and

WHEREAS Possip, Inc.'s founder and CEO is related to KIPP Nashville's Executive Director, which was disclosed to and discussed at the Board at its meeting at which this Resolution was adopted.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of KIPP Nashville that:

The Board hereby authorizes and KIPP Nashville to contract with Possip, Inc. to conduct parent surveys for a term not longer than the end of the current school year and for payments not to exceed \$1,600.00, at rates not in excess of those typically charges by Possip, Inc. for similar services.

ADOPTED this 3<sup>rd</sup> day of April, 2020.

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