



ALLEGIANCE STEAM ACADEMY

SPECIAL MEETING OF THE BOARD OF DIRECTORS

May 14, 2020

7:00 pm

Meeting Location:

<https://zoom.us/j/97221117989?pwd=U1RSaEJLbXNDRVg1NWcyUGxRQUt5Zz09>

Meeting ID: 972 2111 7989

Password: 011122

AGENDA

INSTRUCTIONS FOR PRESENTATIONS TO THE BOARD BY PARENTS AND CITIZENS

Allegiance STEAM Academy- Thrive charter school (“Allegiance STEAM Academy”), also known as ASA Thrive, is a direct-funded, independent, public charter school operated by the Allegiance STEAM Academy nonprofit public benefit corporation and governed by Allegiance STEAM Academy, Incorporated corporate Board of Directors (“Board”). The purpose of a public meeting of the Board, is to conduct the affairs of Allegiance STEAM Academy in public. We are pleased that you are in attendance and hope you will visit these meetings often. Your participation assures us of continuing community interest in our school.

1. Agendas are available to all audience members at the meeting. Note that the order of business on this agenda may be changed without prior notice. For more information on this agenda, please contact Allegiance at: info@asathrive.org

2. “Request to Speak” forms are available to all audience members who wish to speak on any agenda items or under the general category of “Public Comments.” *Due to the COVID-19 emergency, audience members wishing to speak may enter their name into the chat feature in lieu of “Request to Speak” forms.*

3. “Public Comments” are set aside for members of the audience to comment. However, due to public meeting laws, the Board can only listen to your issue, not take action. The public is invited to address the Board regarding items listed on the agenda. Comments on an agenda item will be accepted during consideration of that item, or prior to consideration of the item in the case of a closed session item. Please turn in comment cards to the Board Secretary prior to the item you wish to speak on. These presentations are limited to three (3) minutes.

4. In compliance with the Americans with Disabilities Act (ADA) and upon request, Allegiance STEAM Academy may furnish reasonable auxiliary aids and services to qualified individuals with disabilities. Individuals who require appropriate alternative modification of the agenda in order to participate in Board meetings are invited to contact Allegiance STEAM Academy.

I. Preliminary

A. Call to Order

The meeting was called to order by the Board Chair at _____.

B. Roll Call

| | Present | Absent |
|---------------------------|---------|--------|
| Samantha Odo, Chairperson | _____ | _____ |
| Jason Liso, Treasurer | _____ | _____ |
| Marcilyn Jones, Secretary | _____ | _____ |
| Troy Stevens, Member | _____ | _____ |
| Claudia Reynolds, Member | _____ | _____ |

C. Public Comments- Items not on the Agenda

No individual presentations shall be for more than three (3) minutes. Ordinarily, Board members will not respond to presentations and no action can be taken. However, the Board may give direction to staff following a presentation.

D. Approval of Agenda for the Special Board Meeting for May 14, 2020

It is recommended that the Board of Directors approve the Agenda for Special Board Meeting for May 14, 2020.

Motion: _____ Second: _____ Roll Call: _____

II. Open Session:

A. PLEDGE OF ALLEGIANCE

B. ITEMS SCHEDULED FOR DISCUSSION/ACTION:

1. Resolution: Payment Protection Program Loan

It is recommended the Board of Directors:

Approve and adopt the Resolution: Payment Protection Program Loan

Motion: _____ Second: _____ Roll Call: _____

C. ADJOURNMENT

It is recommended the Board of Directors:

Adjourn the Special Meeting of the Board of Directors for May 14, 2020

Motion: _____ Second: _____ Roll Call: _____



BOARD RESOLUTION: PAYCHECK PROTECTION PROGRAM

1. The following is a true and correct copy of the resolutions adopted [at a duly called meeting of the Board of Directors of Allegiance STEAM Academy, Inc. (the “Corporation”) held on 5/14/2020 at 7:00pm, at which meeting a quorum of the Board of Directors was present and voting throughout/by unanimous written consent of all members of the Board of Directors of this Corporation pursuant to the non-profit corporation laws of the State of California:

WHEREAS the mission of the Corporation is to teach students the academic, social-emotional, and character skills needed to be college and career ready. Allegiance STEAM Academy Thrive students will develop as critical thinkers, civic leaders, and socially responsible citizens that are integral to their communities and beyond;

WHEREAS the economic crisis and uncertainty of COVID-19 pandemic has impacted the operations of the Corporation thereby making it prudent to seek financial relief;

WHEREAS as a result of the Coronavirus Aid, Relief, and Economic Security Act (“CARES Act”) passed on March 27, 2020, the United States Small Business Administration (“SBA”) received funding and authority through the CARES Act to modify existing loan programs and establish a new loan program to assist small businesses nationwide adversely impacted by the COVID-19 pandemic emergency to administer guarantee 100 percent of SBA Section 7(a) Loan Program loans under a new program titled the “Paycheck Protection Program” (“PPP”), which incentivizes small businesses and nonprofit organizations to retain employees and will forgive up to the full principal balance of such loans if all employees are kept on payroll for eight (8) weeks provided that loan proceeds are used exclusively for payroll expenses, mortgage interest, rent and utilities;

WHEREAS the maximum amount of the Paycheck Protection Program is 2.5 times the average monthly payroll or \$10,000,000, whichever is less; and

WHEREAS 1) the terms of the PPP require certification of the employment status of individual employees and other data prior to the debt being forgiven and 2) expenses found to be ineligible will be repayable over a period of two years.

NOW, THEREFORE, BE IT RESOLVED, that this Corporation is authorized to apply with one or more financial institutions to borrow the maximum qualifying amount under the PPP (the “Loan”), provided such amount shall not to exceed \$639,000; and

BE IT FURTHER RESOLVED, that the President or such other officers of this Corporation, as may be required [or the Chief Executive Officer, acting singly or together, be and hereby is and are authorized and directed to negotiate the specific terms and conditions of the Loan and the interest and charges in connection therewith and to execute and deliver on behalf of this Corporation all such documents as may be necessary or required by Lender to evidence the Loan;

BE IT FURTHER RESOLVED, that all actions previously taken by the President or any other officer of this Corporation [or the Chief Executive Officer] with respect to the Loan are hereby ratified and confirmed.

2. The foregoing resolutions were enacted in accordance with the [Articles/Certificate] of Incorporation and Bylaws of this Corporation and the laws of the State of California; the Board of Directors of this Corporation has full power and authority to bind this Corporation pursuant to the foregoing resolutions; and the foregoing resolutions are in full force and effect and have not been altered, modified or rescinded.

IN WITNESS WHEREOF, I have affixed my name as Secretary of this Corporation, and have affixed the corporate seal of this Corporation, this ____ day of _____, 2020.

Name:
Secretary