

**OPTIONS CHARTER SCHOOLS INC.
REGULAR MEETING MINUTES
OF
BOARD OF DIRECTORS**

November 16, 2022

A regular meeting the board of directors (collectively, the “Board”) of OPTIONS CHARTER SCHOOLS INC. (“OCS”) was held on November 16, 2022, at 6:00 p.m. EST local time (“Meeting”), at 9945 Cumberland Pointe Blvd, Noblesville, Indiana 46060 (the “Administration Office”).

The Meeting was called to order by John Kerr (the “Board Chair” of OCS). On roll call, the following members of the Board were noted as present in person at the Meeting in accordance with the INDIANA OPEN DOOR LAW (the “Act”): the Board Chair, Travis Carmean (the “Secretary”), Matt Abbot, Hannah Heuser, and Laura Arive via zoom (collectively, the “Members” and individually, each a “Member”). Thomas J. Lyons III (“Vice-Chair”) Bob Barker, and Trish Nguyen, were absent and did not attend the Meeting. The Members were furnished the agenda and related Board materials by the President (as defined below) prior to the Meeting via e-mail. Executive session of the Board did not follow the conclusion of the Meeting.

The OCS administrative team present at the Meeting were Mike Gustin (where context indicates, the “President” and/or (“Chief Executive Officer”), Jacob Brandau (“Chief Financial Officer”), Anita Silverman (“Chief Operating Officer”), and Shannon Franklin (where context indicates, the “Director of Accountability and Compliance” and/or the “Board Administrator”) (collectively, the “Administrators”).

In addition, present at the Meeting from the public by special invitation were the following individuals: Leann Fowler, Sarah Guffey, Olivia Metzger and Michael Brown.

At conclusion of the roll call, the Board Chair recognized a duly formed quorum and opened the Meeting for business. Thereafter, the Board Chair announced the agenda and any other requisite materials for the Meeting were posted and made available to the public in accordance with SECTION 5-15-1.5 of the Act. The order of business that came before the Board at the Meeting were as follows:

1. **REPORTS:**

A. **BOARD CHAIR REMARKS:**

No items at this time.

B. OCS ADMINISTRATION REPORT:

The President furnished and presented the OCS ADMINISTRATION REPORT dated November 16, 2022 (the "Administration Report"), to the Board. Discussion ensued and no action was taken by the Board regarding the Administration Report.

C. TREASURER'S REPORT(S):

The Chief Financial Officer furnished and presented the OCS allowance of vouchers dated November 16, 2022, in the amount of \$480,717.06. ("August Vouchers"). Discussion ensued. Following discussion, upon a motion, duly made and seconded, the Board unanimously adopted and accepted the August Vouchers.

The Chief Financial Officer furnished and presented the OCS allowance of vouchers dated November 16, 2022, in the amount of \$516,642.04. ("September Vouchers"). Discussion ensued. Following discussion, upon a motion, duly made and seconded, the Board unanimously adopted and accepted the September Vouchers.

D. TEMPORARY AND AD HOC COMMITTEE REPORT(S):

- Facility Committee:

Hannah Heuser made a motion to dissolve the facility committee. Travis seconded the motion. The motion carried.

2. OLD BUSINESS

E. POLICY GOVERNANCE REPORT:

The Board Chair furnished and presented OCS' Policy Governance 3.0-3.9: 1:1A, 1:1B, 1:1C, 1:1D, 1:1E, 2.3 and 2.4 (collectively, the "Policy Governance") to the Board. Discussion ensued. Following discussion, upon a motion, duly made and seconded, the Board unanimously adopted and accepted the Policy Governance.

F. APPROVAL OF PRIOR BOARD MINUTES:

The Board Chair directed the Board to review and analyze the October 18, 2022, Board minutes (the "Prior Minutes"). Discussion ensued. Following discussion, upon a motion, duly made and seconded, the Board unanimously adopted and accepted the Prior Minutes.

G. Alex Stowers final consideration for Options Board membership:

The Board Chair made a motion to approve Alex Stowers to the Board as an Options Board Member. The Board unanimously approved the motion.

The Board Chair furnished and presented the motion to approve Alex Stowers to the Board as an Options Board Member (the "OCS Board Member") to the Board. Discussion ensued. Following discussion, upon a motion, duly made and seconded, the Board unanimously adopted and accepted the addition of Alex Stowers as a Board member.

3. **NEW BUSINESS:**

H. Introduction of Board Candidates Sarah Guffey & Leann Fowler:

No action was needed at this time.

I. Budget Review (ADM & Other Financial Items):

The CFO furnished and presented the Budget in review (the "FY2023 Budget") to the Board. Discussion ensued. Following discussion, no motion was needed at this time.

I. KOKOMO ABA FACILITY:

The Board Chair made a motion for the President to sign off on moving forward with the development of the Kokomo ABA Facility only after the President has discussed with representatives of First Financial Bank and Attorney Jessica Billingsly. Discussion ensued. Following discussion, upon a motion, duly made and seconded, the Board unanimously adopted and accepted the approval of moving forward with the Kokomo ABA facility. _____.

J. Edited 2023-24 School Calendar :

The President furnished and presented the 2023-2024 School calendar edit. (the "2023-2024 School Calendar") to the Board. Discussion ensued. Following discussion, upon a motion, duly made and seconded, the Board unanimously adopted and accepted the edited 2023-2024 school calendar.

4. **GENERAL AUTHORIZATIONS:**

For avoidance of any doubt, the Board approved the following resolutions in connection with each of the aforementioned matters that were duly adopted and passed by the Board (collectively "Board Matters"):

NOW, THEREFORE, BE IT RESOLVED, that the Board, Administrators, and officers, or any of them or their designees, of OCS (the "Authorized Persons") are hereby authorized and directed to execute and deliver, on behalf of the OCS, any documents, instruments, and agreements in connection with the foregoing Board Matters, and to make any necessary changes thereto, and to take such other actions which he or she deems necessary, advisable, or appropriate to fully and expeditiously complete the actions authorized by the foregoing Board Matters, and delivery of any such documents, instruments, and agreements shall be conclusive evidence of the approval of the Authorized Persons thereof;

FURTHER RESOLVED, that any lawful actions taken with respect to the foregoing Board Matters by any of the Authorized Persons on or prior to date of the Meeting, and hereby are, ratified, confirmed and approved; and

FURTHER RESOLVED, that any material documents in connection with the Board Matters shall be inserted in the minute book of OCS.

5. **GOOD OF THE ORDER:**

- Board Retreat Dates- Blind Owl Restaurant
 - January 17, 2023 (Gordy Heminger)
 - February 21, 2023 (SWOT Strategic Plan)

6. **ADJOURNMENT:**

There being no other business to come before the Board at the Meeting, the Meeting was adjourned at 8:00 p.m. EST local time by the Board Chair upon a motion, duly made and seconded.

SUMMITTED BY:

/s/Shannon Franklin -
Shannon Franklin
Board Administrator

APPROVED BY:

/s/Travis Carmean
Travis Carmean
Board Secretary

Next scheduled regular meeting of the Board (the "Next Meeting") will be held at the Blind Owl Restaurant on or about January 17, 2022, at 6:00 p.m. EST local time.