



Special Board of Directors Meeting | Meeting Minutes | June 28, 2021

Date: June 28, 2021

Time: 9:30 AM CST

Location: Virtual via Zoom:

<https://distinctiveschools-org.zoom.us/j/96965814769?pwd=bDVIRVFJbUJYRHhxEQ3c1pDdXhhdz09>

Call to order 9:34amCT

- I. Roll Call
- II. **Board Members Present:** Matthew Williams, Jr., Wanda Blair Murphy, Linda Lee, Bob Perez
- III. **Board Members Absent:** Clayton Harris III
- IV. **Distinctive Schools:** Monique Langston, Kara May, Jeff Donoghue, Mike Rohde, Erin Lanoue, Scott Frauenheim, Eric Dailey

Agenda Item	Purpose	Individual Responsible
Approval of Agenda	<p>Vote</p> <ul style="list-style-type: none"> ● Motion to approve the June 28, 2021 Special Board Meeting Agenda with the following amendment: ● <i>Add (Motion and Resolution) approval of Restructuring the IFF Loan</i> ● Motion to add amendment made by Linda Lee and seconded by Bob Perez ● Motion passed 4-0 ● Motion to approve June 28, 2021 Special Board Meeting agenda made by Bob Perez and seconded by Wanda Murphy ● Motion passed 4-0 <p>Agenda approved</p>	Matthew Williams, Jr.
Approval of May 25, 2021 Board Meeting Minutes	<ul style="list-style-type: none"> ● Motion to approve the May 25, 2021 Board Meeting Minutes made by Wanda Murphy and seconded by Bob Perez. <p>Motion passed 4-0</p>	Matthew Williams, Jr.
Public Comment on Agenda Items	None	Matthew Williams, Jr.
Management Updates	Overview on FY22 budget and review of facility items up for approval.	Distinctive Schools/Art in Motion
New Business (motion) Approval to accept all motions from agenda items B through I with	<ul style="list-style-type: none"> ● Motion to approve to accept all motions from New Business agenda items B through I with amended language proposed by Mike Rohde made by Bob Perez and seconded by Wanda Murphy. ● Motion passed 4-0. 	Matthew Williams, Jr.

(Informational) Temporary Waiver Agreement Update and Letter and to delegate authority to its President to execute all documents necessary to finalize the terms	DS will grant a waiver of the outstanding invoices and a credit towards the income statement.	Matthew Williams, Jr.
(Motion) Approval Amended Purchase & Sale Agreement for facility acquisition and to delegate authority to its President to execute all documents necessary to finalize the terms	<ul style="list-style-type: none"> • (Motion) Approval Amended Purchase & Sale Agreement for facility acquisition and to delegate authority to its President to execute all documents necessary to finalize the terms • Motion passed 4-0. 	Matthew Williams, Jr.
(Motion) Approval of CCLF facility acquisition financing documents contingent upon board counsel approval and delegate authority to its President to execute all documents necessary to amend and finalize the terms	<ul style="list-style-type: none"> • Motion to approve CCLF facility acquisition financing documents contingent upon board counsel approval and delegate authority to its President to execute all documents necessary to amend and finalize the terms • Motion passed 4-0. 	Matthew Williams, Jr.
(Motion) Approval of Highmark bridge financing documents contingent upon board counsel approval and delegate authority to its President to execute all documents necessary to amend and finalize the terms	<ul style="list-style-type: none"> • Motion to approve Highmark bridge financing documents contingent upon board counsel approval and delegate authority to its President to execute all documents necessary to amend and finalize the terms • Motion passed 4-0. 	Matthew Williams, Jr.
(Motion) Assignment & Subordination of Management Fee	<ul style="list-style-type: none"> • Motion to approve Assignment & Subordination of Management Fee • Motion passed 4-0. 	Matthew Williams, Jr.
(Motion) Intent to Reimburse School Capital Expenditures with Proceeds of Future Borrowing	<ul style="list-style-type: none"> • Motion to approve Intent to Reimburse School Capital Expenditures with proceeds of future borrowing. • Motion passed 4-0 	Matthew Williams, Jr.
(Motion) Approve Borrowing Application to the Illinois Finance Authority	<ul style="list-style-type: none"> • Motion to approve the Borrowing Application to the Illinois Finance Authority • Motion passed 4-0. 	Matthew Williams, Jr.
(Motion) Approval of FY22 School Budget	<ul style="list-style-type: none"> • Motion to approve the FY22 School Budget • Motion passed 4-0. 	Matthew Williams, Jr.
(Motion and Resolution) Approval of Restructuring the IFF Loan	<ul style="list-style-type: none"> • Motion to approve restructuring the IFF loan • Motion passed 4-0. 	Matthew Williams, Jr.
Old Business	None	Matthew Williams, Jr.

Other Business	Discussion on cancelling the July 27, 2021 Board Meeting. <ul style="list-style-type: none"> • Motion to approve cancelling the July 27, 2021 AIM Board of Directors Meeting made by Wanda Murphy and seconded by Bob Perez 	Matthew Williams, Jr.
Next Board Meeting	July 27, 2021 6pmCT (cancelled by AIM Board)	Monique Langston

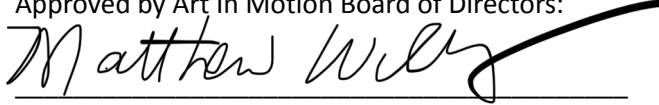
Motion to adjourn Special Board Meeting at 10:08 amCT made by Wanda Murphy and seconded by Bob Perez. Motion passed 4-0.

Meeting Certification:
Proposed Minutes Respectfully Submitted,

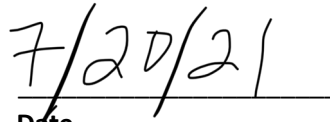
Monique Langston
Recording Secretary

June 28, 2021
Date

Approved by Art In Motion Board of Directors:



Board Secretary



Date