

IDEA Florida, Inc.
Board of Directors Special Meeting
June 14, 2023
4:00 PM EST

Board Members present: Christina Barker, Gary Chartrand

Board Members not present: Nick Rhodes

Staff, Legal Counsel and Consultants present: Dr. Jeffrey Cottrill, Jessica Hess, Mike Higgins, Cody Grindle, Jennifer White, Leanne Hernandez, Stephen Parmer, Andrew Clarence, Erika Hernandez, Simaran Bakshi, James Hartman, Alec McCauley, Justin Hicks, John Buck, Clay Holland, Eric Haugh

Audience present: None

Given that the Board is set to elect officers at the upcoming regular board meeting on June 28, 2023, Board Secretary Nick Rhodes would facilitate the meeting. Given that he is unable to attend, he has authorized Jennifer White, Director, Board Relations & Governance to facilitate the meeting on his behalf.

The Board meeting was called to order at 4:02 pm EST.

Approval of Amendments to Agenda

The Board passed a motion to approve the following amendments to the agenda, in one action.

- **Action Item A** would remain the same,

- **Amendment 1:** a new agenda item would be added after so that the current Action Item B becomes “for the board to authorize creation of a custodial bank account and the authorized signatory’s on that account to effectuate the line of credit collateral, and;
- **Amendment 2:** moving original Action Item B to Action Item C.

Motion made by: Christina Barker
Second to motion: Gary Chartrand
All in favor: All present
Not in Attendance: Nick Rhodes
All Opposed: None that were present
Motion carries.

Approval of Amended Agenda

The Board passed a motion to approve the amended board agenda for today’s meeting.

Motion made by: Christina Barker
Second to motion: Gary Chartrand
All in favor: All present
Not in Attendance: Nick Rhodes
All Opposed: None that were present
Motion carries.

Updates

Leanne Hernandez, Chief Financial Officer, presented information regarding the taxable revolving loan that the board was asked to consider and approve. Board Member Chartrand asked for the interest rate of the loan and Ms. Hernandez responded with 11.25%. Board members discussed the purpose and how the loan would be used.

Action Items

- A. The Board passed a motion to approve a resolution authorizing a \$10,000,000 Taxable Revolving Loan Facility from Charter Asset Management Fund, L.P, to Finance Working Capital as presented.

Motion made by: Christina Barker
Second to motion: Gary Chartrand
All in favor: All present
Not in Attendance: Nick Rhodes
All Opposed: None present
Motion carries.

- B. The Board passed a motion to authorize creation of a custodial bank account and the authorized signatory's on that account to effectuate the line of credit collateral. Naming that in lieu of a Board Chair, Board Secretary Nick Rhodes, would be the authorized signator.

Motion made by: Gary Chartrand
Second to motion: Christina Barker
All in favor: All present
Not in Attendance: Nick Rhodes
All Opposed: None present
Motion carries.

- C. The Board passed a motion to approve the MOA between IDEA FL for IDEA Hope and IDEA Victory and Hillsborough County Public Schools for School Safety Officers as presented.

Motion made by: Gary Chartrand
Second to motion: Christina Barker
All in favor: All present

Not in Attendance: Nick Rhodes
All Opposed: None present
Motion carries.

Public Comment: None

Member Comment: None

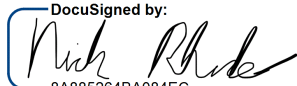
Adjourn

The Board passed a motion to adjourn the meeting at 4:14 PM EST.

Motion made by: Christina Barker
Second to motion: Gary Chartrand
All in favor: All Present
Not in Attendance: Nick Rhodes
All Opposed: None that were present
Motion carries.

I certify that the foregoing are the true and correct minutes of the special meeting of the Board of Directors of IDEA Florida, Inc. held on June 14, 2023.

DocuSigned by:



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Nick Rhodes, Board Secretary

6/27/2023

Date