Valor Collegiate Academies

Minutes

Board Meeting

**Date and Time**
Friday April 12, 2019 at 8:00 AM

**Location**
Valor College Prep, 4531 Nolensville Pike, Suite 200, Nashville, TN 37211

Call-In Information: (605) 472-5363
Access Code: 526988

**Directors Present**
A. Cortez (remote), B. Hannon (remote), K. Huffman (remote), L. Pack (remote), M. Anderson, M. Harmon, M. Nicholson, R. Dean (remote), S. Flowers (remote)

**Directors Absent**
B. Kellett, D. Hanson, J. Testerman

**Ex-Officio Members Present**
T. Dickson

**Non Voting Members Present**
T. Dickson

**Guests Present**
B. Baden (remote), B. Schumacher, Ben Schumacher, L. Rhoads, Samar Ali, T. Branch

**I. Opening Items**

A. Record Attendance and Guests
B. Call the Meeting to Order
L. Rhoads called a meeting of the board of directors of Valor Collegiate Academies to order on Friday Apr 12, 2019 @ 8:05 AM at Valor College Prep, 4531 Nolensville Pike, Suite 200, Nashville, TN 37211.

II. Governance

A. Introduction of Potential Board Candidate
Malika Anderson introduced Samar Ali as potential board member.

III. TNT Opportunity: Phase 2

A. Overview of TNT Process
Todd Dickson presented the potential opportunity for property purchase near Valor Flagship.

B. Review Purchase Agreement

C. Resolution on TNT: Phase 2 Approval
Resolved, that the Board finds it necessary, desirable, appropriate, and in the Valor’s best interest that, subject to review and approval by the Diligence Team of such diligence deemed necessary by such Diligence Team during the Inspection Period, that Valor not terminate the Purchase Contract during the Inspection Period and agree to be bound by the terms thereof; Resolved, that the Board hereby ratifies, approves, confirms and agrees to be bound by any and all acts and things that the Diligence Team has done with regards to the Purchase Contract, including without limitation the execution thereof; and Resolved, that the Board specifically does not approve at this time any improvements or financing related to the Real Property, such approvals to be obtained at a later date after further diligence and discussion by the Board related to such matters.

All capitalized terms are defined in the Resolution of Directors of Valor Collegiate Academies. M. Nicholson made a motion to Approve the resolutions mentioned above. K. Huffman seconded the motion. The board VOTED unanimously to approve the motion.

IV. Closing Items

A. Board Meetings and Communications

B. Adjourn Meeting
M. Harmon made a motion to adjourn the meeting. M. Nicholson seconded the motion. The board VOTED unanimously to approve the motion. There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 8:40 AM.

Respectfully Submitted,
M. Harmon
M. Harmon made a motion to adjourn the meeting. K. Huffman seconded the motion.
The board **VOTED** unanimously to approve the motion.