



Charter Day School, Inc., Board of Trustees

Minutes of the Board Meeting

8:30 AM; Wednesday, May 31, 2017, Federal Courtroom #3, Wilmington, NC

Attendance	<p>Trustees: Bob Spencer, Chair Ted Bodenschatz Colleen Combs Melissa Gott Suzanne West Chad Adams</p> <p>Others: Mark Dudeck, Treasurer, CDS, Inc. Baker Mitchell, President, RBA Alan Toll, Partner, Fletcher, Toll & Ray, LLP David Ray, Partner, Fletcher, Toll & Ray LLP</p>
Call to Order	Bob called the meeting to order at 8:32am with a quorum of 6 Trustees present.
Approval of Minutes	None
Closed Session	<p>Ted moved, with Suzanne's second, to enter closed session to discuss legal matters including but not limited to client/attorney privilege and NCGS143-318.11(3) at 8:33am. The motion was unanimously approved.</p> <p>Returned from closed session at 9:03am.</p> <p>Ted moved, with Colleen's second, to engage Mark Hamlet to represent CDS, Inc as counsel regarding a "Reservation of Rights" letter from the attorney representing Philadelphia Insurance (CDS, Inc's D&O insurance carrier). The motion was unanimously approved.</p> <p>Colleen moved, with Suzanne's second, to enter closed session to discuss mediation at 9:04am. The motion was unanimously approved.</p> <p>In addition to the Others noted above, also present at this closed session were:</p> <p>Mark Hamlet, Hamlet & Associates, PLLC Gary Weinberg, Philadelphia Insurance Valerie Shea, Sedgwick LLP</p>

	<p>Returned from closed session at 3:52pm.</p> <p>The board agreed that in regard to the mediation:</p> <ul style="list-style-type: none">- It was an impasse- They would authorize Fletcher, Toll & Ray to file a 12(b)(1) and move forward on the case
Board Actions	None
Old Business	None
New Business	None
Ratification of Actions Taken	None
Adjournment	Melissa moved, with Ted's second, to adjourn the meeting at 4:17pm. The motion was unanimously approved.