

Charter Day School



Charter Day School, Inc., Board of Trustees

Minutes of the Board Meeting

2 PM; Wednesday, October 29, 2014, Douglass Academy, Wilmington, NC

Attendance	Trustees: Dawn Carter Jeremy Dickinson John Ferrante Melissa Gott Bob Spencer Others: Mark Dudeck, Treasurer, CDS, Inc. Baker Mitchell, Secretary, CDS, Inc., Jesse Smith, RBA, QC Sawyer Batten, RBA, PIO Gareth McGrath, StarNews Reporter
Call to Order	John called the meeting to order at 2:03 pm with a quorum of 5 present.
Pledge	Douglass students led the Board in the Pledge of Allegiance and the School Pledge
Agenda Modification	Items 4 and 5 were swapped.
Approval of Minutes	The minutes of the October 14, 2014 meeting were approved as written without objection.
Closed Session	Board voted unanimously to enter closed session at 2:05 pursuant to N.C. Gen. Stat. §143-318.11: (a)(3) to preserve attorney-client privilege (a)(5) to discuss the position to be taken in negotiating contract pricing for South Brunswick (a)(6) to discuss personnel (a)(8) and (a)(9) to discuss plans for School safety emergency responses.
Open Session	The Board returned to open session at 4:46 PM without objection
Negotiate Purchase Agreement	Unanimously, the Board authorized the Chairman to work with Officers to negotiate and finalize a binding purchase contract with CHC for the Sunset Harbor property for an arm's length fair market purchase price with a maximum cash outlay by CDS of \$162,000 and to engage legal counsel to advise with regard to the purchase and any other related matter and to perform all other acts necessary to accomplish entering into the purchase contract.
Approve Loan	Unanimously, the Board approved a loan of \$300,000 from the CDS school

	account to the South Brunswick school account for the purposes of paying for expenses incurred for the design and site preparation of the SBCS permanent campus and to reimburse RBA for actual expenses incurred to date for that purpose. The loan is to be interest free and repaid by SBCS over the term of the permanent loan or sooner at the discretion of the Board.
Wavier of Conflict	Bob reviewed a proposed Wavier of Attorney Conflicts agreement with input from Dawn and Jeremy. The Board (Bob, Dawn, and Jeremy) authorized Bob Spencer to sign the Waivers for CDS, Inc. with RBA, Inc. John and Melissa abstained.
Unfinished Old Business	None
New Business	The Board was reminded that the meeting on November 20 was canceled at the prior meeting and rescheduled for December 4 th at 2 PM..
Ratification of Actions	The Board unanimously ratified all other prior corporate actions without objection.
Adjournment	The Meeting was adjourned at 5:04 PM.