

MEETING MINUTES

Name of Foundation: Renaissance Charter School, Inc.
 Homestead Charter Foundation, Inc.
 Keys Gate Charter School System Local Governance Council

Board Meeting: June 8, 2010

School(s): Hollywood Academy of Arts & Sciences Renaissance Charter School St Lucie
 North Broward Academy of Excellence Keys Gate Charter School
 Renaissance Charter School Keys Gate Charter High School

The minutes of Sunshine Law meetings need not be verbatim transcripts of the meeting. These minutes are a brief summary of the events of the meeting.

Date:	Start	End	Next Meeting:	Next time:	Prepared by:
06.8.10	9:15 a.m.	10:00 a.m.	06.18.10	TBD	M. Vecchione
Meeting Location:					
Charter Schools USA, 6245 N Federal Hwy, Fort Lauderdale, Florida					

Attended by:	
Ken Haiko, Chairman Dennis Clark, Vice-Chairman Thomas Wheeler, Treasurer Corey Gold, Director & Chair of LSGC Lindsay Fox, Vice Chairman LSGC Peggy Wells, Director LSGC Felix Diaz, Director LSGC <i>Absent:</i> Jenn Helms-Shelley, Director LSGC Traci Cope-Tam, Director LSGC	Richard Page, VP Bus Dev, CSUSA Carl Tsang, CFO, CSUSA Lorrie Davidson, VP of Finance Mary Vecchione, Governing Board Liaison, CSUSA Ed Pozzuoli, CSUSA General Council Mark Antonelli, HCF, Inc. General Council
Highlights:	

CALL TO ORDER

Pursuant to public notice, the meeting commenced at 9:15 a.m. with a Call to Order by Chairman Haiko. Roll call was taken and quorum was established for all three boards.

Given the topic for discussion of this Special meeting, all three Governing Boards, The Renaissance Charter School, Inc., the Homestead Charter Foundation, Inc., and the KGCS System Local Governance Council convened at the same time.

I. BOARD MEMBER NOMINATION

- Chairman Haiko of The Renaissance Charter School, Inc. introduced Mr. Corey Gold and nominated him for the open seat on the Governing Board.

Motion made by Mr. Haiko with a second by Mr. Clark to approve the nomination of Mr. Corey Gold as a Director on the Renaissance Charter School, Inc. Governing Board. The motion was approved unanimously.

II. FINANCING FOR DORMITORY PROJECT

- Mr. Richard Page gave a brief overview of the construction process for the Keys Gate Charter School expansion and high school project. He stated that the lease has been approved, the District process is complete, and the bonds for

financing is in its final stage. Currently Red Apple, Inc. is carrying the cost of the beginning construction phase on the expansion and CSUSA is seeking Board approval to use fund balances from the schools as working capital for ongoing construction until the bond closing is complete.

- The bonds are secured by Ziegler Capital Markets and the final paperwork is moving forward. However, there is a 60 day window until the funds transfer into the Renaissance Charter School, Inc. account. Working capital is needed to fund expenses during this window to facilitate the timely completion of the project. A conservative estimate is that they will need 6M for the short term loan (3M from each Board) to be paid by September 1, 2010 when the bonds are secured.
- Mr. Gold questioned the dollar amount needed between now and September 1st. Mr. Page indicated that 4M is the actual cost, with 6M as a cushion. All of this will be paid back when the bonds are secured. In addition, Mr. Gold would like to see some checks and balances in place for this money, with withdrawals being reviewed by a group of people rather than the control of one. All are in agreement that 4M is a more realistic figure and to come back to the Boards if more is needed. (2.1M from the Renaissance Charter School, Inc. and 2.1M from the Homestead Charter Foundation, Inc.)
- Provisions have been formatted for the transfers and payments on the use of the short term loan of 4.2M. They are detailed below.
 1. Weekly updates provided to Ken Haiko, Corey Gold, Ed Pozzuoli, and Mark Antonelli.
 2. 4.2M is for the sole purpose to fund construction and not to be used to reimburse costs already expended by Red Apple, Inc.
 3. Money will be used on a "as needed" basis and only for invoices for the project.
 4. Red Apple, Inc. will confirm in writing that invoices are valid and send to Lorrie Davidson to process fund transfers. Funds will be used in a roughly equal proportion.
 5. Weekly reports to include:
 - a. Status of money requested, including invoices & dollar amts
 - b. Status of money distributed to date
 - c. Status of construction process
 - d. Status of the General Contractor's schedule and percent completed in the dollar amount withdrawn
 - e. Update on bond financing (bi-weekly)
 6. CSUSA is instructed to insure money used is reimbursed by bond document.
- It was noted by Ed Pozzuoli that the property has appropriate property casualty insurance during the construction phase of the project.
- Chairman Haiko asked the Boards to approve the following motions.

The Keys Gate Charter School System Local Governance Council:

Given the beneficial ownership of the "dormitory site" is a majority benefit to the HCF, Inc., the Board Chair is authorized to provide Red Apple working capital of up to 2.1M for the sole & exclusive purpose of paying for the development and construction costs of the "dormitory

site". Documentation will be provided to support expenditures and funds will be reimbursed to the Foundation's fund balance at the closing of the bond financing transaction, no later than September 1, 2010. Payments made and reporting provided shall be consistent as outlined in the minutes of this meeting.

Motion made by Ms. Wells with a second by Mr. Diaz to recommend for approval the resolution as stated above. The motion was recommended for approval unanimously.

The Homestead Charter Foundation, Inc.:

Given the beneficial ownership of the "dormitory site" is a majority benefit to the HCF, Inc., the Board Chair is authorized to provide Red Apple working capital of up to 2.1M for the sole & exclusive purpose of paying for the development and construction costs of the "dormitory site". Documentation will be provided to support expenditures and funds will be reimbursed to the Foundation's fund balance at the closing of the bond financing transaction, no later than September 1, 2010. Payments made and reporting provided shall be consistent as outlined in the minutes of this meeting.

Motion made by Mr. Clark with a second by Colonel Wheeler to approve the resolution as stated above. The motion was approved unanimously.

The Renaissance Charter School, Inc.:

The Board Chair is directed to provide Red Apple working capital of up to 2.1M for the sole & exclusive purpose of paying for development and construction costs of the "dormitory site". Documentation will be provided to support expenditures and funds will be reimbursed to the Foundation's fund balance at the closing of the bond financing transaction, no later than September 1, 2010. Payments made and reporting provided shall be consistent as outlined in the minutes of this meeting.

Motion made by Mr. Gold with a second by Mr. Clark to approve the resolution as stated above. The motion was approved unanimously.

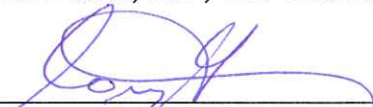
Motion made to adjourn the Special Meeting of the Renaissance Charter School, Inc., the Homestead Charter Foundation, Inc. and the Keys Gate Charter School Local Governance Council. The motion was approved unanimously.



Ken Haiko, RECS, Chairman



Ken Haiko, HCF, Inc. Chairman



Corey Gold, LSGC, Chairman

Date: 8/20/10