

**RESOLUTION OF THE BOARD OF DIRECTORS OF  
FEATHER RIVER CHARTER SCHOOL TO APPROVE  
AMENDED BYLAWS OF SEQUOIA GROVE CHARTER ALLIANCE**

WHEREAS, Feather River Charter School (“School”) is a corporate member of Sequoia Grove Charter Alliance (“SGCA”), a California nonprofit public benefit corporation that formed to support School, as well as other public charter school operators and educational organizations who may also serve as corporate members, by providing task-related administrative support services to them and for which their governing boards retain ultimate decision-making authority.

WHEREAS, SGCA originally formed with four corporate members; however, one of the members, Winship Community School, has ceased operating public charter schools and resigned as a corporate member of SGCA. SGCA now seeks to amend its bylaws to reflect having three corporate members.

WHEREAS, as the corporate member of SGCA, School has certain rights granted by Section 5056 of the California Nonprofit Public Benefit Corporation Law and by SGCA’s bylaws, including the right to appoint a director to serve on SGCA’s governing board as a representative of School and to approve any amendments to SGCA’s bylaws.

WHEREAS, the Board of Directors (“Board”) of School desires to appoint Jason Baldwin to serve on SGCA’s governing board as the representative of the School. Mr. Baldwin has served on the governing board as its president since SGCA was first formed, he was initially appointed as the representative for Winship Community School, and in light of Winship Community School’s school closure and resignation as a corporate member of SGCA, the Board has determined that it is in the best interests of the School to appoint Mr. Baldwin to continue serving on SGCA’s governing board as the representative of the School.

WHEREAS, the Board has reviewed the Amended and Restated Bylaws of SGCA, a copy of which is attached to this resolution as Attachment A. The amended bylaws were approved by SGCA’s governing board on December 15, 2022 and will become effective upon approval by SGCA’s corporate members. The Board has determined that it is in the best interests of the School to approve such amended bylaws.

NOW, THEREFORE, the Board of School finds and resolves as follows:

1. School appoints Jason Baldwin to serve on SGCA’s governing board as the representative of the School. Mr. Baldwin’s appointment to so serve shall be effective immediately upon the termination of his service as the representative for Winship Community School.
2. School approves the Amended and Restated Bylaws of SGCA, a copy of which are attached to this resolution as Attachment A.
3. The Executive Director of School, or a designee, are individually authorized and directed to notify SGCA of the actions approved in this resolution, and to provide SGCA for its records a copy of this resolution and its certificate of adoption upon execution by the Secretary of this Board.

4. The officers of this Board, the Executive Director of School, or their designee, are individually authorized and directed to take or cause to be taken such other actions as may be required to fulfill the purposes of this resolution.

**CERTIFICATE OF ADOPTION**

I, \_\_\_\_\_, Secretary of the Board of Directors of Feather River Charter School, a California nonprofit public benefit corporation, County of Sutter, California, hereby certify as follows:

The attached is a full, true, and correct copy of the resolutions duly adopted at a meeting of the Board of Directors of Feather River Charter School, which was duly held on \_\_\_\_\_, 2023, at which meeting a quorum of the members of the Board of Directors was present; and at such meeting such resolutions were adopted by the following vote:

AYES:

NOES:

ABSTAIN:

ABSENT:

WITNESS my hand this \_\_\_\_ day of \_\_\_\_\_, 2023.

\_\_\_\_\_  
Secretary of the Board of Directors of  
Feather River Charter School

**ATTACHMENT A**

**AMENDED AND RESTATED BYLAWS OF  
SEQUOIA GROVE CHARTER ALLIANCE**

[See Attached]