APPROVED

Liberty STEAM Charter

Minutes

LSC Special Called Board Meeting

Date and Time
Thursday August 7, 2025 at 2:00 PM

Location
Liberty STEAM Charter School Network Office
108 N. Main Street
Sumter, SC 29150

This meeting is held in accordance with the Freedom of Information Act. A copy of the agenda has been made available to the local media & general public.

Directors Present
Cameron Chandler (remote), Greg Thompson, Heather Bass (remote), Jenny Knopf, Kimberly Rauschenbach (remote), Marion Newton, Rodney Thompson, Shafara Douglas

Directors Absent
(Tajma) LaShea Davis

Ex Officio Members Present
Trevor Ivey

Guests Present
Amy Hansen, Gifford Shaw

I. Opening Items

A. Call the Meeting to Order

Greg Thompson called a meeting of the board of directors of Liberty STEAM Charter to order on Thursday Aug 7, 2025 at 2:00 PM.

II. Approval of Agenda

A. Today's Meeting Agenda

Marion Newton made a motion to approve the agenda.
Jenny Knopf seconded the motion.
The board **VOTED** to approve the motion.

III. Executive Session I

A. Purposes of Discussion of Executive Directors Annual Evaluation and Negotiations Incident to Proposed Contractual Agreement

Rodney Thompson made a motion that the Board enter into executive session I for the discussion of the executive director's annual evaluation and negotiations incident to proposed contractual agreement.
Marion Newton seconded the motion.
The board **VOTED** to approve the motion.

At the conclusion of Executive Session I, and upon consensus, the Board returned to open session.

IV. Any Action Related to Executive Session I

A. Proposed Contractual Agreement

Cameron Chandler made a motion to approve amendments to the executive director's employment contract as discussed in executive session I.
Shafara Douglas seconded the motion.
The board **VOTED** to approve the motion.
Chairman Thompson stated he was recusing himself from the remaining agenda items, and after turning the meeting over to Vice Chairwoman Chandler, he exited the meeting.

Cameron Chandler presided over the remainder of the meeting.

V. Executive Session II

A.

Purposes of Discussion of Negotiations Incident to Proposed Contractual Agreement

Rodney Thompson made a motion to enter into executive session II for the purpose of negotiations incident to the discussion of a proposed contractual agreement.
Marion Newton seconded the motion.
The board **VOTED** to approve the motion.

VI. Any Action Related to Executive Session II

A. Proposed Contractual Agreement

Rodney Thompson made a motion to approve a resolution regarding the contractual agreement with First Citizens Bank as discussed in executive session II and that the resolution be included in the minutes.
Marion Newton seconded the motion.
The board **VOTED** to approve the motion.

Roll Call

Jenny Knopf	Aye
(Tajma) LaShea Davis	Absent
Greg Thompson	Absent
Cameron Chandler	Aye
Shafara Douglas	Aye
Rodney Thompson	Aye
Kimberly Rauschenbach	Aye
Heather Bass	Aye
Marion Newton	Aye

RESOLUTION
OF THE BOARD OF DIRECTORS OF
LIBERTY STEAM CHARTER SCHOOL

WHEREAS, the Board of Directors ("***Board***") of Liberty STEAM Charter School, a South Carolina nonprofit corporation ("***School***") and an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (***"Code"***), desires to make certain capital improvements on or about the School's facilities located at 108 North Main Street, Sumter, South Carolina 29150, 15 School Street, Sumter, South Carolina 29150 and 1057 Broad Street, Sumter, South Carolina 29150. Such capital improvements include, but are not limited to, the acquisition, expansion, renovation, upfitting, improvement, and construction of the educational, administrative, recreational and related facilities of the School (***"Project"***);

WHEREAS, the School's Managing Director of Finance & Development or his designee ("***Finance Officer***") has solicited and received proposals from various financial institutions to finance the costs of the Project;

WHEREAS, the Finance Officer has recommended to the Board that it pursue financing of the Project ("***Financing***") through First Citizens Bank ("***Bank***");

WHEREAS, the Bank has advised that it will not proceed with the Financing unless the Chairman of the Board, Greg Thompson ("***Chairman***"), serves as a co-borrower in connection with the Financing ("***Co-Borrower***");

WHEREAS, the Chairman will serve as the Co-Borrower without any compensation;

WHEREAS, the Board has confirmed that neither the Chairman nor any relation or associate of the Chairman will receive any benefit, either direct or indirect, financial or otherwise, for serving as the Co-Borrower; and

WHEREAS, the Board wishes to undertake the Financing with the Chairman serving as the Co-Borrower.

NOW, THEREFORE, BE IT RESOLVED, by the Board as follows: **Section 1.** The Board Chair and the Executive Director of the School, and any members of the Board of Directors or School personnel acting at their respective direction (collectively, "***Authorized Officials***"), are authorized and directed to undertake the Financing and take such actions as may be necessary to effectuate the Financing and complete the Project.
Section 2. The Board finds there is no conflict of interest for the Chairman to serve as the Co-Borrower.

Done in meeting duly assembled this 7th day of August, 2025.

LIBERTY STEAM CHARTER SCHOOL

By:

_____
V. Chairwoman of the Board of Directors

ATTEST:

_____
Secretary of the Board of Directors

PPAB 11373706v1

VII. Closing Items

A. Adjourn Meeting

There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 2:30 PM.

Respectfully Submitted,
Amy Hansen