

BOARD RESOLUTION BR 2024-09

February 15, 2024

AUTHORITY TO GOVERNANCE COMMITTEE TO APPROVE AND RATIFY CONTRACTS

RECITALS:

WHEREAS, subject to the provisions and limitation of the California Nonprofit Public Benefit Corporation Law and any other applicable laws, and subject to any limitations of the articles of incorporation or bylaws, Navigator Schools' corporate activities and affairs shall be managed, and all corporate power shall be exercised, by or under the direction of the Board of Directors.

WHEREAS, pursuant to its bylaws, the Navigator Schools Board of Directors may delegate the management of Navigator Schools' corporate activities to any person(s), management company, or committees, however composed, provided that the activities and affairs of the corporation shall be managed and all corporate powers shall be exercised under the ultimate direction of the Board.

WHEREAS, the Navigator Schools Board of Directors regular board meetings are held bi-monthly, and the Board believes that it is in the best interests of the corporation to grant authority to its Governance Committee to approve and ratify contracts that arise during interim periods between regular board meetings and in the course and scope of regular and ordinary business.

RESOLUTION:

NOW THEREFORE, IT IS HEREBY RESOLVED THAT:

1. The Navigator Schools Board of Directors hereby grants authority to its Governance Committee to approve and ratify contracts that arise during interim periods between regular board meetings and in the course and scope of regular and ordinary business.
2. The Navigator Schools Board of Directors hereby directs the Chief Executive Officer & Superintendent (or designee) to take all steps necessary to effectuate this resolution.

PASSED AND ADOPTED by the Navigator Schools Board of Directors at its meeting held on February 15, 2024 at which a quorum was present, in the City of Gilroy, County of Santa Clara County, State of California.

The Board Secretary certifies that this resolution was adopted at the Board of Directors meeting for which a quorum was present, on said date and at said location.

Signature of Secretary

Date

Tomislav Peraic

Secretary, Navigator Schools, a California Nonprofit Public Benefit Corporation