APPROVED

TEACH Public Schools

Minutes

Special Board Meeting

Date and Time
Wednesday November 6, 2019 at 6:00 PM

Location
1846 W. Imperial Hwy. Los Angeles, CA 90047

THE ORDER OF BUSINESS MAY BE CHANGED WITHOUT NOTICE
Notice is hereby given that the order of consideration of matters on this agenda may be change without prior notice.

REASONABLE LIMITATIONS MAY BE PLACED ON PUBLIC TESTIMONY
The Governing Board's presiding officer reserves the right to impose reasonable time limits on public testimony to ensure that the agenda is completed.

REASONABLE ACCOMMODATION WILL BE PROVIDED FOR ANY INDIVIDUAL WITH A DISABILITY
Pursuant to the Rehabilitation Act of 1973 and the American with Disabilities Act of 1990, any individual with a disability who requires reasonable accommodation to attend or participate in this meeting of the Governing Board may request assistance by contacting TEACH Public Schools during normal business hours at as far in advance as possible, but no later than 24 hours before the meeting.

FOR MORE INFORMATION
For more information concerning this agenda or for materials relating to this meeting, please contact TEACH Public Schools, 1846 W. Imperial Highway. Los Angeles, CA 90047; phone: 323-872-0808; fax 323-389-4898.
www.teachpublicschools.org

Remote Board Meeting Participants
Teleconference: 712-451-0409

Access Code: 800073#

Directors Present
J. Lobdell (remote), K. Piazza (remote), L. Butler (remote), L. Castillo (remote), S. Tucker (remote)

Directors Absent
A. Dragon, S. Burrows

Guests Present
Jessica Shaham, John Phan, M. Brown (remote)

I. Opening Items

A. Call the Meeting to Order

L. Butler called a meeting of the board of directors of TEACH Public Schools to order on Wednesday Nov 6, 2019 at 6:00 PM.

B. Record Attendance and Guests

C. Public Comment

II. CONSENT ITEMS

A. Consent Items

Jessica Shaham, borrower's counsel on the 2019 bond deal recommended that the bond documents on the consent agenda be pulled and reviewed and voted on individually. Lori Butler pulled the following items off "Consent Items" to the "Items Scheduled For Information & Potential Action":

-2019 Bond Financing TEACH Inc. Board Resolution
-Bond Purchase Agreement
-CSFA Loan Agreement
-CFSA 2019 Indenture
-Supplemental Master Indenture For Obligation No. 2
-Preliminary Limited Offering Memorandum (PLOM)
-Appendix A
-Approval of the TEACH Tech Lease
-Approval of the TEACH Prep Lease
-Approval of the TEACH Academy Lease

III. ITEMS SCHEDULE FOR INFORMATION & POTENTIAL ACTION

A. Bond Transaction Summary

John Phan of Urban Futures presented to the TEACH Board of Directors a summary powerpoint of the 2019 bond transaction.

B. 2019 Bond Financing TEACH Inc. Board Resolution

S. Tucker made a motion to Adopt the TEACH Inc. Resolution of the Board of Directors for the 2019 Board Financing.
L. Castillo seconded the motion.
The board **VOTED** unanimously to approve the motion.

Roll Call

L. Butler	Aye
S. Burrows	Absent
S. Tucker	Aye
A. Dragon	Absent
L. Castillo	Aye
J. Lobdell	Aye
K. Piazza	Aye

Mr. Brown & Ms. Shaham presented the 2019 Bond Financing Resolution to the board.

C. Bond Purchase Agreement

Mr. Brown & Ms. Shaham presented the 2019 Bond Purchase Agreement to the board.
S. Tucker made a motion to Approved the 2019 Bond Purchase Agreement.
L. Castillo seconded the motion.
The board **VOTED** unanimously to approve the motion.

Roll Call

L. Butler	Aye
S. Tucker	Aye
J. Lobdell	Aye
L. Castillo	Aye
K. Piazza	Aye
S. Burrows	Absent
A. Dragon	Absent

D. CSFA Loan Agreement

Mr. Brown & Ms. Shaham presented the CFSA Loan Agreement to the board.
S. Tucker made a motion to Approve the CSFA Loan Agreement.
L. Castillo seconded the motion.
The board **VOTED** unanimously to approve the motion.

Roll Call

A. Dragon	Absent
L. Castillo	Aye

Roll Call

J. Lobdell Aye
S. Burrows Absent
L. Butler Aye
K. Piazza Aye
S. Tucker Aye

E. CCFSA 2019 Indenture

Mr. Brown & Ms. Shaham presented the CFSA 2019 Indenture to the board.
K. Piazza made a motion to Approve the CFSA 2019 Indenture.
S. Tucker seconded the motion.
The board **VOTED** unanimously to approve the motion.

Roll Call

L. Butler Aye
S. Tucker Aye
A. Dragon Absent
K. Piazza Aye
S. Burrows Absent
L. Castillo Aye
J. Lobdell Aye

F. Supplemental Master Indenture For Obligation No. 2

Mr. Brown & Ms. Shaham presented the Supplemental Master Indenture For Obligation No. 2 to the board.
J. Lobdell made a motion to Approve the Supplemental Master Indenture For Obligation No. 2.
L. Castillo seconded the motion.
The board **VOTED** unanimously to approve the motion.

Roll Call

S. Burrows Absent
L. Castillo Aye
A. Dragon Absent
L. Butler Aye
K. Piazza Aye
J. Lobdell Aye
S. Tucker Aye

G. Preliminary Limited Offering Memorandum (PLOM)

Mr. Brown & Ms. Shaham presented the Preliminary Limited Offering Memorandum to the board.
J. Lobdell made a motion to Approve the Preliminary Limited Offering Memorandum (PLOM).
S. Tucker seconded the motion.

The board **VOTED** unanimously to approve the motion.

Roll Call

L. Butler Aye
S. Burrows Absent
L. Castillo Aye
J. Lobdell Aye
S. Tucker Aye
K. Piazza Aye
A. Dragon Absent

H. Appendix A

Mr. Brown & Ms. Shaham presented the 2019 Bond Financing Resolution to the board.
J. Lobdell made a motion to Approve Appendix A.
S. Tucker seconded the motion.
The board **VOTED** unanimously to approve the motion.

Roll Call

S. Tucker Aye
K. Piazza Aye
L. Butler Aye
J. Lobdell Aye
A. Dragon Absent
L. Castillo Aye
S. Burrows Absent

I. Approval of the TEACH Tech Lease

Mr. Brown & Ms. Shaham presented the TEACH Tech Lease to the board.
J. Lobdell made a motion to Approve the TEACH Tech Lease.
K. Piazza seconded the motion.
The board **VOTED** unanimously to approve the motion.

Roll Call

S. Burrows Absent
J. Lobdell Aye
K. Piazza Aye
S. Tucker Aye
L. Butler Aye
L. Castillo Aye
A. Dragon Absent

J. Approval of the TEACH Prep Lease

Mr. Brown & Ms. Shaham presented the TEACH Prep Lease to the board.
J. Lobdell made a motion to Approve the TEACH Prep Lease.
K. Piazza seconded the motion.
The board **VOTED** unanimously to approve the motion.

Roll Call

J. Lobdell Aye
K. Piazza Aye
L. Butler Aye
A. Dragon Absent
S. Burrows Absent
S. Tucker Aye
L. Castillo Aye

K. Approval of the TEACH Academy Lease

Mr. Brown & Ms. Shaham presented the TEACH Academy Lease to the board.
J. Lobdell made a motion to Approve the TEACH Academy Lease.
S. Tucker seconded the motion.
The board **VOTED** unanimously to approve the motion.

Roll Call

S. Burrows Absent
K. Piazza Aye
L. Castillo Aye
A. Dragon Absent
L. Butler Aye
J. Lobdell Aye
S. Tucker Aye

IV. Closing Items

A. Upcoming Meetings

B. BOARD MEMBER COMMENTS

C. Adjourn Meeting

There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 7:03 PM.

Respectfully Submitted,
L. Butler