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**Achievement First Bridgeport Academy  
Board of Directors Meeting**

April 23, 2018

AF Network Support

**I. Call to Order & Attendance**

The meeting was called to order at 1:21 pm by Chris Kunhardt. The following board members, constituting a quorum, and Achievement First Staff were in attendance:

Chris Kunhardt, AFBA Board - Yes

Dick Kalt, AFBA Board - No

Marlene Macaуда, AFBA Board - No

Debra Hertz, AFBA Board - Yes

James Bennett, AFBA Board - No

Kimberly Bruce, AFBA Board - Yes

Ruben Felipe, AFBA Board - Yes

Ebrima Jobe, AFBA Board - No

Michael Strambler, AFBA Board - Yes

Heather Wachter, AFBA Board - Yes

Diana Alvarado, AF Network Support - Yes

Sarah Blanton, AF Network Support - Yes

**II. Open Session For Public Comment**

There was no public comment.

**III. Board Business**

Diana Alvarado, Team Facilities, gave an overview of the project to improve energy efficiency and reduce water usage at AF Bridgeport Elementary and Middle Schools. Similar projects have taken place at Elm City College Prep already.

The following resolutions were adopted at a duly called and held meeting of the Board of Directors of Achievement First Bridgeport Academy, Inc. ("AF Bridgeport"), having an office and place of business at 655 Stillman Ave., Bridgeport, CT.

WHEREAS, AF Bridgeport is the owner of the property at 655 Stillman Ave. with AF Bridgeport Elementary School in this location, and is responsible for all maintenance and repairs including lighting;

WHEREAS, AF Bridgeport desires to improve energy efficiency and the cost of lighting at 655 Stillman Ave.;

WHEREAS, AF Bridgeport has received a proposal from the Small Business Energy Advantage Program in connection with Artis Energy, LLC. (the Contractor) and The United Illuminating Company (the Utility) to improve energy efficiency and the cost of lighting at 655 Stillman Ave. through an incentive for twenty-one thousand four hundred twenty-two dollars and zero cents (\$21,422.00) and loan for twenty-nine thousand one hundred fifty-three dollars and ninety five cents (\$29,153.95) at a zero (0%) percent

interest rate paid for through the electricity bill;

WHEREAS, AF Bridgeport has credit facilities with Key Bank (formerly First Niagara, N.A.) which contain certain conditions on subsequent loans that may be entered;

NOW THEREFORE, BE IT RESOLVED, that, subject to prior approval by Key Bank, N.A., AF Bridgeport is hereby authorized and directed to enter into a certain loan agreement (the "LED Loan Agreement") with United Illuminating for twenty-nine thousand one hundred fifty-three dollars and ninety five cents (\$29,153.95) per the Standard Agreement attached;

BE IT FURTHER RESOLVED, that AF Bridgeport is hereby authorized and directed to execute and deliver any and all such documents as may be required by Key Bank and the Small Business Energy Advantage Program including, but not limited to, certain loan agreements substantially in the form attached hereto as Exhibit A, any and all such documents required to effectuate the foregoing;

BE IT FURTHER RESOLVED, that any officer of AF Bridgeport (each an "Authorized Person") be, and hereby is, jointly or severally, authorized and directed, at any time and from time to time, to do all such things and acts and to execute and deliver all such applications, documents and instruments in writing and to expend such fees for and on behalf of AF Bridgeport as may be necessary or advisable in order to give effect to and, generally, carry out the intent of these resolutions including, without limitation, to execute and deliver any instruments and documents required in connection with the LED Loan Agreement, in the name and on behalf of AF Bridgeport, on such terms and conditions and in such form deemed necessary or desirable and approved by such Authorized Person with such changes, modifications and amendments thereto as such Authorized Person may in such person's discretion approve, which approval shall be conclusively evidenced by the execution and delivery of such applications, documents and instruments in writing; and

BE IT FURTHER RESOLVED, that all actions previously taken by any Authorized Person in furtherance of the foregoing resolutions are hereby ratified and confirmed.

Motion by Heather Wachter

Seconded by Debra Hertz

All in favor

**WHEREAS**, AF Bridgeport is the owner of the property at 529 Noble Ave. with AF Bridgeport Middle School in this location, and is responsible for all maintenance and repairs including lighting;

**WHEREAS**, AF Bridgeport desires to improve energy efficiency and the cost of lighting at 529 Noble Ave.;

**WHEREAS**, AF Bridgeport has received a proposal from the Small Business Energy Advantage Program in connection with Artis Energy, LLC. (the Contractor) and The United Illuminating Company (the Utility) to improve energy efficiency and the cost of lighting at 529 Noble Ave. through an incentive for thirty-one

thousand eight hundred twenty-four dollars and thirty six cents (\$31,824.36) and loan for eighty-nine thousand nine hundred fifty dollars and ninety eight cents (\$89,950.98) at a zero (0%) percent interest rate paid for through the electricity bill;

**WHEREAS, AF** Bridgeport has credit facilities with Key Bank (formerly First Niagara, N.A.) which contain certain conditions on subsequent loans that may be entered;

**NOWHEREFORE, BE IT RESOLVED**, that, subject to prior approval by Key Bank, N.A., AF Bridgeport is hereby authorized and directed to enter into a certain loan agreement (the "LED Loan Agreement") with United Illuminating, LLC for eighty-nine thousand nine hundred fifty dollars and ninety eight cents (\$89,950.98) per the Standard Agreement attached;

**BE IT FURTHER RESOLVED**, that AF Bridgeport is hereby authorized and directed to execute and deliver any and all such documents as may be required by Key Bank and the Small Business Energy Advantage Program including, but not limited to, certain loan agreements substantially in the form attached hereto as Exhibit A, any and all such documents required to effectuate the foregoing;

**BE IT FURTHER RESOLVED**, that any officer of AF Bridgeport (each an "Authorized Person") be, and hereby is, jointly or severally, authorized and directed, at any time and from time to time, to do all such things and acts and to execute and deliver all such applications, documents and instruments in writing and to expend such fees for and on behalf of AF Bridgeport as may be necessary or advisable in order to give effect to and, generally, carry out the intent of these resolutions including, without limitation, to execute and deliver any instruments and documents required in connection with the LED Loan Agreement, in the name and on behalf of AF Bridgeport, on such terms and conditions and in such form deemed necessary or desirable and approved by such Authorized Person with such changes, modifications and amendments thereto as such Authorized Person may in such person's discretion approve, which approval shall be conclusively evidenced by the execution and delivery of such applications, documents and instruments in writing; and

**BE IT FURTHER RESOLVED**, that all actions previously taken by any Authorized Person in furtherance of the foregoing resolutions are hereby ratified and confirmed.

Motion by Heather Wachter

Seconded by Debra Hertz

All in favor

#### **IV. Adjourn**

The meeting was adjourned at 1:35 pm by Chris Kunhardt.

Motion by Heather Wachter

Seconded by Michael Strambler

All in favor