

**MINUTES  
NORTH STAR CHARTER SCHOOL  
GOVERNING BOARD  
May 9, 2014**

**SPECIAL MEETING**

- A. Meeting called to order: by Chairman Miller at 3:17 p.m.
- B. Roll Call: Chairman Miller, Director Russell, Director Hullinger and Director Tiel were present. Director Dukelow joined by phone; Director Ledesma joined the meeting by phone at 3:14 p.m., then in person at 3:33 p.m.
- C. Approval of Agenda: Chairman Miller requested to amend the agenda, adding the Charter Application as item B under Board Business. Director Tiel moved and Director Russell seconded the motion to approve the agenda, amended. Motion passed 4-0.

**BOARD BUSINESS**

A. Review of Loan Document and Trust Indenture: Director Russell gave the Board an update on the progress of the loan document and trust indenture. There are over 400 pages of documents, not counting exhibits; much of the documents is dealing with compliance of income tax issues for tax free bonds; Idaho Housing and Finance will issue the bonds. There is still the ongoing issue of \$200,000 that bondholders withheld from our funding in August. There will three series of bonds issued in the approximate amounts and subject to final computation as follows: \$6 million at 6.75% for the primary tax-free bonds; \$345,000 at 6.75% in taxable bonds; and under \$6 million at 6% for CAB bonds that represents the difference between the amount owed now and the amount of the new 6.75% tax-free bonds.

Director Tiel moved and Director Ledesma seconded the motion to appoint Director Russell as co-secretary for the purpose of signing bond restructure documents. Motion passed 6-0, all members voted.

Director Russell moved and Director Tiel seconded the motion to adopt the Board resolution that was put before the Board at the last meeting with the caveat that Director Russell can sign as Secretary instead of Director Dukelow. Motion passed 6-0, all members voted.

Director Dukelow thanked Director Russell and George Coburn for all the work that has been done on this deal. Director Russell stated that the budget will not be constrained and we will be able to spend reasonable amounts if funds are available, we will need to operate in good faith and can improve as we go. Directed monies from the state or donors are outside of the bondholders purview; the reserves get replenished before bondholders receive additional funds.

B. Charter Application: The draft Charter application was submitted to the State Charter Commission this week; this Charter has not been approved by the Board. Commission has 30 days to review and will send it back to the Board with comments. A discussion ensued.

Director Russell moved and Director Tiel seconded the motion to ratify the submission of the draft Charter application by Director Dukelow on May 6, 2014, nunc pro tunc. Motion passed 5-1, all members voted; Director Hullinger voted nay. There will be further discussion regarding the charter at the next board meeting and concerns and comments will be heard at that time.

### **ADJOURNMENT**

Chairman Miller asked for a motion for adjournment. After a full and complete discussion, a motion was made by Director Tiel and seconded by Director Ledesma. The meeting adjourned at 4:00 pm with all members voting aye.

**The above minutes represent a true and accurate summary of this meeting.**

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Chairman

Authored by: Ellen Bates

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Clerk of the Board