Stone Bridge School Charter Council Special Meeting Minutes
May 16, 2020

Members Present: Maria Giusti, Melissa Haberman, Cheryl Imrie *(joined during Agenda Item #4)*, Sonya Luisoni, Amy Oggenfuss, Heather Shumaker, Karin Troedsson, Julia U’Ren

Members Absent: None

Staff Present: Maria Martinez (Administrator), Kerstin Menzer (Faculty Advisor)

Public Present: None

Scribe: Heather Shumaker

1. **Verse. Call to Order** at 2:03pm. **Identify Timekeeper:** Heather Shumaker.

2. **Approve Agenda:** Heather Shumaker noted two attachment updates (i.e. changed #2 to #2a, and added #2b), and that the 3rd bullet under Agenda Item #4 (Administration Update) can be removed since it will be covered as part of Agenda Item #5. Passed with a motion by Melissa Haberman and a second by Julia U’Ren.

   - Maria Giusti: Yes
   - Melissa Haberman: Yes
   - Cheryl Imrie: Absent
   - Sonya Luisoni: Yes
   - Amy Oggenfuss: Yes
   - Heather Shumaker: Yes
   - Karin Troedsson: Yes
   - Julia U’Ren: Yes

3. **Public Comment (only for items on the agenda):** None

4. **Administration Update (#1):** Maria Martinez shared updates, including:
   - Charter Renewal Approval *(Cheryl Imrie joined the meeting during the discussion of this topic.)*
   - State Funding Projections Update
   - Paycheck Protection Program (PPP) Loan Guidance Updates
   - Hiring Update

5. **Approve Resolution Affirming Necessity of PPP Loan (#2a, #2b):** As a result of 5/13/20 updates in the US Treasury Department’s guidance re. PPP loans (and after consultation with legal counsel), Maria Martinez connected with Bank of Marin and confirmed that they are willing to reinstate SBS’s PPP loan. This resolution covers SBS affirming the need for and accepting the PPP loan. Passed with a motion by Cheryl Imrie and a second by Karin Troedsson.

   - Maria Giusti: Yes
   - Melissa Haberman: Yes
   - Cheryl Imrie: Yes
   - Sonya Luisoni: Yes
   - Amy Oggenfuss: Yes
6. **Approve SBS Administrator to Make PPP Loan Decisions:** Since the US Treasury Department’s guidance for the SBA PPP loan program continues to change, Charter Council discussed ways to ensure that Maria Martinez has the authority she needs to react appropriately and in a timely manner, while still ensuring that Charter Council exercises its fiduciary duties. Sonya Luisoni made a motion to authorize the SBS Administrator to make decisions regarding accepting, returning, and managing PPP loan funds (based on legal counsel’s advice, and in consultation with our Office Coordinator, Charter Council Chair, and Charter Council Treasurer), without consulting Charter Council as a whole. As part of this motion, the SBS Administrator may also manage the expenditure of PPP loan funds, as long as they are being used in compliance with PPP loan criteria (i.e. payroll costs, rent, and utilities), with regular (i.e. monthly) expenditure reporting to Charter Council. (Any other PPP loan expenditures outside of those criteria require Charter Council approval.) Karin Troedsson seconded and the motion passed.

7. **Confirm Next Meeting and Review Potential Agenda Items:** The next regular Charter Council meeting is scheduled for Tuesday, 06/09/20, with a tentative special Charter Council meeting scheduled for Tuesday, 05/26/20.

8. **Adjourn:** The meeting was adjourned at 3:07pm. **Verse.**

**Key:** \((#x) = Attachment Reviewed \) \( \text{where } x \text{ represents the attachment number} \)