

Charter School Property, Inc
Board of Directors Meeting
September 15,2021
11:51AM

Members: Ken Hanson, Bryan Toft, and Dr. Meg Cavalier

1. I motion to engage KutakRock to provide a formal tax option to ensure the structure of the financing meets New Market Tax Credit requirements.

Please find an engagement letter in the folder below describing the responsibilities and rates. The hourly rates are listed in exhibit A and are anticipated to be \$40,000 to \$50,000. In addition to providing the formal tax option, the firm assumes related legal responsibility.

Additionally, please find a short conflict waiver that Kutak has requested as part of their work for the school in the folder below. According to Craig (SPCS/CSP legal council), this is a common type of waiver request. The rules of professional responsibility require a high level of disclosure/waiver from law firms. Here, Kutak does other, unrelated work for US Bank (investor in this project). Though US Bank is not technically an adverse party, and though Kutak is not providing legal services to US Bank in our transaction, because of the client relationship, the rules require the school to acknowledge that it understands the lawyer/client relationship between Kutak and US Bank and agrees to hire Kutak nonetheless.*

- Dr. Meg Cavalier

- Ken Hanson - yay
- Bryan Toft - yay

2. Motion to approve the Novogradic management letter found in the folder below. Noovogradic is providing a formal financial forecast of the New Market Tax Credit financing that is commonly shared and utilized by all parties in the transaction.

The contract was previously approved by the board.* -Dr. Meg Cavalier

- Ken Hanson - yay
- Bryan Toft - yay

3. Motion to approve the Letter of Intent found in the folder below from Irreducible Grace Foundation to purchase 634 Virginia for \$1.6M.

[Irreducible Grace Foundation](#) is a nonprofit in Frogtown that 'creates safe spaces for healing with youth of color'. The group works directly with young people that have experienced trauma through relationship building, empowerment, and building skills such as breathing techniques. The property has been listed and appraised at \$2.4M. As context, we previously approved an LOI from another organization for \$1.8M.* -Dr. Meg Cavalier

- Ken Hanson - yay
- Bryan Toft - yay

4. Update only, no action needed.

We have an executed Purchase Agreement with HRA and the City of St. Paul for the parcel of land adjacent to the site. The document can be found in the folder below.

*Motions and voting took place over email