



Board of Directors Meeting
Wednesday, May 13, 2020, 3:00 PM 4:00 PM
Zoom Call

Directors Attending (Remotely)

- Jennifer Moses
- Ron Beller
- Tony Adams
- Carolyn Hack
- Jonathan Mariner
- Robin DeGracia
- Nolan Highbaugh (Tardy)

Directors Absent

- N/A

Staff Attending (Remotely)

- Terence Johnson, CEO
- Markus Mullarkey, COO
- Chayla Gibson, Head of HR
- Ric Zappa, Chief Schools Officer
- Estefania Garcia, Executive Assistant

Call to order - Meeting was called to order by Jennifer Moses at 3:05 PM. A quorum was established

Carolyn Hack made a motion to approve the Board Meeting Agenda. Tony Adams seconded the motion.

- Jennifer Moses: Y
- Tony Adams: Y
- Robin DeGracia: Y
- Jonathan Mariner: Y
- Ron Beller: Y
- Carolyn Hack: Y
- Nolan Highbaugh: A

Motion Passed

A1. Finance & Facility Update

Markus Mullarkey shared Caliber Public Schools' current financial status and a proposed resolution regarding the organization's participation in the PPP Program. He noted that continued guidance has been provided by the SBA regarding eligibility for the program. He shared that the organization's advisors believe that the organization is eligible for the program. He also shared that the majority of charter schools he has contacted who have also been approved for the program are planning to



participate in it. The staff recommendation is to continue with Caliber's participation in the PPP Program.

Mr. Mullarkey shared the criteria, as communicated by the SBA, for eligibility for the Paycheck Protection Program. He also discussed the certifications that must be performed by organizations that are applying for the program to determine their eligibility.

Mr. Mullarkey also shared that according to recently released SBA guidance, that organizations that make certifications in good faith will not be penalized by the SBA or referred to other agencies even if the SBA ultimately disagrees regarding their qualification for the program. In that case, however, the PPP loan will be required to be repaid immediately rather than being held to term.

Mr. Mullarkey presented three core questions for consideration:

1. Are we facing significant economic uncertainty?
2. Do we have enough capital to continue operations or do we need additional capital?
3. Do we need the PPP Program or do we have access to other sources of capital that are not significantly detrimental?

Mr. Mullarkey shared his opinion that Caliber Public Schools is facing significant current economic uncertainty, that without the PPP Program Caliber Public Schools is likely to have less working capital at hand at the end of this fiscal year than is prudent to maintain current operations, that without PPP the organization would need to make staffing changes, and that the organizations other sources of capital are significantly detrimental in comparison to the PPP. Mr. Mullarkey shared that his recommendation is that Caliber Public Schools continue its participation in the PPP Program.

Nolan Highbaugh asked if Caliber does not receive the loan, will Caliber run through its reserves. Mr. Mullarkey shared that without the PPP Loan Caliber will need to make staffing changes. He shared that Caliber's goal is to keep staff protected which would be hard to do without additional sources of liquidity. Mr. Mullarkey shared that with PPP Caliber is confident that they will not need to make any staffing changes.

Robin DeGracia asked if Caliber goes forward and the SBA disagrees, will Caliber need to pay the loan back in full, and if so, what steps will be taken to do so. Mr. Mullarkey shared that Caliber would need to repay the loan right away and not seek forgiveness for the loan if they are deemed ineligible for the program.



Jennifer Moses asked if the PPP Loan money is expected to be spent right away. Mr. Mullarkey shared that the PPP Program is a short term relief and so it is expected that Caliber will use the funds quickly, for payroll costs.

Mr. Mullarkey asked for Board approval to proceed with the Paycheck Protection Program application.

Johnathan Mariner made a motion to approve staff's request. Nolan Highbaugh seconded the motion.

- Jennifer Moses: Y
- Tony Adams: Y
- Robin DeGracia: Y
- Jonathan Mariner: Y
- Ron Beller: Y
- Carolyn Hack: Y
- Nolan Highbaugh: Y

Motion Passed

C. Public Comment

Two members of the public made comments- Gondica Nguyen and Clinton Calvin.

Next board meeting: 6/17 @ 4:00 PM Via Zoom Call
Meeting adjourned at 4:00 PM