

**MINUTES OF A MEETING OF
THE BOARD OF DIRECTORS OF
THE LOS ANGELES LEADERSHIP ACADEMY**

Thursday, January 26, 2023

The following members of the Board of Directors (the “Board”) of The Los Angeles Leadership Academy (the “Academy”), pursuant to notice duly given or waived, attended the meeting at 2670 Griffin Avenue, Los Angeles, California, and constituted a quorum for the transaction of business in accordance with the California Nonprofit Public Benefit Corporation Law and the bylaws of the Academy:

David Nickoll
Austin Lee
Mona Field
Rick Rosen
Elizabeth Perez-LoPresti
Christian Sarabia
Diane Prins-Sheldahl
Justin Brimmer

The following members of the Board were absent from the meeting:

Also in attendance at the invitation of the Board were: (i) Arina Goldring-Ravin, Chief Executive Officer; (ii) Marina Pilyavskaya, Director of Finance; (iii) Hazibi Johnson, Translator; and (iv) Albert Avakian, Secretary.

The meeting was called to order by Mr. Nickoll at approximately 2:00 p.m. Pacific time. Ms. Koujakian acted as secretary for purposes of the meeting.

Introductory Remarks

Mr. Nickoll began the meeting by describing the Board’s open communications procedures to the members of the public in attendance. Mr. Nickoll noted that members of the public who wish to address the Board may do so by indicating on the comment cards made available at the meeting whether they intend to address either (i) a specific agenda item, which comments would be heard at the time the Board addresses such item, or (ii) a non-agenda item, which comments would be heard during the period reserved for open communications. Mr. Nickoll also noted that addresses by members of the public on any item would be limited to two minutes.

Open Communications

Mr. Nickoll invited members of the public in attendance to address the Board on non-agenda items.

Approval of Minutes

Mr. Nickoll made a presentation regarding the minutes of the meetings of the Board held on December 6, 2022 (collectively, the “Minutes”). The Minutes were approved with amendments.

Approval of SARC Reports

Ms. Goldring-Ravin and Ms. Pilyavskaya presented the SARC Reports, copies of which were distributed to the Board prior to the meeting. Following discussion, upon motion duly made and seconded, the Board unanimously approved and adopted the resolutions attached hereto as Exhibit A.

In Favor (8): A. Lee, D. Nickoll, M. Field, C. Sarabia, E. Lo-Presti, D. Prins-Sheldahl, R. Rosen, J. Brimmer
Opposed (0): None.
Abstentions (0): None

Approval of Proposals to Complete Project Under KIT Funding (LA Leadership Avenue 33 , \$19,950 and LA Leadership Griffin Ave, \$43,035)

Ms. Goldring-Ravin presented the proposal to use federal funds for refurbishments to the kitchen, copies of which were distributed to the Board prior to the meeting. Following discussion, upon motion duly made and seconded, the Board unanimously approved and adopted the resolutions attached hereto as Exhibit B.

In Favor (8): A. Lee, D. Nickoll, M. Field, C. Sarabia, E. Lo-Presti, D. Prins-Sheldahl, R. Rosen, J. Brimmer
Opposed (0): None.
Abstentions (0): None

Approval of Engagement Letter with SS, AAC for Employee Retention Credit Application

Ms. Goldring-Ravin and Ms. Pilyavskaya presented the engagement letter with SS, ACC for services to acquire the employee retention credit, copies of which were distributed to the Board prior to the meeting. Following discussion, upon motion duly made and seconded, the Board unanimously approved and adopted the resolutions attached hereto as Exhibit C.

In Favor (8): A. Lee, D. Nickoll, M. Field, C. Sarabia, E. Lo-Presti, D. Prins-Sheldahl, R. Rosen, J. Brimmer
Opposed (0): None.
Abstentions (0): None

Approval of Resolution to continue conducting Board Meetings via zoom

Following discussion, upon motion duly made and seconded, the Board unanimously approved and adopted the resolutions attached hereto as Exhibit D.

In Favor (8): A. Lee, D. Nickoll, M. Field, C. Sarabia, E. Lo-Presti, D. Prins-Sheldahl, R. Rosen, J. Brimmer
Opposed (0): None.
Abstentions (0): None

There being no further business to come before it, the meeting was, upon motion duly made and seconded, adjourned at approximately 2:40 p.m. Pacific time.

Respectfully submitted,

Albert Avakian
Secretary of the Meeting

Approved:

David Nickoll
Chairman of the Meeting

EXHIBIT A

Approval of SARC Reports

WHEREAS, the Board has been presented with and reviewed the SARC Reports; and

WHEREAS, the Board deems it advisable and in the best interests of the Academy to approve and adopt the SARC Reports.

NOW, THEREFORE, BE IT RESOLVED, that the SARC Reports be, and hereby are, approved and adopted, with such changes, additions, deletions, amendments or modifications as any of the Officers deem necessary, proper or advisable.

EXHIBIT B

Approval of Proposals to Complete Project Under KIT Funding

WHEREAS, the Board has been presented with and reviewed the Proposals to Complete Project Under KIT Funding; and

WHEREAS, the Board deems it advisable and in the best interests of the Academy to approve and adopt the Proposals to Complete Project Under KIT Funding.

NOW, THEREFORE, BE IT RESOLVED, that the Proposals to Complete Project Under KIT Funding be, and hereby are, approved and adopted, with such changes, additions, deletions, amendments or modifications as any of the Officers deem necessary, proper or advisable.

EXHIBIT C

Approval of Engagement Letter with SS, AAC for Employee Retention Credit Application

WHEREAS, the Board has been presented with and reviewed the Engagement Letter with SS, AAC for Employee Retention Credit Application; and

WHEREAS, the Board deems it advisable and in the best interests of the Academy to approve and adopt the Engagement Letter with SS, AAC for Employee Retention Credit Application.

NOW, THEREFORE, BE IT RESOLVED, that the Engagement Letter with SS, AAC for Employee Retention Credit Application, be and hereby is approved and adopted, with such changes, additions, deletions, amendments or modifications as any of the Officers deem necessary, proper or advisable.

EXHIBIT D

Approval of Resolution to continue conducting Board Meetings via zoom:

WHEREAS, the Board has been presented with and reviewed the Resolution to continue conducting Board Meetings via zoom; and

WHEREAS, the Board deems it advisable and in the best interests of the Academy to approve and adopt the Resolution to continue conducting Board Meetings via zoom.

NOW, THEREFORE, BE IT RESOLVED, that the Resolution to continue conducting Board Meetings via zoom be, and hereby is, approved and adopted, with such changes, additions, deletions, amendments or modifications as any of the Officers deem necessary, proper or advisable.

