



Edward Hynes Charter School Corporation

Special Board Meeting Agenda

**HYNES CHARTER SCHOOL CORPORATION
SPECIAL BOARD MEETING**

Tuesday, October 20, 2026, at 5:30 PM
Edward Hynes Charter School
990 Harrison Avenue
New Orleans, Louisiana 70124

AGENDA

1. Call to Order
2. Roll Call
3. Approval of Agenda

STANDING ITEMS

1. Opportunity for public comment

BOARD BUSINESS

1. Old business
2. New business

Consideration of a resolution authorizing and approving the execution of certain documents relating to the issuance, in one or more series, on a taxable or tax-exempt basis, of revenue bonds to finance certain facilities; authorizing execution of such certificates, documents and/or instruments necessary or incidental thereto including a Guaranty, and Lease with Friends of Hynes, and other matters in connection therewith.

3. Adjournment



Edward Hynes Charter School Corporation

Special Board Meeting Documents

October 20, 2026

RESOLUTION OF HYNES CHARTER SCHOOL CORPORATION
(Hynes LSU New Orleans Charter School Project)

A resolution of the Board of Directors of Hynes Charter School Corporation, authorizing and approving the execution of certain documents relating to the issuance, in one or more series, on a taxable or tax-exempt basis, of revenue bonds to finance certain facilities; authorizing execution of such certificates, documents and/or instruments necessary or incidental thereto, and other matters in connection therewith.

WHEREAS, Hynes Charter School Corporation (the "Corporation") is a Louisiana nonprofit corporation owns and operates the School, as defined below; and

WHEREAS, the Board of Directors (the "Board") of the Corporation is the governing body of the Corporation; and

WHEREAS, Friends of Hynes (the "Borrower"), a Louisiana nonprofit corporation organized for the purposes of educational activities and the support of the Corporation, has requested that a statewide conduit issuer (the "Authority") issue its revenue bonds for the purposes of (i) refinancing the outstanding indebtedness of the Borrower associated with the construction, renovation and furnishing of certain facilities (the "Existing Facilities") for Hynes LSU New Orleans Charter School, a kindergarten through eighth grade, tuition free, public charter school in New Orleans, Louisiana (the "School"), (ii) paying costs for the design, construction, and equipping of additional facilities (the "Additional Facilities" and together with the Existing Facilities, the "Facilities") for the School (together with (i), the "Project"), (iii) funding one or more reserve funds, if necessary, and (iv) paying the costs of issuance of the Bonds; and

WHEREAS, the revenue bonds will be issued as Revenue Bonds (Hynes LSU New Orleans Charter School Project) in multiple series (the "Bonds"), in an amount not to exceed \$40,000,000.00; and

WHEREAS, Equitable School Revolving Fund, LLC (the "Lender") proposes to arrange for the purchase of the Bonds in accordance with the terms of one or more bond purchase agreements or contracts of purchase (the "Bond Purchase Agreement") among the Lender, the Corporation, the Borrower and the Authority with respect to the Bonds; and

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF HYNES CHARTER SCHOOL CORPORATION, THAT:

SECTION 1. In order for the Corporation to aid in the financing for the Project, the Board does hereby authorize and ratify the Board President or Chief Executive Officer of the Corporation, each acting singly (each an "Authorized Officer"), to enter in to such transactions and execute such documents that will enable the Authority to issue the Bonds for the benefit of the Borrower pursuant to the terms of the Indenture.

SECTION 2. The Board hereby approves and authorizes the Loan Agreement; the Leasehold Mortgage, Assignment and Pledge of Leases and Rents and Security Agreement; and the Indenture (collectively, the "Bond Documents"), and the execution and delivery thereof by an Authorized Officer to the extent the Corporation is a party, each in substantially the form attached hereto as Exhibits A, B, and C, respectively, and such other documents and/or certifications as are necessary to carry out the financing described in this resolution, with such additions, insertions, omissions or other changes to the Bond Documents as may be approved by an Authorized Officer. The execution of the final Bond Documents by such Authorized Officer shall be conclusive evidence of any such approval.

SECTION 3. The Board hereby approves and ratifies the execution and delivery of the Bond Purchase Agreement in substantially the form attached hereto as Exhibit D, with such additions, insertions, omissions or other changes as may be approved by an Authorized Officer, and the execution of the final Bond Purchase Agreement by such Authorized Officer shall be conclusive evidence of any such approval. Notwithstanding the forgoing provisions of this Section, an Authorized Officer shall not execute and deliver the Bond Purchase Agreement unless (1) the principal amount of the Bonds does not exceed \$40,000,000.00; (2) the final maturity date of the Bonds is not more than 35 years from the date thereof; and (3) the Bonds will bear interest at a fixed rate not to exceed 6.5% per annum.

SECTION 4. The Board hereby approves and ratifies the execution and delivery of the Lease Agreement, in substantially the form attached hereto as Exhibit E, for the School, with such additions, insertions, omissions or other changes as may be approved by an Authorized Officer, and such other documents, filings, and/or certifications to be executed and delivered by an Authorized Officer as are necessary to complete the transactions contemplated by each Lease Agreement. The execution of each final Lease Agreement by such Authorized Officer shall be conclusive evidence of any such approval.

SECTION 5. The Board hereby approves and ratifies the execution and delivery of the Guaranty Agreement in substantially the form attached hereto as Exhibit F, with such additions, insertions, omissions or other changes as may be approved by an Authorized Officer, and the execution of the final Guaranty Agreement by such Authorized Officer shall be conclusive evidence of any such approval.

SECTION 6. The Board hereby approves and ratifies the execution and delivery of the Continuing Covenant Agreement in substantially the form attached hereto as Exhibit G, with such additions, insertions, omissions or other changes as may be approved by an Authorized Officer, and the execution of the final Continuing Covenant Agreement by such Authorized Officer shall be conclusive evidence of any such approval.

SECTION 7. The Board hereby approves and ratifies the execution and delivery of the Tax Regulatory Agreement in substantially the form attached hereto as Exhibit H, with such additions, insertions, omissions or other changes as may be approved by an Authorized Officer, and the execution of the final Tax Certificate by such Authorized Officer shall be conclusive evidence of any such approval.

SECTION 8. The Authorized Officer is hereby authorized, empowered and directed, on behalf of this Corporation, to do such other things, and to execute such other documents as may be necessary and proper to effect the foregoing transactions, including but not limited to the execution and delivery of any and all necessary loan agreements, applications, promissory notes,

security agreements, automatic payment instructions agreement, deposit account control agreements, subordination and nondisturbance agreements, instruments of lien, instruments of title, instruments creating security interests, leases of personal or real property, or any other obligation or contractual undertaking and any other addenda, schedules, agreements, leases, UCC financing statements and any other notices or instruments in the form reviewed and approved by such Authorized Officer including as may be necessary or required by the Lender, Authority or Trustee (as defined in the Bond Documents), all tax filings, including without limitation any IRS Form 8038 filings, and any other instrument or documents which may be necessary or expedient in connection with the Project and/or the issuance of the Bonds, and to delegate such authority as needed to facilitate the Project (including delegating the authority to sign and deliver any and all necessary loan agreements, applications, promissory notes, security agreements, automatic payment instructions agreement, deposit account control agreements, subordination and nondisturbance agreements, instruments of lien, instruments of title, instruments creating security interests, leases of personal or real property, or any other obligation or contractual undertaking and any other addenda, schedules, agreements, leases, UCC financing statements and any other notices or instruments) and, to the extent such instruments or other documents have been signed, the Board shall, and hereby does, authorize, approve and ratify all such instruments and other documents.

SECTION 9. All acts and deeds of an Authorized Officer, or of any person or persons hereinafter agreed upon or designated by an Authorized Officer, heretofore performed on behalf of this Corporation in entering into, executing, performing, carrying out, or otherwise pertaining to the arrangements and intentions authorized by these resolutions are hereby ratified, approved, confirmed, and declared binding upon this Corporation.

SECTION 10. All prior orders, resolutions or proceedings of this Board in conflict with the provisions of this Resolution shall be and the same are hereby repealed.

SECTION 11. This resolution shall become effective immediately.

* * * * *

Board Member [] offered and moved for the adoption of the forgoing Resolution, said motion being duly seconded by Board Member []. After a discussion of the subject, the motion to adopt the foregoing Resolution was put to a vote, and the results were as follows:

Board Member Alvin C. Miester III	Voted: _____
Board Member Barbara Richard	Voted: _____
Board Member William P. Chauvin	Voted: _____
Board Member Helene J. Derbigny	Voted: _____
Board Member Jan Janz	Voted: _____
Board Member Curtis Pellerin	Voted: _____
Board Member Cassandra Youmans	Voted: _____

Having received a majority of the affirmative votes of the Board, the Resolution was adopted on October 20, 2026.

CERTIFICATE

I, the undersigned Board President of Hynes Charter School Corporation (the "Corporation") do hereby certify that the above and foregoing is a true and correct copy of a resolution presented at, and adopted by, a meeting of the Board of the Corporation, which meeting was held on October 20, 2026, and which meeting was duly called, held and convened after due notice of the purpose of said meeting had been given to the Board in conformity with the Articles of Incorporation and the provisions of Louisiana law, and that said resolution remains in full force and effect.

IN WITNESS WHEREOF, I have hereunto set my hand and attached the seal of the Corporation this 22nd day of October, 2026.

HYNES CHARTER SCHOOL
CORPORATION

BY: _____
NAME: Alvin C. Miester III
TITLE: Board President