

RESOLUTION OF THE BOARD OF DIRECTORS OF A.W. BROWN LEADERSHIP ACADEMY AUTHORIZING AUTHORIZED REPRESENTATIVES TO UNDERTAKE PRELIMINARY STEPS TO SECURE BIDS FOR A TAXABLE LINE OF CREDIT TO FINANCE EDUCATIONAL FACILITIES, AND CONTAINING OTHER MATTERS RELATED THERETO

WHEREAS, the Board of Directors (the "Board") of A.W. Brown Leadership Academy (the "Company") has determined that it is in the best interest of the Company to pursue a taxable financing, the proceeds of which will be used to fund capital needs of the Company (the "Project"); and

WHEREAS, the Board now desires to (i) authorize the Superintendent and the Senior Accounting Manager to take all necessary actions to undertake preliminary steps to secure bids for a taxable line of credit (the "Loan"), (ii) authorize the Company's financial advisor to act as Placement Agent and move forward with securing bids for the Loan on behalf of the Company; (iii) request the Authorized Representatives and the Placement Agent to report back to the Board with their preliminary findings on Loan bids and (iv) take and authorize certain other actions in connection with the foregoing;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF A.W. BROWN LEADERSHIP ACADEMY, as follows:

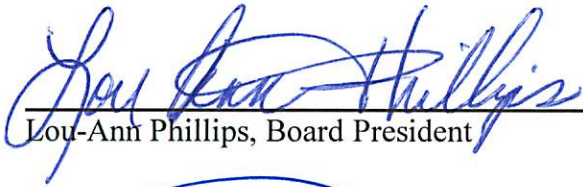
RESOLVED, that the Company hereby appoints the Superintendent and the Senior Accounting Manager, or their designees, as the Authorized Representatives of the Company; and

RESOLVED FURTHER, that the Company hereby authorizes the Authorized Representatives to take all actions and approve, execute and deliver all such agreements, instruments and other documents on behalf of the Company as they may deem necessary or desirable (as conclusively evidenced by the taking of such action or the execution and delivery of such agreements, instruments or other documents by the Authorized Officers) in connection with securing bids for the Loan or in order to effectuate the further purposes of any of these resolutions; and

RESOLVED FURTHER, that the Company hereby ratifies, approves and confirms the selection of RBC Capital Markets as its Financial Advisor; Hunton Andrews Kurth LLP as its Bond Counsel; and

RESOLVED FURTHER, that the Authorized Representatives shall be and each is hereby expressly authorized, empowered and directed from time to time and at any time to approve and to do and perform all acts and things as they may determine to be necessary or desirable in order to undertake preliminary steps to secure bids for a taxable line of credit, and to present such bids and related documents to the Board for consideration prior to selecting a winning bid.

PASSED AND APPROVED this 15th day of December, 2020.



Lou-Ann Phillips, Board President



Jonathan Parker, Board Director



Susie Temple, Board Secretary



Virginia Terry, Board Treasurer