

**RESOLUTIONS OF THE BOARD OF TRUSTEES OF  
STATEN ISLAND HEBREW PUBLIC CHARTER SCHOOL**

The Board of Trustees (the “**Board**”) of Staten Island Hebrew Public Charter School, a New York not-for-profit education corporation (the “**School**”), at a duly constituted meeting of the Board held on September 8, 2020, does hereby (i) approve and adopt the following resolutions and (ii) direct that these resolutions be recorded among the minutes of the proceedings of the School.

**WHEREAS**, in conjunction with Friends of Staten Island Hebrew Public, Inc. (“**Friends Of**”), the School has finalized lease terms and documentation to secure for the School a new (to-be-constructed) facility located at 829 Father Capodanno Blvd., Staten Island, NY (the “**Premises**”) to house its student body, anticipated to begin with the 2021-22 school year; and

**WHEREAS**, for strategic purposes, Friends Of will be the prime tenant under the lease (the “**Lease**”; attached hereto as **Exhibit A**) with the landlord (the “**Landlord**”) of the Premises and will sublease the Premises to the School; and

**WHEREAS**, under the terms of the Lease, as a material inducement to Landlord to enter into the Lease, the Owner requires that the School guaranty the payment of rent and other expenses set forth in the Lease pursuant to a Guaranty of Lease (the “**Guaranty**”; attached hereto as **Exhibit B**); and

**WHEREAS**, the School desires to sublease the Premises from Friends Of pursuant to a sublease (the “**Sublease**”) which incorporates by reference the Lease, establishes a rent that shall be affordable under the School’s budget and which shall include the rent due under the Lease as well as other facilities operational costs (e.g. utilities, maintenance, service contracts, etc.), all as to be more fully set forth in the Sublease; and

**WHEREAS**, the School desires to issue a Guaranty to satisfy the Landlord’s requirements; and

**WHEREAS**, the School wishes to approve the general terms of the Sublease as set forth above, commit to entering into the Sublease by April 1, 2021 and approve Guaranty which shall be executed promptly following the approval of these resolutions so that Friends of can enter into the Lease for the Premises;

**NOW THEREFORE, BE IT RESOLVED**, that after due deliberation and consideration, the Board believes securing the Premises to be in the best interest of the School and necessary and advisable and approves the general terms of the Sublease, commits to executing a Sublease containing such general terms on or before April 1, 2021 and approves the School executing the Guaranty so that Friends Of can execute the Lease; and

**BE IT FURTHER RESOLVED**, that the School is hereby authorized and directed to execute and deliver the Guaranty and such further agreements, assignments, pledges, instruments, consents and any other documents ancillary to Guaranty necessary, proper and/or

advisable in the determination of any Proper Representative (as defined below) and the payments related thereto as set forth above;

**BE IT FURTHER RESOLVED**, that any Trustee or officer of the School or the Board's designee (each, a "**Proper Representative**"), be and hereby is authorized and directed, jointly and severally, to execute and deliver the Guaranty and any other documents consistent with the transactions described above and such further agreements, assignments, pledges, instruments, consents and documents ancillary to the Guaranty or necessary in the determination of any Proper Representative, in the name of and on behalf of the School, and to pay all such expenses and taxes as in their judgment shall be necessary, proper and advisable in order to fully carry out the intent and accomplish the purposes of the foregoing resolutions; and

**BE IT FURTHER RESOLVED**, that all actions heretofore taken by any Proper Representative, for and on behalf of the School in connection with the Guaranty including, but not limited to, the execution of the Guaranty shall be and hereby are ratified and approved, and that the authority given hereunder shall be retroactive and any and all acts hereunder performed prior to the passage of these resolutions are hereby ratified and approved.

Adopted: September 8, 2020

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Secretary of the Board of Trustees