



**Palm Beach School for Autism, Inc.
Virtual Special Board of Directors Meeting via Zoom
May 24, 2021**

Present: Rande Gabriel – President
Dawn D’Amato – Vice President
Russ Feldman- Board Member
Steve Carroll – Treasurer
Jerry Zel - Board Member
June Aversano – Board Member
Damien Hunte – Board Member
Ann Levene-Eisenberg – Executive Director
Louisa Legato – Business Director
Allison Ballin - Associate Director of Education and Behavioral Services

Call to Order: Rande Gabriel called the meeting to order at 4:02pm

Executive Directors Report – Ann Levene-Eisenberg:

- It was stated this Special Board Meeting was to discuss the purchase of the 8480 Lantana Road property.
- It was stated discussion have begun with the owners to buy the property, in whole or in part.
- It was stated the owners put us in touch with a third party, Building Hope, who helps charter/non-profit schools purchase their properties. They also suggested others to contact who help charter schools with low interest loans and attorney fees.
- It was stated Building Hope has only worked with A -Rated Schools in the past; however, they are very interested in helping us. They came to look at the school and were very impressed and want to come on-board to help.

CPA Consultant – Ken Kaneski:

- It was stated we would continue to incur a 3% rent increase every year until the lease expiration. At which time, we would pay out a lot of money for rent and not own anything.
- It was stated it makes no sense to rent when we could buy and in 35 years or less, we would own the building and land.
- It was stated we did not pursue this in previous years due to the financial market and how much money we would have to put out to get a loan.
- It was stated it makes the most sense to purchase the whole property (land and two buildings) because not only would we own everything at the end of the loan term, we would have some money coming in during the term of the loan from the tenants Common Area Maintenance (CAM) as well as building rent.
- It was stated there are continuing discussions of how to structure the deal. There are three ways: bank loans; bonds; or a private loan.

Miscellaneous Announcements:

- It was asked if a timeline would be produced to keep the board members informed. It was stated there would be additional special board meeting as needed to keep the board updated.
- A motion was made by Steve Carroll to ask the Board of Directors of Palm Beach School for Autism, Inc. to have Ann Levene-Eisenberg, Executive Director, authorized to enter into negotiations to purchase the current leased buildings occupied by the school along with the land and the daycare building on the land.

This authority includes, but is not limited to:

1. Inform the landlord of our exercise of the option to purchase as described in the existing lease and as modified to include the land and additional building.

2. Establish a Florida LLC Corporation, with IRS non-profit status as a supporting foundation. Ann will be the Executive Director of the foundation. The Board of Directors to be determined. This will be a supporting organization of the school. This foundation is expected to own the real property and be responsible for the payment of the debt resulting from the purchase. The school will continue to lease the building from the new owner, as the existing lease will be assigned to the foundation as the new owner of the property.
3. If necessary, hire consultants who will assist to arrange the financing effort. All consultants will work to represent the school's best interest with the purpose to reduce the closing costs of the debt incurred while structuring the deal to the maximum benefit of the school and foundation.
4. Arrange the terms of the financing to make the purchase. It is not expected that such purchase will require an investment of cash other than consultant fees, unless the school can save substantial amounts by making an investment to reduce the closing costs of the loan.
5. Final approval will be required by the Board of Directors of the corporation(s) that purchases the property, incurs the debt and/or makes a cash investment in the transaction.

June Aversano seconded the motion and all were in favor of the motion.

Adjournment:

- Russ Feldman made a motion to adjourn, Steve Carroll seconded the motion and all were in favor and the meeting was adjourned at 5:43pm.

Respectfully submitted: Sherri Gallagher

