

**From Cradle to College Foundation, Inc.
Board of Directors Meeting
Of
March 18, 2022**

The From Cradle to College Foundation, Inc. held a Board of Directors meeting on March 18, 2022 at 9:00 AM through a Zoom Meeting initiated at 525 7th Avenue West, Palmetto, Florida.

Board Members Present:

Marc Gilner
Dianne Kopczynski
Diana Dill
Linda Guritz

Board Members Absent:

Howard Veltz (excused)
Rachael Quinn (excused)
Andrew Minor (excused)

Foundation Staff Present:

Marie O'Connell

These minutes are a summary of the discussion and action items of the From Cradle to College Foundation Board of Directors meeting on March 18, 2022.

Welcome and Roll Call

Marc Gilner called the meeting to order at 9:02 AM.

Marie O'Connell conducted roll call and determined a quorum was present.

Foundation Update

Bylaws

Based upon approval by the Board on February 21, 2022, to change the status of the Foundation, additional work has been done to file form 1023 with the IRS. Moss Krusick and Blalock Walters have been engaged to assist with the process.

Jenifer Schembri at Blalock Walters has provided updated Bylaws and Articles of Incorporation which are necessary to implement the status change. Having reviewed the documents, the board members discussed the Bylaws content and agreed the document captured the intent of the Foundation for moving forward. It was agreed that the document would be adopted 3/18/2022 and effective 3/23/2022. This date would coordinate with ELC Manatee's Board meeting where they are scheduled to vote on the separation of the two entities. The Bylaws will be sent back to Blalock Walters as approved, provided in a final form to Marie O'Connell, and circulated for all board members signatures.

Articles of Incorporation

The Board discussed the Articles of Incorporation documents as updated by Blalock Walters. The Board agreed that these documents represent the intent of the Foundation for moving forward. These documents as well will be considered adopted 3/18/2022 and effective 3/23/2022. The documents will be sent to Blalock Walters as approved, provided in a final form to Ms. O'Connell, and circulated for all board members for signatures.

Once the Bylaws and Articles of Incorporation are complete, they will be filed with the State of Florida by Blalock Walters.

These filed documents, combined with the letter signed by ELC Board Chair Mohammadbhoy, will be provided to Moss Krusick to include with the form 1023 filing. Moss Krusick is preparing the necessary forms to ensure prompt filing.

Items for Approval on Consent Agenda

The Foundation will adopt the updated Bylaws as of March 18, 2022, and those Bylaws will be effective as of March 23, 2022.

Upon a motion duly made by Dianne Kopczynski and seconded by Diana Dill, the motion to approve the Non-Consent Agenda item was unanimously approved as presented.

Items for Approval on Consent Agenda

The Foundation will adopt the updated Articles of Incorporation as of March 18, 2022, and those Articles of Incorporation will be effective as of March 23, 2022.

Upon a motion duly made by Diana Dill and seconded Dianne Kopczynski, the motion to approve the Non-Consent Agenda item was unanimously approved as presented.

Approval of the Board of Directors' Meeting Minutes of February 21, 2022

Upon a motion duly made by Dianne Kopczynski and seconded by Diana Dill, the Minutes for the Board of Directors Meeting of February 21, 2022, were unanimously approved with the correction made.

Old Business

None

New Business

None

Public Comments

None

Adjournment

There being no further business to come before the Board, Diana Dill moved to adjourn, and Dianne Kopczynski seconded the motion. The Meeting was adjourned at 9:57 AM.

Minutes Prepared by:



Marie O'Connell

Minutes approved by:



Marc Gilner, Esq.