

A RESOLUTION AUTHORIZING THE CHAIR OF THE BOARD OF DIRECTORS AND/OR THE SCHOOL LEADER OF HORSE CREEK ACADEMY TO ACT ON BEHALF OF THE BOARD AND HCA FOR MATTERS RELATED TO THE TRANSFER OF HCA'S SPONSOR AND CHARTER CONTRACT FROM THE CHARTER INSTITUTE AT ERSKINE TO THE LIMESTONE CHARTER ASSOCIATION, AND OTHER MATTERS RELATING THERETO.

WHEREAS, Horse Creek Academy ("HCA") is a South Carolina nonprofit corporation incorporated on October 9, 2000, and an organization described in Section 501(c)(3) of the Internal Revenue Code, 1986, as amended;

WHEREAS, HCA operates a public charter school (the "School") under the terms of a contract with the Charter Institute at Erskine and Title 59, Chapter 40 of the Code of Laws of South Carolina, 1976, as amended;

WHEREAS, HCA is considering transferring sponsors from the Charter Institute at Erskine to the Limestone Charter Association (the "Transfer");

WHEREAS, HCA is working with legal counsel to advise it on the Transfer;

WHEREAS, HCA will be required to formulate strategies, plans, and other objectives related to the Transfer, and will be required to make decisions regarding the Transfer; and

WHEREAS, due to the importance of these matters and the need for clear direction and expedited decision-making, the Board of Directors of HCA (the "Board"), the governing body of HCA, has decided to designate and authorize the Board Chair of HCA (the "Chair") and/or the School Leader of HCA to act on behalf of the Board and HCA under terms of this Resolution.

NOW, THEREFORE, BE IT RESOLVED by the Board, in a meeting duly assembled as follows:

1. The Chair and/or the School Leader are authorized to represent the Board and HCA, and make decisions on behalf of both, regarding all matters related to the planning and implementation of the Transfer, including without limitation (a) reviewing, evaluating, and accepting plans for effectuating the Transfer, and related matters, (b) coordinating and directing the work of the Board's professional advisors, (c) preparing, reviewing, negotiating, executing, delivering and agreeing to such additional agreements, certifications, documents, and undertakings as they shall deem necessary or advisable related to such matters, (d) scheduling or rescheduling public hearings or other procedural matters if necessary, and (e) retaining additional professional advisors; provided that the Chair and/or School Leader shall report to the Board at each meeting on the actions taken pursuant to designations in this Resolution, and that all matters that cannot legally be delegated but instead require Board action exclusively shall be presented to the Board for a formal vote.

2. Any actions previously undertaken by the Chair and/or the School Leader with respect to the Transfer prior to the adoption of this Resolution are ratified, confirmed and approved.

3. The provisions of this Resolution are limited to the extent that South Carolina law requires any action to be approved and ratified by official action of the Board.

4. Nothing herein shall prohibit the Board from renewing the provisions of this Resolution in the future.

DONE, RATIFIED AND ADOPTED BY THE BOARD AT ITS MEETING ON _____, 2021.

HORSE CREEK ACADEMY

(SEAL)

Kevin Murray, Chair
Board of Directors