

**MINUTES OF THE SPECIAL MEETING  
OF THE BOARD OF DIRECTORS  
OF THE EL PASO LEADERSHIP ACADEMY**

**July 10, 2024**

A special meeting of the Board of Directors (the "**Board**") of the El Paso Leadership Academy, a Texas nonprofit corporation (the "**Company**"), was held on July 10, 2024 at 5:00 pm at El Paso Leadership Academy Academic Revolution Center (EPLA ARC) Toni Mizdal President of the Board, served as its chairman and presided over the meeting. Mr. Kerr also served as Secretary of the Meeting in the absence of the secretary whose position is vacant. Ms. Arielle Bejar also recorded the minutes and transcribed them for the board.

The chairman called the meeting to order at 5:05 pm, and it was determined that a quorum consisting of the majority of the directors of the company was present and ready for the transaction of business. The following directors were present in-person at the EPLA ARC: Matt Kerr, Toni Mizdal, Soledad Bascoco, Justine Miranda, and John Johnston. Ms. Ymelda Y'Herrera was present as the Chief Financial Officer for EPLA via teleconference over zoom.

The following staff members were present: Arielle Bejar and Ms. Ymelda Y'Herrera was present as the Chief Financial Officer for EPLA via teleconference over Zoom.

A motion that the Board convene into Executive Session was made by Matt Kerr and seconded by Justine Miranda All board members voted in favor of the motion and Executive Session was declared.

A motion to end the Executive Session was made by Matt Kerr and seconded by John Johnston. The motion was approved unanimously by the Board.

The Board returned to regular session. Matt Kerr moved to "Approve a revised [CEO offer Letter] terms for the 2023-2024 school year as discussed in the Executive Session and to authorize President Toni Mizdal that specifies a gross pay for all pay periods between now and July 31st of \$7,563.23 per pay period" The motion was seconded by John Johnston Votes on the motion wa approved unanimously by the board.

Approval of 3 additional flexible days of PTO for admin staff that were dealing with a 15% pay cut for 2023-2024. Matt Kerr motioned to approve the additional days. Soledad Basoco seconded the motion. The motion was approved unanimously by the board.

A motion to adjourn the special meeting was made by Matt Kerr and seconded by Justine Miranda. All Board members voted in favor of adjournment. The Board adjourned at 5:56pm

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Toni Mizdal