

**RESOLUTION OF THE GOVERNING BODY OF  
LEADERSHIP LEARNING ACADEMY, INC.**

**FINANCING RESOLUTION**

**SEPTEMBER 25, 2024**

WHEREAS, the Governing Body (the “*Board*”) of Leadership Learning Academy, Inc. (the “*School*”) has determined it is in the best interest of the School to enter into an amendment to the Loan Agreement (the “*Loan Agreement*”) between the School and the Utah Charter School Finance Authority (the “*Issuer*”) whereby the School will borrow the proceeds of the Issuer’s Charter School Revenue Bonds (Leadership Learning Academy) (the “*Bonds*”) to (a) finance the acquisition and expansion of the School’s existing school facilities (the “*Project*”) located at 100 West 2675 North, Layton, Utah (the “*Layton Campus*”) and 1111 2<sup>nd</sup> Street, Ogden, Utah (the “*Ogden Campus*” and, together with the Layton Campus, the “*Facilities*”), (b) provide for capitalized interest, if necessary, (c) fund a debt service reserve fund, and (d) pay certain costs of issuance (collectively, the “*Financing*”)

WHEREAS, the Board desires to authorize and approve the Financing.

NOW THEREFORE Be It and It Is Hereby Resolved by the Governing Body of Leadership Learning Academy, Inc., as follows:

*Section 1.* In connection with the issuance of the Bonds and the Financing, the Board hereby approves the First Amendment to Loan Agreement (the “*Amendment to Loan Agreement*”) in substantially the form presented to the Board. The Board authorizes the Board Chair or, in his or her absence, any available member of the Board, to execute and deliver the Amendment to Loan Agreement, the Amendment to Deed of Trust, the Promissory Note and the Bond Purchase Agreement, all relating to the Financing and the issuance of the Bonds. Any capitalized terms used and not defined herein shall have the meaning attributed to such terms in the Loan Agreement or the Amendment to Loan Agreement.

*Section 2.* The members of the Board, officers, and employees of the School are hereby authorized and directed to execute and deliver for and on behalf of the School any or all additional certificates, documents and other papers and to perform all other acts they may deem necessary or appropriate in order to implement and carry out the matters authorized in this Resolution, including the Project, the Financing and the issuance of the Bonds.

*Section 3.* All actions of the members of the Board, officers, and employees of the School that are in conformity with the purposes and intent of this Resolution, whether taken before or after the adoption hereof, are hereby ratified, confirmed and approved.

*Section 4.* If any provisions of this Resolution should be held invalid, the invalidity of such provision shall not affect the validity of any of the other provisions of this Resolution.

*Section 5.* All resolutions of the School or parts thereof, inconsistent herewith, are hereby repealed to the extent only of such inconsistency.

*Section 6.* This Resolution shall be effective immediately upon its adoption.

ADOPTED AND APPROVED September 25, 2024.

LEADERSHIP LEARNING ACADEMY, INC.

By   
Chair

ATTEST:

  
Board Member