

Committee Name:	Board of Directors	Session #:	1
Committee Chair:	Peter Guadagni		
Minutes recorded by:	Greg Danner	Date/time of meeting (email):	1/15/2021 4:10pm ET

Actions Taken:

1. Approved: Approve a loan amount of up to \$280,000 issued under the 2nd draw of the SBA Paycheck Protection Program.
2. Approved: Grant USMS Treasurer, Teddy Decker, the authority to execute the necessary documents on behalf of USMS and state formally that this action is consistent with our by-laws.

# of committee members responded to email:	14	Absent:	4	Guests:	1
Committee members present (list all, including chair and vice chair): Peter Guadagni - President; Chris Colburn - VP of Administration; Ed Coates - VP of Local Operations; Greg Danner - Secretary; Teddy Decker - Treasurer; At-Large Directors: Carrie Stolar (Breadbasket); Jeff Strahota (Colonies); Britta O'Leary (Southeast); Mel Goldstein (Great Lakes); John King (Oceana); Kris Wingenroth (South Central); Jill Gellatly (Southwest), Dawson Hughes - CEO; Past Presidents: Patty Miller (Immediate Past President).					
No response to email by the time majority was reached: Chris Campbell - VP of Community Services; Donn Livoni - VP of Programs; At-Large Directors: Paige Buehler (Northwest); Maria Elias-Williams - Legal Counsel.					
Guests: Susan Kuhlman – CFO.					

Minutes

The meeting was conducted via email terminating with a majority vote at 4:10 pm ET. *(Secretary's Note: The vote was considered unanimous in that all respondents voted in favor of the motions by the time the majority was reached, and all voting members eventually responded in favor of both motions).*

1. This was an emergency meeting of the Board of Directors called via email for the purpose of approving two MSA's:
2. **MSA to approve a loan amount of up to \$280,000 issued under the 2nd draw of the SBA Paycheck Protection Program.** Discussion: Jill asked if this loan would be 100% forgiven like the first one and if there were other stipulations. Susan responded that 100% forgiveness is likely based on the SBA criteria; Teddy agreed and added that the loan stipulations are like the first. **The motion passed unanimously.**
3. **MSA to grant USMS Treasurer, Teddy Decker, the authority to execute the necessary documents on behalf of USMS and state formally that this action is consistent with our by-laws. The motion passed unanimously.**

The meeting was adjourned at 4:10 pm ET.

Respectfully Submitted,

Greg Danner, Secretary