

AUTHORIZATIONS AND APPROVALS OF SALE AND PURCHASE AGREEMENT
(4911 Poplar Level Road)

WHEREAS, the Board of Education of Jefferson County, Kentucky (“Original Buyer”) executed that certain Sale and Purchase Agreement between the Original Buyer and Marlene Elizabeth Fenton, Trustee of the David Lee Fenton & Marlene Elizabeth Fenton Revocable Trust Agreement dated April 18, 2013 (“Seller”) dated September 27, 2023 (the “Purchase Agreement”), a true and correct copy of which has been presented to the Board of Directors of the Corporation, for the purchase and sale of the “Property” (as more specifically defined in the Purchase Agreement) located at 4911 Poplar Level Road, Louisville, Kentucky 40202;

WHEREAS, the Property is a landlock piece of real property adjacent to George Unseld Early Learning Center and Thomas Jefferson Middle School, the real property of which is owned of record by the Corporation; and

WHEREAS, the Original Buyer desires to assign all of its rights, titles, interests, liabilities and obligations under the Purchase Agreement to the Corporation, and the Corporation desires to assume all of the Original Buyer’s rights, titles, interests, liabilities and obligations under the Purchase Agreement pursuant to an Assignment and Assumption of Sale and Purchase Agreement (the “Assignment”), a true and correct copy of which has been presented to the Board of Directors of the Corporation, in order to consolidate the Property with other real property owned of record by the Corporation.

NOW THEREFORE, BE IT RESOLVED that the Board of Directors of the Corporation hereby authorizes and approves of the Purchase Agreement and the Assignment, in the forms presented hereto.

RESOLVED FURTHER, that the Corporation be and hereby is authorized, empowered, and directed to execute the Assignment and to perform all of Original Buyer’s rights, titles, interests, liabilities and obligations under the Purchase Agreement and the other agreements as are contemplated therein.

RESOLVED FURTHER, that the officers of the Corporation, both individually and collectively, be and hereby are, authorized, empowered and directed in the name of and on behalf of the Corporation, to negotiate, finalize and execute each of the agreements, instruments, certificates and other documents that the officers, in the exercise of their discretion, deem necessary or appropriate to give effect to the transactions contemplated in these resolutions, including, but not limited to, the Assignment and the Purchase Agreement, and such other agreements, instruments, certificates and other documents as are contemplated in the Assignment and the Purchase Agreement, and to take or cause to be taken such other and further actions as they, in the exercise of their discretion, deem necessary or appropriate to give effect to the foregoing resolutions and to consummate the transactions contemplated herein.

RESOLVED FURTHER, that all actions heretofore taken by any officer of the Corporation, in connection with the foregoing, are hereby ratified, confirmed, adopted, and approved as authorized actions of the Corporation.

RESOLVED, FURTHER, that these Resolutions shall be effective immediately.