

**MINUTES OF A MEETING OF
THE BOARD OF DIRECTORS OF
THE LOS ANGELES LEADERSHIP ACADEMY**

Wednesday, May 10, 2017

The following members of the Board of Directors (the “Board”) of The Los Angeles Leadership Academy (the “Academy”), pursuant to notice duly given or waived, attended the meeting at 2670 Griffin Avenue, Los Angeles, California, and constituted a quorum for the transaction of business in accordance with the California Nonprofit Public Benefit Corporation Law and the bylaws of the Academy (the “Bylaws”):

Eric Barron
Sally Chou
Mona Field
Martin Frank
Roger Lowenstein
David Nickoll
Elizabeth Perez-LoPresti
Rick Rosen¹
Christian Sarabia
Jonathan Torres

The following members of the Board were absent from the meeting:

Justin Brimmer
Rohan Gupta
Carol Ann Leif
Diane Prins Sheldahl
Allan Rudnick

Also in attendance at the invitation of the Board were: (i) Arina Goldring-Ravin, Executive Director; (ii) Kristin Dietz, Chief Financial Officer; (iii) Cynthia Cuprill, High School Principal; (iv) Marvin Jacobo, Middle School Principal; (v) Antonio Sanchez, Primary School Principal; (vi) Tim Petty, the Academy’s Athletics Program Director; (vii) Judy Levy, the Academy’s Access and Equity Gala Planner; (viii) Lety Harris, High School College Counselor and (ix) Jonathan Lee and Sebastian Bacon of Proskauer Rose LLP, outside counsel.

The meeting was called to order by Mr. Nickoll at approximately 4:35 p.m. Pacific time. Mr. Lee acted as secretary for purposes of the meeting.

Introductory Remarks

Mr. Nickoll began the meeting by describing the Board’s open communications procedures to the members of the public in attendance. Mr. Nickoll noted that members of the public who wish to address the Board may do so by indicating on the comment cards made available at the meeting whether they intend to address either (i) a specific agenda item, which

comments would be heard at the time the Board addresses such item, or (ii) a non-agenda item, which comments would be heard during the period reserved for open communications. Mr. Nickoll noted that members of the public have the right to remain anonymous while addressing the board. Mr. Nickoll also noted that addresses by members of the public on any item would be limited to two minutes.

Open Communications

Mr. Nickoll invited members of the public in attendance to address the Board on non-agenda items. The Board collected comment cards from members of the public in attendance with respect to specific agenda items.

Speaker One announced that her sister, who graduated from the Academy, would soon be graduating from Brandeis University and recognized certain teachers for their contributions to the Academy. Discussion ensued.

Approval of Minutes

Mr. Nickoll made a presentation regarding the minutes of the meeting of the Board held on March 29, 2017 (the “Minutes”). The Minutes were approved as read.

Recognition of Parent Leaders

Ms. Goldring-Ravin made a presentation recognizing parents Mireya Secovia, Josie Vargas, Tan Tran, Roxanne Diaz and Carmen Mora for their contributions to the Academy and presented them with honorary plaques and flowers.

Access and Equity Gala

Ms. Levy made a presentation regarding the Access and Equity Gala. Ms. Levy noted that the gala would be held for the first time at the University of California, Los Angeles’ Meyer & Renee Luskin Conference Center and that preparations were progressing. The Board asked questions and engaged in discussion during and following Ms. Levy’s presentation, and Ms. Levy answered questions from the Board.

Athletics Program

Mr. Petty made a presentation regarding the Academy’s proposed athletics program and outlined the associated costs and timeline. The Board asked questions and engaged in discussion during and following Mr. Petty’s presentation, and Mr. Petty answered questions from the Board.

Executive Director Report

Ms. Goldring-Ravin made a presentation regarding, among other things, (i) the recent open forum discussion with parents, (ii) the upcoming open forum discussion with students, (iii) the Academy’s Local Control Accountability Plan, (iv) updates on collective bargaining with Los Angeles Leadership Academy United, the union representing the Academy’s faculty, and (v) proposed changes to the structure of the Academy’s administration for the 2017-2018 school

year. The Board asked questions and engaged in discussion during and following Ms. Goldring-Ravin's presentation, and Ms. Goldring-Ravin answered questions from the Board.

Student Leadership Council Report

Jose Lobo, the coordinator of the primary school's student leadership council, and two of the primary school's students made a presentation the primary school's recent assemblies regarding bullying and student health. Discussion ensued, and Mr. Lobo and the students answered questions from the Board.

Parents in Action Report

Ms. Secovia made a presentation regarding recent activity of the parent council, Parents in Action. Ms. Secovia reported that Parents in Action raised over \$20,000 through its chocolate sale fundraiser and hoped to direct those proceeds toward a shade for the kindergarten playground and discussed the upcoming Summer Bash and fifth grade field trip. Discussion ensued, and Ms. Secovia answered questions from the Board.

Principal's Report

Ms. Cuprill made a presentation regarding the Academy's high school, including, among other things, (i) enrollment, (ii) attendance, (iii) student achievement data, (iv) parent engagement, (v) college and career readiness, (vi) curriculum, (vii) relationship training, (viii) International Women's Day, (ix) professional development, and (x) a film class field trip to 51 Minds. Discussion ensued, and Ms. Cuprill answered questions from the Board.

College Counselor Report

Ms. Harris made a presentation regarding college acceptance statistics for the high school's senior class and the initiatives in place to maximize each senior's financial aid. Discussion ensued, and Ms. Harris answered questions from the Board.

Personnel Committee Report

Ms. Field made a presentation regarding the Personnel Committee of the Board's proposed changes to the structure of the Academy's administration for the 2017-2018 school year, including the hiring of a Chief Operations Officer. Discussion ensued, and Ms. Field answered questions from the Board.

Approval of Executive Director Compensation Study

Ms. Field made a presentation regarding the Executive Director's evaluation and the IRS-Required Executive Director Compensation Comparability Study (the "Executive Director Compensation Study"), drafts of which were circulated to the Board prior to the meeting. Discussion ensued, and Ms. Field answered questions from the Board.

After discussion, upon motion duly made and seconded, the Board unanimously approved the following resolution:

WHEREAS, the Board has received and discussed the Executive Director Compensation Study; and

WHEREAS, the Board deems it advisable and in the best interests of the Academy to approve and acknowledge receipt of the Executive Director Compensation Study.

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director Compensation Study be, and it hereby is, approved, with such changes, additions, deletions, amendments or modifications as any of the Officers deem necessary, proper or advisable.

FURTHER RESOLVED, that the Board acknowledges receipt of the Executive Director Compensation Study.

In Favor (10): E. Barron, S. Chou, M. Field, M. Frank, R. Lowenstein, D. Nickoll, E. Perez-LoPresti, R. Rosen, C. Sarabia and J. Torres.

Opposed (0): None.

Abstentions (0): None.

Approval of Salary Schedules for 2017-2018 School Year

Ms. Field made a presentation recommending for approval the salary schedules for the 2017-2018 school year (the “Salary Schedules”), drafts of which were circulated to the Board prior to the meeting. Discussion ensued, and Ms. Field answered questions from the Board.

After discussion, upon motion duly made and seconded, the Board unanimously approved the following resolution:

WHEREAS, the Personnel Committee of the Board has recommended to the Board that the Salary Schedules be approved;

WHEREAS, the Board has discussed the Salary Schedules; and

WHEREAS, the Board deems it advisable and in the best interests of the Academy to approve the Salary Schedules.

NOW, THEREFORE, BE IT RESOLVED, that the Salary Schedules be, and they hereby are, approved, with such changes, additions, deletions, amendments or modifications as any of the Officers deem necessary, proper or advisable.

In Favor (10): E. Barron, S. Chou, M. Field, M. Frank, R. Lowenstein, D. Nickoll, E. Perez-LoPresti, R. Rosen, C. Sarabia and J. Torres.

Opposed (0): None.

Abstentions (0): None.

Ratification of Employment Agreements for 2017-2018 School Year

Mr. Nickoll made a presentation regarding certain employment agreements (the “Employment Agreements”) for the 2017-2018 school year, drafts of which were circulated to the Board prior to the meeting. As required by clause (3) of subdivision (a) of section 54953 of the California Government Code (the “Code”), Mr. Nickoll orally reported a summary of a

recommendation for a final action on the salaries, salary schedule, or compensation paid in the form of fringe benefits of a local agency executives, as defined in subdivision (d) of Section 3511.1 of the Code, as set forth in Exhibit A, attached hereto. Discussion ensued, and Mr. Nickoll answered questions from the Board.

After discussion, upon motion duly made and seconded, the Board unanimously approved the following resolution:

WHEREAS, the Personnel Committee of the Board has recommended to the Board that the Employment Agreements be ratified;

WHEREAS, the Board has discussed the Employment Agreements; and

WHEREAS, the Board deems it advisable and in the best interests of the Academy to ratify the Employment Agreements.

NOW, THEREFORE, BE IT RESOLVED, that the Employment Agreements be, and they hereby are, approved, with such changes, additions, deletions, amendments or modifications as any of the Officers deem necessary, proper or advisable.

In Favor (10): E. Barron, S. Chou, M. Field, M. Frank, R. Lowenstein, D. Nickoll, E. Perez-LoPresti, R. Rosen, C. Sarabia and J. Torres.
Opposed (0): None.
Abstentions (0): None.

Facilities Ad Hoc Committee Report

Mr. Lowenstein made a presentation regarding the Facilities Ad Hoc Committee of the Board. Mr. Lowenstein updated the Board on a potential agreement to utilize some of the facilities of the nearby Boys & Girls Club and a potential arrangement with the Florence Crittenton Center, the Academy's landlord, to provide housing to certain of the Academy's teachers. Discussion ensued, and Mr. Lowenstein answered questions from the Board.

Mr. Rosen then left the meeting.

Budget and Finance Committee Report

Prior to the meeting, a report prepared by EdTec Inc. regarding the Academy's financial statements for the month of March 2017 (the "March Financials") was distributed to the Board. Ms. Dietz made a presentation regarding the March Financials, including its income and expenses versus budget, cash flow forecast, balance sheet and average daily attendance. Ms. Dietz also reported on preliminary developments for the Academy's 2017-2018 school year budget. Discussion ensued, and Ms. Dietz answered questions from the Board.

Approval of March Financials

WHEREAS, the Board has been presented with and reviewed the March Financials; and

WHEREAS, the Board deems it advisable and in the best interests of the Academy to approve the March Financials.

NOW, THEREFORE, BE IT RESOLVED, that the March Financials be, and they hereby are approved.

In Favor (9): E. Barron, S. Chou, M. Field, M. Frank, R. Lowenstein, D. Nickoll, E. Perez-LoPresti, C. Sarabia and J. Torres.

Opposed (0): None.

Abstentions (0): None.

Approval of Payment of Remaining Balance of Primary School's Wonders/Maravillas ELA/SLA Curriculum

WHEREAS, the General Accounting Policies and Procedures of the Academy require the Board to approve purchases in excess of \$25,000;

WHEREAS, the Board had previously been reviewed and approved a price quote in the amount of \$193,021 for the purchase of the California State Board of Education's English Language Arts/English Language Development Wonders/Maravillas curriculum for grades transitional kindergarten through five of the Academy's primary school (the "Wonders/Maravillas Curriculum");

WHEREAS, the Board deems it advisable and in the best interests of the Academy to pay the remaining balance for the Wonders/Maravillas Curriculum is \$121,397;

NOW, THEREFORE, BE IT RESOLVED, that the payment of the remaining balance for the Wonders/Maravillas Curriculum of \$121,397 be, and it hereby is, approved.

In Favor (9): E. Barron, S. Chou, M. Field, M. Frank, R. Lowenstein, D. Nickoll, E. Perez-LoPresti, C. Sarabia and J. Torres.

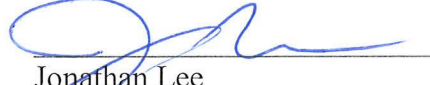
Opposed (0): None.

Abstentions (0): None.

* * *

There being no further business to come before it, the meeting was, upon motion duly made and seconded, adjourned at approximately 6:17 p.m. Pacific time.

Respectfully submitted,



Jonathan Lee
Secretary of the Meeting

Approved:

David Nickoll
Chairman of the Meeting


* * *

There being no further business to come before it, the meeting was, upon motion duly made and seconded, adjourned at approximately 6:17 p.m. Pacific time.

Respectfully submitted,

Jonathan Lee
Secretary of the Meeting

Approved:



David Nickoff
Chairman of the Meeting

Exhibit A

Oral Report re: Employment Agreements

(Attached)

Script for Board Chair

“As to the next item regarding ratification/approval of the Personnel Committee recommended management contracts, I am required by law to indicate, prior to any vote on the contract, the following information:

Position Title	Term	Annual Salary	Health Benefits	Days of Paid Vacation per Year	Days of Paid Sick Leave per Year
High School Principal	One year	103,880.00	Twelve (12) months of full single HMO or PPO coverage or full HMO family coverage for health, dental, life, and vision benefits.	Positive School Year 8 Weeks	10 Days
K-8 Grade Principal	One year	111,151.60	Twelve (12) months of full single HMO or PPO coverage or full HMO family coverage for health, dental, life, and vision benefits.	Positive School Year 8 Weeks	10 Days
K-8 Grade Assistant Principal	One year	89,345.00	Twelve (12) months of full single HMO or PPO coverage or full HMO family coverage for health, dental, life, and vision benefits.	Positive School Year 8 Weeks	10 Days
K-8 Grade Assistant Principal	One year	92,025.35	Twelve (12) months of full single HMO or PPO coverage or full HMO family coverage for health, dental, life, and vision benefits.	Positive School Year 8 Weeks	10 Days
High School Assistant Principal	One year	94,705.70	Twelve (12) months of full single HMO or PPO coverage or full HMO	Positive School Year 8 Weeks	10 Days

			family coverage for health, dental, life, and vision benefits.		
Director of Finance	One year	112,329.00	Twelve (12) months of full single HMO or PPO coverage or full HMO family coverage for health, dental, life, and vision benefits.	4 weeks	8 Days
Chief Operations Officer	One year	119,080.20	Twelve (12) months of full single HMO or PPO coverage or full HMO family coverage for health, dental, life, and vision benefits.	4 weeks 1 week Spring Break	10 Days
Director of Student Support Services	One year	111,151.60	Twelve (12) months of full single HMO or PPO coverage or full HMO family coverage for health, dental, life, and vision benefits.	Positive School Year 8 Weeks	10 Days
Executive Administrative Assistant	One year	72,999.00	Twelve (12) months of full single HMO or PPO coverage or full HMO family coverage for health, dental, life, and vision benefits.	4 Weeks	8 Days
Athletic Director	One year	65,000.00	Twelve (12) months of full single HMO or PPO coverage or full HMO family coverage for health, dental, life, and vision benefits.	4 Weeks	8 Days

I am pleased to recommend approval of these contracts and call for a vote on them.”