

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

Thursday, January 17, 2019

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:

Eric Barron
Justin Brimmer
Mona Field
Austin Lee
David Nickoll
Rick Rosen¹
Diane Prins Sheldahl

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

Martin Frank
Elizabeth Perez-LoPresti
Allan Rudnick
Christian Sarabia

Also in attendance at the invitation of the Board were: (i) Arina Goldring-Ravin, Chief Executive Officer; (ii) Marina Pilyavskaya, Director of Finance; (iii) Cynthia Cuprill, High School Principal; (iv) Nereida Lopez, Primary School Principal; (v) Anna Rice, Middle School Assistant Principal; (vi) Antonio Sanchez, Director of Special Programs; (vii) Tina Butler, Chief Operations Officer; (viii) Tim Petty, Athletic Director; (ix) Mireya Segovia, a member of the Parent Teacher Organization (the “PTO”); (x) Mr. Segovia, School Site Council Chair; (xi) Jose Lobo, Primary School student leadership coordinator and Vice President of Los Angeles Leadership Academy United (“LALA United”); (xii) David Villanueva, a member of the public and Middle School Teacher; and (xiii) Liam Gallagher and Sam Kronenberg, outside counsel.

The meeting was called to order by Mr. Nickoll at approximately 4:30 p.m. Pacific time. Mr. Kronenberg 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

¹ Attended a portion of the meeting as indicated.

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 also noted that addresses by members of the public on any item would be limited to two minutes.

Middle School Student Leadership Council Report

Various students from the Academy's middle school made a presentation regarding a variety of topics, including the upcoming Spirit Week activities, their efforts in planning the winter formal dance and the student honor roll breakfast. Discussion ensued, and the students answered questions from the Board.

Open Communications

Mr. Nickoll invited members of the public in attendance to address the Board on non-agenda items.

Speaker One, who voluntarily identified himself as David Villanueva, along with various Academy students in attendance, addressed the Board to provide an update regarding recent activities of the Academy's Bike Club. Mr. Villanueva described, among other things, local newspaper coverage of the Academy's Bike Club, the Bike Club's recent attendance at Lincoln Heights Neighborhood Council meetings and the ongoing fundraising efforts aimed at acquiring additional bikes. Discussion ensued and the speakers answered questions from the Board.

The Board collected no comment cards from members of the public in attendance with respect to specific agenda items.

High School Student Leadership Council Report

Various students from the Academy's high school made a presentation regarding a variety of topics, including their upcoming events, the upcoming Spirit Week activities, recruiting efforts for 8th grade students and the recent university campus tour. Discussion ensued, and the students answered questions from the Board.

School Site Council Report

Mr. Segovia made a presentation regarding the recent efforts and activity of the Academy's School Site Council, including with respect to the 2019-2020 Single Plan for Student Achievement (the "Student Achievement Plan"), the proposed revisions to the Academy's wellness policy (the "Wellness Policy") and the Academy's Local Control Accountability Plan (LCAP) strategy. Discussion ensued, and Mr. Segovia answered questions from the Board.

Athletic Director Report

Mr. Petty made a presentation regarding the recent activity of the Academy's athletic program, including the Academy's inaugural baseball season and updates regarding the Academy's California Interscholastic Federation (CIF) membership. Discussion ensued, and Mr. Petty answered questions from the Board.

Parent Teacher Organization Report

Ms. Segovia made a presentation regarding the recent activity of the PTO, including the annual Fall Festival fundraiser, the PTO Friendship Dance and the chocolate sale fundraiser aimed at raising funds for student graduation expenses. Discussion ensued, and Ms. Segovia answered questions from the Board.

Executive Director Report

Ms. Goldring-Ravin made a presentation regarding, among other things, (i) the Student Support Academic Enrichment Grant for visual and performing arts (the “Student Support Grant”) and related hiring and expense requirements as outlined in the Student Support Grant budget, (ii) updates regarding meetings with representatives from LALA United, including with respect to the proposed memoranda of understanding between the Academy and LALA United, (iii) overview of preparation for the upcoming Los Angeles Unified School District (“LAUSD”) Charter Schools Division (the “CSD”) Oversight visits for the Academy and the Los Angeles Leadership Primary Academy (the “Primary Academy”), and (iv) updates on the recent college counseling partnership with Collegewise, a national organization which provides college counseling support and training to students and teachers. Discussion ensued, and Ms. Goldring-Ravin answered questions from the Board.

Approval of Student Support Grant and Related Expenses

Ms. Goldring-Ravin made a presentation regarding the Student Support Grant, as well as the related expenses and grant acceptance requirements outlined in the Student Support Grant and corresponding grant budget. Discussion ensued, and Ms. Goldring-Ravin answered questions from the Board. Following discussion, upon motion duly made and seconded, the Board unanimously approved and adopted the resolutions attached hereto as Exhibit A.

In Favor (7): E. Barron, J. Brimmer, M. Field, A. Lee, D. Nickoll, D. Prins Sheldahl, R. Rosen
Opposed (0): None.
Abstentions (0): None.

Approval of 2019-2020 and 2020-2021 School Year Instructional Calendars

Ms. Goldring-Ravin made a presentation regarding the 2019-2020 and 2020-2021 School Year Instructional Calendars, copies of which were distributed to the Board prior to the meeting. Discussion ensued, and Ms. Goldring-Ravin answered questions from the Board. Following discussion, upon motion duly made and seconded, the Board unanimously approved and adopted the resolutions attached hereto as Exhibit B.

In Favor (7): E. Barron, J. Brimmer, M. Field, A. Lee, D. Nickoll, D. Prins Sheldahl, R. Rosen
Opposed (0): None.
Abstentions (0): None.

Approval of Memoranda of Understanding with LALA United

Ms. Goldring-Ravin made a presentation regarding the proposed memoranda of understanding with Los Angeles Leadership Academy United, copies of which were distributed to

the Board prior to the meeting. Discussion ensued, and Ms. Goldring-Ravin answered questions from the Board. Following discussion, upon motion duly made and seconded, the Board unanimously approved and adopted the resolutions attached hereto as Exhibit C.

In Favor (7): E. Barron, J. Brimmer, M. Field, A. Lee, D. Nickoll, D. Prins Sheldahl, R. Rosen
Opposed (0): None.
Abstentions (0): None.

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 November 2018 (the "November Financials") was distributed to the Board. Mr. Lee made a presentation regarding the November Financials, including its income and expenses versus budget, cash flow forecast, balance sheet and average daily attendance. Mr. Lee also reported on, among other things, the receipt, and planned use, of the Academy's recently awarded academic grants. Discussion ensued, and Mr. Lee and Ms. Goldring-Ravin answered questions from the Board.

Approval of November Financials

Mr. Lee made a presentation regarding the Academy's November Financials, copies of which were distributed to the Board prior to the meeting. Discussion ensued, and Mr. Lee answered questions from the Board. Discussion ensued, and Mr. Lee answered questions from the Board. Following discussion, upon motion duly made and seconded, the Board unanimously approved and adopted the resolutions attached hereto as Exhibit D.

In Favor (7): E. Barron, J. Brimmer, M. Field, A. Lee, D. Nickoll, D. Prins Sheldahl, R. Rosen
Opposed (0): None.
Abstentions (0): None.

Approval of Low Performing Block Grant Plans

Ms. Goldring-Ravin made a presentation regarding the Low Performing Block Grant plans for the Academy and the Primary Academy, including the implementation of new after-school tutoring programs for Academy students. Discussion ensued, and Ms. Goldring-Ravin answered questions from the Board. Following discussion, upon motion duly made and seconded, the Board unanimously approved and adopted the resolutions attached hereto as Exhibit E.

In Favor (7): E. Barron, J. Brimmer, M. Field, A. Lee, D. Nickoll, D. Prins Sheldahl, R. Rosen
Opposed (0): None.
Abstentions (0): None.

Approval of School Accountability Report Cards

Ms. Goldring-Ravin made a presentation regarding the School Accountability Report Card annual reports (the "SARC Reports") for the Academy and the Primary Academy. Discussion ensued, and Ms. Goldring-Ravin answered questions from the Board. Following discussion, upon motion duly made and seconded, the Board unanimously approved and adopted the resolutions attached hereto as Exhibit F.

In Favor (7): E. Barron, J. Brimmer, M. Field, A. Lee, D. Nickoll, D. Prins Sheldahl, R. Rosen
Opposed (0): None.
Abstentions (0): None.

Approval of Engagement Letter for Accounting and Data Collection Services

Ms. Goldring-Ravin made a presentation regarding a proposed engagement letter for accounting and data collection services with respect to the Academy's use of the Student Support Grant funds. Discussion ensued, and Ms. Goldring-Ravin answered questions from the Board. Following discussion, upon motion duly made and seconded, the Board unanimously approved and adopted the resolutions attached hereto as Exhibit G.

In Favor (7): E. Barron, J. Brimmer, M. Field, A. Lee, D. Nickoll, D. Prins Sheldahl, R. Rosen
Opposed (0): None.
Abstentions (0): None.

Approval of 2019-2020 Single Plan for Student Achievement

Mr. Sanchez made a presentation regarding the Student Achievement Plan for the Primary Academy, copies of which were distributed to the Board prior to the meeting. Discussion ensued, and Mr. Sanchez answered questions from the Board. Following discussion, upon motion duly made and seconded, the Board unanimously approved and adopted the resolutions attached hereto as Exhibit H.

In Favor (7): E. Barron, J. Brimmer, M. Field, A. Lee, D. Nickoll, D. Prins Sheldahl, R. Rosen
Opposed (0): None.
Abstentions (0): None.

Approval of the Academy's Revised Wellness Policy

Mr. Sanchez made a presentation regarding proposed revisions to the Academy's Wellness Policy, copies of which were distributed to the Board prior to the meeting. Discussion ensued, and Mr. Sanchez answered questions from the Board. Following discussion, upon motion duly made and seconded, the Board unanimously approved and adopted the resolutions attached hereto as Exhibit I.

In Favor (7): E. Barron, J. Brimmer, M. Field, A. Lee, D. Nickoll, D. Prins Sheldahl, R. Rosen
Opposed (0): None.
Abstentions (0): None.

Approval of Vendor Contract with California Digital Systems

Mr. Sanchez made a presentation regarding the Academy's proposed contract with California Digital Systems for the lease of copier equipment, copies of which were distributed to the Board prior to the meeting. Discussion ensued, and Mr. Sanchez answered questions from the Board. Following discussion, upon motion duly made and seconded, the Board unanimously approved and adopted the resolutions attached hereto as Exhibit J.

In Favor (7): E. Barron, J. Brimmer, M. Field, A. Lee, D. Nickoll, D. Prins Sheldahl, R. Rosen
Opposed (0): None.

Abstentions (0): None.

Approval of Minutes

Mr. Nickoll made a presentation regarding the minutes of the meetings of the Board held on December 5, 2018 (collectively, the “Minutes”). The Minutes were approved as read.

Brown Act Presentation

Mr. Kronenberg made a presentation regarding the Ralph M. Brown Act and the Board’s open meeting obligations thereunder. The Board asked questions and engaged in discussion during and following Mr. Kronenberg’s presentation, and Mr. Kronenberg answered questions from the Board.

Principals Reports

Ms. Lopez made a presentation regarding the Academy’s primary school, including, among other things, (i) enrollment, (ii) attendance, (iii) curriculum and instruction, (iv) student achievement data, (v) discipline practices, (vi) professional development, (vii) parent engagement and (viii) celebration and events. Discussion ensued and Ms. Lopez answered questions from the Board.

Rick Rosen then left the meeting.

Mr. Lobo then made a presentation regarding the Academy’s middle school, including, among other things, (i) enrollment, (ii) attendance, (iii) curriculum and instruction, (iv) professional development, (v) student achievement data, (vi) discipline practices, (vii) parent engagement and (viii) events and celebrations. Discussion ensued and Mr. Lobo answered questions from the Board.

Ms. Cuprill then made a presentation regarding the Academy’s high school, including, among other things, (i) enrollment, (ii) attendance, (iii) student recruitment, (iv) curriculum and instruction, (v) student achievement data and (vi) discipline practices. Discussion ensued, and Ms. Cuprill answered questions from the Board.

* * *

There being no further business to come before it, the meeting was, upon motion duly made and seconded, adjourned at approximately 7:28 p.m. Pacific time.

Respectfully submitted,

Sam Kronenberg
Secretary of the Meeting

Approved:



David Nickoll

Chairman of the Meeting

EXHIBIT A

Approval of Student Support Grant Award and Related Expenses

WHEREAS, the Board of Directors (the "Board") of The Los Angeles Leadership Academy (the "Academy") has previously reviewed and discussed the Academy's application for, and grant of, funding through the Student Support Academic Enrichment Grant for visual and performing arts (the "Student Support Grant");

WHEREAS, as a condition to the receipt of funding under the Student Support Grant, the Academy is required to formally accept the grant award in the amount of \$764,810 (the "Grant Award") and approve the related expenses as outlined in the Student Support Grant budget (the "Grant Related Expenses"); and

WHEREAS, the Board deems it advisable and in the best interests of the Academy to formally accept the Grant Award and approve the Grant Related Expenses.

NOW, THEREFORE, BE IT RESOLVED, that the Grant Award be, and hereby is, formally accepted, and the Grant Related Expenses be, and hereby are, approved, each with such changes, additions, deletions, amendments or modifications as either of the Chief Executive Officer or the Director of Finance of the Academy (collectively, the "Officers") deem necessary, proper or advisable.

EXHIBIT B

Approval of 2018-2019 and 2020-2021 School Year Instructional Calendars

WHEREAS, the Board has been presented with and reviewed the Academy’s proposed instructional calendars for the 2018-2019 and 2020-2021 school years in the forms attached hereto as Annex B (the “Instructional Calendars”); and

WHEREAS, the Board deems it advisable and in the best interests of the Academy to approve and adopt the Instructional Calendars.

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

ANNEX B

Instructional Calendars

EXHIBIT C

Approval of Memoranda of Understanding with LALA United

WHEREAS, the Board has been presented with and reviewed copies of the Memoranda of Understanding with Los Angeles Leadership Academy United (the “MOUs”) in the forms attached hereto as Annex C; and

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

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

ANNEX C

Memoranda of Understanding

EXHIBIT D

Approval of November Financials

WHEREAS, the Board has been presented with and reviewed a report prepared by EdTec Inc. regarding the Academy's financial statements for the month of November 2018, including the updated financial forecast contained therein (the "November Financials"); and

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

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

ANNEX D

November Financials

EXHIBIT E

Approval of Low Performing Block Grant Plans

WHEREAS, the Board has been presented with and reviewed the Low Performing Block Grant plans for the Academy and the Primary Academy (the "Block Grant Plans");

WHEREAS, the Board deems it advisable and in the best interests of the Academy to approve and adopt the Block Grant Plans.

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

EXHIBIT F

Approval of School Accountability Report Cards

WHEREAS, the Board has been presented with and reviewed the Student Accountability Report Cards (the "SARC Reports") for the Academy and the Los Angeles Leadership Primary Academy (the "Primary Academy"); and

WHEREAS, the Board deems it advisable and in the best interests of the Academy to approve and adopt the SARC Reports.

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

EXHIBIT G

Approval of Engagement Letter for Accounting and Data Collection Services

WHEREAS, the Board has previously reviewed and discussed the Academy's application for, and grant of, funding through the Student Support Grant;

WHEREAS, the Board has reviewed and discussed the engagement letter for accounting and data collection services (the "Services") with respect to the Academy's use of the Grant Award under the Student Support Grant (the "Engagement Letter"); and

WHEREAS, in connection with the performance of the Services contemplated by the Engagement Letter, the Board deems it advisable and in the best interests of the Academy to approve and adopt the Engagement Letter.

NOW, THEREFORE, BE IT RESOLVED, that the Engagement Letter be, and hereby is, approved and adopted, with such changes, additions, deletions, amendments or modifications as any of the Officers deem necessary, proper or advisable.

EXHIBIT H

Approval of 2019-2020 Single Plan for Student Achievement

WHEREAS, the Board has been presented with and reviewed a copy of the 2019-2020 single plan for student achievement for the Primary Academy (the "Student Achievement Plan"); and

WHEREAS, the Board deems it advisable and in the best interests of the Academy to approve and adopt the Student Achievement Plan.

NOW, THEREFORE, BE IT RESOLVED, that the Student Achievement Plan be, and hereby is, approved and adopted, with such changes, additions, deletions, amendments or modifications as any of the Officers deem necessary, proper or advisable.

ANNEX H

2019-2020 Single Plan for Student Achievement

EXHIBIT I

Approval of Revised Wellness Policy

WHEREAS, the Board desires to revise the Academy's wellness policy (the "Wellness Policy");

WHEREAS, the Board has been presented with and reviewed the proposed revisions to the Wellness Policy in the form attached hereto as Annex I (as amended, the "Revised Wellness Policy"); and

WHEREAS, the Board deems it advisable and in the best interests of the Academy to approve and adopt the Revised Wellness Policy.

NOW, THEREFORE, BE IT RESOLVED, that the Revised Wellness Policy be, and hereby is, approved and adopted, with such changes, additions, deletions, amendments or modifications as any of the Officers deem necessary, proper or advisable.

ANNEX I

Revised Wellness Policy

EXHIBIT J

Approval of Vendor Contract with California Digital Systems

WHEREAS, the Board has been presented with and reviewed the proposed contract with California Digital Systems for the lease of copier equipment in the form attached hereto as Annex J (the "CDS Contract"); and

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

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

ANNEX J

CDS Contract