

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

Thursday, July 30, 2020

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 (i) in person at 2670 Griffin Avenue, Los Angeles, California, or (ii) by telephone, 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:

Rick Rosen
Justin Brimmer
David Nickoll
Elizabeth Perez-LoPresti
Jorge Mutis
Mona Field
Austin Lee
Diane Prins Sheldahl

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

Christian Sarabia

Also in attendance at the invitation of the Board were: (i) Arina Goldring-Ravin, Chief Executive Officer and, Marina Pilyavskaya, Director of Finance. (iii) Bruce Newson, insurance broker, (iv) Kiri Clayton, Union President, (v) Martin Frank, former Board Member, (vi) Allan Rudnick, former Board Member and (vii) Lorig Koujakian, Secretary.

The meeting was called to order by Mr. Nickoll at approximately 12:17 p.m. Pacific time. Ms. Koujakian 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 also noted that addresses by members of the public on any item would be limited to two minutes.

Mr. Nickoll recognized retired Board members Allan Rudnick and Marty Frank.

Mr. Nickoll also introduced Kiri Clayton as the new President of LALA United.

Open Communications

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

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

Approval of Minutes

Mr. Nickoll made a presentation regarding the minutes of the meetings of the Board held on June 4, 2020 (collectively, the “Minutes”). The Minutes were approved as read.

Presentation of Liability Insurance Coverages

Mr. Newsom presented the Board with renewals for liability policies. The Board asked questions and engaged in discussion during and following Mr. Newsom’s presentation, and Mr. Newsom answered questions from the Board.

Motion to Reelect Justin Brimmer to the Governing 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): D. Nickoll, E. LoPresti,,R. Rosen, J. Mutis, M. Field, A. Lee, D. Prins-Sheldahl
Opposed (0): None.
Abstentions (0): None.

Motion to Reelect Mona Field to the Governing 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): J. Brimmer, D. Nickoll, E. LoPresti,,R. Rosen, J. Mutis, A. Lee, D. Prins-Sheldahl
Opposed (0): None.
Abstentions (0): None.

Motion to Reelect Elizabeth Lo-Presti to the Governing 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): J. Brimmer, D. Nickoll, R. Rosen, J. Mutis, M. Field, A. Lee, D. Prins-Sheldahl
Opposed (0): None.
Abstentions (0): None.

Motion to Reelect Diane Prins-Sheldahl to the Governing 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): J. Brimmer, D. Nickoll, E. LoPresti, R. Rosen, J. Mutis, M. Field, A. Lee
Opposed (0): None.
Abstentions (0): None.

Motion to Reelect Christian Sarabia to the Governing Board

Following discussion, upon motion duly made and seconded, the Board unanimously approved and adopted the resolutions attached hereto as Exhibit E.

In Favor (8): J. Brimmer, D. Nickoll, E. LoPresti, R. Rosen, J. Mutis, M. Field, A. Lee, D. Prins-Sheldahl
Opposed (0): None.
Abstentions (0): None.

Motion to approve Workers Comp and Educators Packages

Mr. Nickoll presented the Board with the Workers Comp and Educators Packages, copies of which were circulated to the Board prior to the meeting. Following discussion, upon motion duly made and seconded, the Board unanimously approved and adopted the resolutions attached hereto as Exhibit F.

In Favor (8): J. Brimmer, D. Nickoll, E. LoPresti, R. Rosen, J. Mutis, M. Field, A. Lee, D. Prins-Sheldahl
Opposed (0): None.
Abstentions (0): None.

Motion to approve Consolidated Application for LALPA and LALA

Ms. Pilyavskaya made a presentation regarding the consolidated application for both the Academy and Primary Academy, copies of which were circulated to the Board prior to the meeting. Following discussion, upon motion duly made and seconded, the Board unanimously approved and adopted the resolutions attached hereto as Exhibit G.

In Favor (8): J. Brimmer, D. Nickoll, E. LoPresti, R. Rosen, J. Mutis, M. Field, A. Lee, D. Prins-Sheldahl
Opposed (0): None.
Abstentions (0): None.

Motion to approve IT Company Contract with M-Theory

Mr. Nickoll presented the Board with the M-Theory contract for IT services, copies of which were circulated to the Board prior to the meeting. Following discussion, upon motion duly made and seconded, the Board unanimously approved and adopted the resolutions attached hereto as Exhibit H.

In Favor (8): J. Brimmer, D. Nickoll, E. LoPresti, R. Rosen, J. Mutis, M. Field, A. Lee, D. Prins-Sheldahl
Opposed (0): None.
Abstentions (0): None.

Motion to approve Service Agreements with All-Stars for Primary and Middle School

Ms. Goldring-Ravin presented the Board service agreements with All-Stars for Primary and Middle schools, copies of which were circulated to the Board prior to the meeting. Following discussion, upon motion duly made and seconded, the Board unanimously approved and adopted the resolutions attached hereto as Exhibit I.

In Favor (8): J. Brimmer, D. Nickoll, E. LoPresti, R. Rosen, J. Mutis, M. Field, A. Lee, D. Prins-Sheldahl
Opposed (0): None.
Abstentions (0): None.

Motion to approve updated Student Parent Handbooks for LALPA and LALA

Ms. Goldring-Ravin presented the Board with the updated Student Parent Handbooks for LALPA and LALA, copies of which were circulated to the Board prior to the meeting. Following discussion, upon motion duly made and seconded, the Board unanimously approved and adopted the resolutions attached hereto as Exhibit J.

In Favor (8): J. Brimmer, D. Nickoll, E. LoPresti, R. Rosen, J. Mutis, M. Field, A. Lee, D. Prins-Sheldahl
Opposed (0): None.
Abstentions (0): None.

Motion to approve Distance Learning Memorandum of Understanding with LALA United with Changes

Ms. Nickoll made a presentation regarding the Distance Learning MOU with LALA United, copies of which were circulated to the Board prior to the meeting. The Board asked questions and engaged in discussion during and following Mr. Nickoll's presentation, and Mr. Nickoll answered questions from the Board. Ms. Lo-Presti suggested clarification in the wording of the MOU regarding the 24 hour response period. Following discussion, upon motion duly made and seconded, the Board unanimously approved and adopted the resolutions attached hereto as Exhibit K.

In Favor (8): J. Brimmer, D. Nickoll, E. LoPresti, R. Rosen, J. Mutis, M. Field, A. Lee, D. Prins-Sheldahl
Opposed (0): None.
Abstentions (0): None.

CEO's Report

Ms. Goldring-Ravin made a presentation regarding, among other things, (i) The School 77/ LA County Department of Health Reopening Protocols for K-12 Schools and Governor Gavin Newsom's Pandemic Plan for Learning and Safe Schools, (ii) the SB 98 Learning Continuity and Attendance Plan, (iii) the Charter Renewal, and (iv) the LAUSD Oversight Visit Reports for LALA and LALPA. 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.

Ratification of One-Time Stipend Payment to Chief Executive Officer

Mr. Nickoll made a presentation regarding the one-time stipend payment of \$10,000 to the Chief Executive Officer for additional duties. Following discussion, upon motion duly made and

seconded, the Board unanimously approved and adopted the resolutions attached hereto as Exhibit L.

* * *

There being no further business to come before it, the meeting was, upon motion duly made and seconded, adjourned at approximately 1:50 p.m. Pacific time.

Respectfully submitted,

Lorig Koujakian
Secretary of the Meeting

Approved:

David Nickoll
Chairman of the Meeting

EXHIBIT A

Reelection of Justin Brimmer to the Governing Board

WHEREAS, the Board has been presented with and reviewed the Reelection of Justin Brimmer to the Governing Board;

WHEREAS, the Board deems it advisable and in the best interests of the Academy to approve the Reelection of Justin Brimmer to the Governing Board.

NOW, THEREFORE, BE IT RESOLVED, that the Reelection of Justin Brimmer to the Governing Board be, and hereby is, approved.

EXHIBIT B

Reelection of Mona Field to the Governing Board

WHEREAS, the Board has been presented with and reviewed the Reelection of Mona Field to the Governing Board;

WHEREAS, the Board deems it advisable and in the best interests of the Academy to approve the Reelection of Mona Field to the Governing Board.

NOW, THEREFORE, BE IT RESOLVED, that the Reelection of Mona Field to the Governing Board be, and hereby is, approved.

EXHIBIT C

Reelection of Elizabeth Lo-Presti to the Governing Board

WHEREAS, the Board has been presented with and reviewed the Reelection of Elizabeth Lo-Presti to the Governing Board;

WHEREAS, the Board deems it advisable and in the best interests of the Academy to approve the Reelection of Elizabeth Lo-Presti to the Governing Board.

NOW, THEREFORE, BE IT RESOLVED, that the Reelection of Elizabeth Lo-Presti to the Governing Board be, and hereby is, approved.

EXHIBIT D

Reelection of Diane Prins-Sheldahl to the Governing Board

WHEREAS, the Board has been presented with and reviewed the Reelection of Diane Prins-Sheldahl to the Governing Board;

WHEREAS, the Board deems it advisable and in the best interests of the Academy to approve the Reelection of Diane Prins-Sheldahl to the Governing Board.

NOW, THEREFORE, BE IT RESOLVED, that the Reelection of Diane Prins-Sheldahl to the Governing Board be, and hereby is, approved.

EXHIBIT E

Reelection of Christian Sarabia to the Governing Board

WHEREAS, the Board has been presented with and reviewed the Reelection of Christian Sarabia to the Governing Board;

WHEREAS, the Board deems it advisable and in the best interests of the Academy to approve the Reelection of Christian Sarabia to the Governing Board.

NOW, THEREFORE, BE IT RESOLVED, that the Reelection of Christian Sarabia to the Governing Board be, and hereby is, approved.

EXHIBIT F

Approval of Workers Compensation and Educators Packages

WHEREAS, the Board has been presented with and reviewed the Workers Compensation and Educators Packages;

WHEREAS, the Board deems it advisable and in the best interests of the Academy to approve the Workers Compensation and Educators Packages.

NOW, THEREFORE, BE IT RESOLVED, that the Workers Compensation and Educators Packages be, and hereby is, approved.

EXHIBIT G

Approval of Consolidated Application for LALPA and LALA

WHEREAS, the Board has been presented with and reviewed the Consolidated Application for LALPA and LALA;

WHEREAS, the Board deems it advisable and in the best interests of the Academy to approve the Consolidated Application for LALPA and LALA.

NOW, THEREFORE, BE IT RESOLVED, that Consolidated Application for LALPA and LALA be, and hereby is, approved.

EXHIBIT H

Approval of IT Company Contract with M-Theory

WHEREAS, the Board has been presented with and reviewed the IT Company Contract with M-Theory;

WHEREAS, the Board deems it advisable and in the best interests of the Academy to approve the IT Company Contract with M-Theory.

NOW, THEREFORE, BE IT RESOLVED, that IT Company Contract with M-Theory be, and hereby is, approved.

EXHIBIT I

Approval of Service Agreements with All-Stars for Primary and Middle Schools

WHEREAS, the Board has been presented with and reviewed the Service Agreements with All-Stars for Primary and Middle Schools;

WHEREAS, the Board deems it advisable and in the best interests of the Academy to approve the Service Agreements with All-Stars for Primary and Middle Schools.

NOW, THEREFORE, BE IT RESOLVED, that the Service Agreements with All-Stars for Primary and Middle Schools be, and hereby is, approved.

EXHIBIT J

Approval of Updated Student Parent Handbooks for LALPA and LALA

WHEREAS, the Board has been presented with and reviewed the Updated Student Parent Handbooks for LALPA and LALA;

WHEREAS, the Board deems it advisable and in the best interests of the Academy to approve the Updated Student Parent Handbooks for LALPA and LALA.

NOW, THEREFORE, BE IT RESOLVED, that the Updated Student Parent Handbooks for LALPA and LALA be, and hereby is, approved.

EXHIBIT K

Approval of Memorandum of Understanding with LALA United with Changes

WHEREAS, the Board has been presented with and reviewed the Memorandum of Understanding with LALA United;

WHEREAS, the Board deems it advisable and in the best interests of the Academy to approve the Memorandum of Understanding with LALA United.

NOW, THEREFORE, BE IT RESOLVED, that the Memorandum of Understanding with LALA United be, and hereby is, approved.

EXHIBIT L

Ratification of One Time Stipend Payment to Chief Executive Officer

WHEREAS, the Board has been presented with and reviewed the One Time Stipend Payment to Chief Executive Officer;

WHEREAS, the Board deems it advisable and in the best interests of the Academy to approve the One Time Stipend Payment to Chief Executive Officer.

NOW, THEREFORE, BE IT RESOLVED, that One Time Stipend Payment to Chief Executive Officer be, and hereby is, approved.