

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

**Thursday, August 2, 2018**

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:

Mona Field  
Martin Frank  
Austin Lee  
David Nickoll  
Rick Rosen  
Allan Rudnick  
Eric Barron

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

Justin Brimmer  
Elizabeth Perez-LoPresti  
Diane Prins Sheldahl  
Christian Sarabia

Also in attendance at the invitation of the Board were: (i) Arina Goldring-Ravin, Executive Director; (ii) Kristin Dietz, Chief Financial Officer; (iii) Marina Pilyavskaya, Director of Finance; (iv) Cynthia Cuprill, High School Principal; (v) Antonio Sanchez, Primary School Principal; (vi) Elizabeth O’Neill, Middle School Co-Principal; (vii) Josie Vargas, a member of the public and parent of an Academy student; (viii) Nohemi Gonzalez, Primary School Assistant Principal; and (ix) Tim Petty, Athletic Director.

The meeting was called to order by Mr. Nickoll at approximately 5:30 p.m. Pacific time. Ms. Goldring-Ravin 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.

### ***Open Communications***

Mr. Nickoll invited members of the public in attendance to address the Board on non-agenda items. No members of the public elected to address any 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 May 31, 2018 (collectively, the “Minutes”). The Minutes were approved as read.

### ***Approval of Liability Insurance Coverage***

Representatives of the Academy’s insurance brokers in attendance at the meeting by invitation of the Board (the “Insurance Brokers”) made a presentation regarding certain general liability and workers compensation insurance policies. The Insurance Brokers discussed coverage amounts necessary to bring the Academy into compliance with the standards set forth by the Los Angeles Unified School District (the “LAUSD”). The Board asked questions and engaged in discussion during and following the Insurance Brokers’ presentation, and the Insurance Brokers 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 (6): M. Field, M. Frank, A. Lee, D. Nickoll, R. Rosen, A. Rudnick, E. Barron  
Opposed (0): None.  
Abstentions (0): None.

### ***Approval of Health and Welfare Benefits Coverage***

The Insurance Brokers then made a presentation regarding certain health and welfare benefits insurance policies. The Board asked questions and engaged in discussion during and following the Insurance Brokers’ presentation, and the Insurance Brokers 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 (6): M. Field, M. Frank, A. Lee, D. Nickoll, R. Rosen, A. Rudnick, E. Barron  
Opposed (0): None.  
Abstentions (0): None.

### ***Approval of Amendment to the Academy’s Handbooks for Students and Parents***

Mr. Sanchez made a presentation regarding the proposed amendments to the Academy’s handbooks for students and parents, copies of which were circulated to the Board prior to the meeting. The Board asked questions and engaged in discussion during and following Mr. Sanchez’s presentation, 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 C.

In Favor (6): M. Field, M. Frank, A. Lee, D. Nickoll, R. Rosen, A. Rudnick, E. Barron  
Opposed (0): None.  
Abstentions (0): None.

***Approval of Amendment to the Los Angeles Leadership Primary Academy's Handbooks for Students and Parents***

Mr. Sanchez made a presentation regarding the proposed amendments to the Los Angeles Leadership Primary Academy's handbooks for students and parents, copies of which were circulated to the Board prior to the meeting. The Board asked questions and engaged in discussion during and following Mr. Sanchez's presentation, 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 D.

In Favor (6): M. Field, M. Frank, A. Lee, D. Nickoll, R. Rosen, A. Rudnick, E. Barron  
Opposed (0): None.  
Abstentions (0): None.

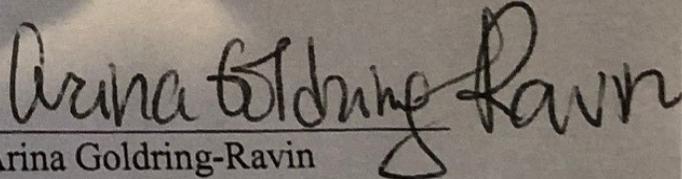
***Closed Session***

Following an announcement to the public, the Board entered into a closed session to meet with Ms. Goldring-Ravin, Executive Director of the Academy and public employee, regarding the title of her employment position at the Academy. Following the closed session, the Board reconvened into open session and announced that the Board had unanimously approved and adopted the resolutions attached hereto as Exhibit E.

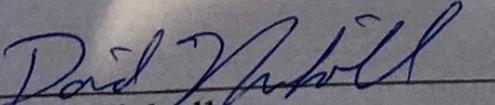
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There being no further business to come before it, the meeting was, upon motion duly made and seconded, adjourned at approximately 6:30 p.m. Pacific time.

Respectfully submitted,

  
Arina Goldring-Ravin  
Secretary of the Meeting

Approved:

  
David Nickoll  
Chairman of the Meeting

## **EXHIBIT A**

### **Approval of General Liability Insurance Policies**

**WHEREAS**, the Board of Directors (the “Board”) of The Los Angeles Leadership Academy (the “Academy”) has been presented with and reviewed certain general liability insurance policies proposed to be issued to the Academy through Philadelphia Insurance Company, and certain workers compensation insurance policies proposed to be issued to the Academy through Republic Indemnity, by Arthur J. Gallagher & Co. for the 2018-2019 school year (together, the “Liability Insurance Policies”), in the forms attached hereto as Annex A;

**WHEREAS**, the proposals regarding the Liability Insurance Policies have been made in accordance with the Academy’s policy governs requests for proposal; and

**WHEREAS**, the Board deems it advisable and in the best interests of the Academy to enter into the Liability Insurance Policies.

**NOW, THEREFORE, BE IT RESOLVED**, that the Liability Insurance Policies be, and they hereby are, approved, with such changes, additions, deletions, amendments or modifications as any of the Executive Director or the Director of Finance of the Academy (collectively, the “Officers”) deems necessary, proper or advisable.

**ANNEX A**

**Liability Insurance Policies**

## **EXHIBIT B**

### **Approval of Aetna Health and Welfare Benefits Insurance Policies**

**WHEREAS**, the Board has been presented with and reviewed certain health and welfare benefits insurance policies proposed to be issued to the Academy through Aetna by West Coast Insurance Agency for the 2018-2019 school year (the “Aetna Insurance Policies”), in the form attached hereto as Annex B;

**WHEREAS**, the proposals regarding the Aetna Insurance Policies have been made in accordance with the Academy’s policy governing requests for proposal; and

**WHEREAS**, the Board deems it advisable and in the best interests of the Academy to enter into the Aetna Insurance Policies.

**NOW, THEREFORE, BE IT RESOLVED**, that the Aetna Insurance Policies be, and hereby are, approved, with such changes, additions, deletions, amendments or modifications as any of the Officers deems necessary, proper or advisable.

**ANNEX B**

**Aetna Insurance Policies**

## EXHIBIT C

### **Approval of Updated 2018-2019 Academy Handbooks for Students and Parents**

**WHEREAS**, the Board has been presented with and reviewed the proposed updates to the Academy's 2018-2019 Handbooks for Students and Parents (the "Academy Handbooks"); and

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

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

## **EXHIBIT D**

### **Approval of Updated 2018-2019 Primary Academy Handbooks for Students and Parents**

**WHEREAS**, the Board has been presented with and reviewed the proposed updates to Los Angeles Leadership Primary Academy's 2018-2019 Handbooks for Students and Parents (the "Primary Academy Handbooks"); and

**WHEREAS**, the Board deems it advisable and in the best interests of the Academy to approve and adopt the updated Primary Academy Handbooks.

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

## **EXHIBIT E**

### **Ratification of Employment Agreement for Executive Director**

**WHEREAS**, the Board has been presented with, discussed and reviewed potential amendments to the employment agreement with the Academy's Executive Director, Arina Goldring-Ravin, for the 2018-2019 to 2020-2021 school years (as amended, the "Employment Agreement"), in the form attached hereto as Annex E;

**WHEREAS**, the Personnel Committee of the Board (the "Personnel Committee") deems it advisable and in the best interests of the Academy and recommends that the Board approve and ratify the Employment Agreement; and

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

**NOW, THEREFORE, BE IT RESOLVED**, that the Employment Agreement be, and it hereby is, approved and ratified.

**ANNEX E**

**Employment Agreement**

**EXHIBIT E-I**

**Oral Report re: Employment Agreement**

(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:

<b>Position Title</b>	<b>Term</b>	<b>Annual Salary</b>	<b>Health Benefits</b>	<b>Days of Paid Vacation per Year</b>	<b>Days of Paid Sick Leave per Year</b>
Executive Director and Chief Executive Officer	Three years	197,000.00 plus potential additional compensation	Twelve (12) months of full single HMO or PPO coverage or full HMO family coverage for health, dental, life, and vision benefits.	6 Weeks	12 Days

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