



**MINUTES OF THE MEETING
OF THE BOARD OF DIRECTORS OF
LEAD PUBLIC SCHOOLS, INC.
December 12, 2017**

Pursuant to notice duly given, LEAD Public Schools, Inc. (the “Company”) held a Board of Directors meeting at 3:30 p.m. on Tuesday, December 12, 2017, at the offices of the Company, located at 531 Metroplex Drive, A – 200, Nashville, TN 37211.

Directors Participating

in Person: Dwayne Tucker, Stan Ruta, Annette Little, Carter Paine, Jerome Oglesby, and Dr. Earl Lattimore

Directors Participating by

Telephone: Don Taylor, Kim Ames, and Judge Richard Dinkins

Directors Absent: Jimmy Patton and William Braddy

Others Present in Person: Nathan Madigan (COO), Adrienne Useted (CFO), Jay Brown (Head of Schools ASD), LaVoe Mulgrew (Head of Schools MNPS), Amy Hunter (Chief Academic Officer), Jon Zlock (Director of Communication), Nile Harris (Director of Strategic Planning), Kathleen Wright (Director of Development), Gary Satyshur (Director of Operations), Chris Elliot (School Director at LEAD Southeast High School), and Chris Whitson (Legal Counsel)

1. Call to Order: Dwayne Tucker (Chairman)
 - a. Confirmation that the Board received the Board materials, which were previously distributed, and confirmation of a quorum.
 - b. Introduction of Chris Elliot, School Director at LEAD Prep Southeast.
 - c. Chris Elliot provided the Board with an overview of academics and demographics at LEAD Prep Southeast (both the High School and Middle School).

2. Approval of October 17, 2017 Board Minutes: Dwayne Tucker (Chairman)
 - a. Motion: Jerome Oglesby
 - b. Second: Annette Little

- c. Unanimous Approval of Minutes
3. Network Academic Update: Amy Hunter (CAO)
 - a. Ms. Hunter briefed the Board on the LPS's Calendar of Assessment the Network for 2017 – 18.
 - b. Ms. Hunter then briefed the Board on (i) TNReady Network trends, key takeaways, and action items, (ii) LPS's strategy for reading intervention, and (iii) LPS's progress monitoring results for Network Interim Assessments (NIA).
4. Academic Update for Company's MNPS Schools: LaVoe Mulgrew (Head of Schools MNPS)
 - a. Ms. Mulgrew briefed the Board on academics and school health at the Company's MNPS schools (LEAD High School, LEAD Prep Southeast High School, LEAD Prep Southeast Middle School, and Cameron College Prep).
 - b. Ms. Mulgrew lead the Board through a deeper discussion of the MNPS campus' TNReady results, NIA results, the preparedness of the Company's high school students for graduation in four years, school health (including overall attendance and chronic absenteeism), and staffing.
 - c. Ms. Mulgrew answered numerous questions from the Board.
5. Academic Update for the Company's ASD Schools: Jay Brown (Head of Schools ASD)
 - a. Ms. Brown briefed the Board on academics and school health at the Company's ASD schools (Brick Church and Neely's Bend).
 - b. Ms. Brown lead the Board through a deeper discussion of the ASD Campus' TNReady results, NIA results, school health (including overall attendance and chronic absenteeism), and staffing (including the leadership changes at each school).
 - c. Ms. Brown answered numerous questions from the Board.
6. Presentation: Dennis Queen (Executive Officer of MNPS's Office of Charter Schools)
 - a. After an introduction by Mr. Tucker, Mr. Queen briefed the Board on the responsibilities of MNPS's Office of Charter Schools, which oversees 29 Charter Schools, and the philosophy and goals of the Office of Charter Schools. Mr. Queen praised the performance of the Company's MNPS schools noting the recent delivery of banners to the Company's Reward Schools, marking their high performance. Mr. Queen then emphasized the partnership between MNPS and Charters and his goals to improve the relationship between MNPS and Charter Schools and the performance of each Charter School under the purview of the Office of Charter Schools.
 - b. Mr. Queen answered numerous questions from the Board.
7. Update on the Company's Messaging: John Crisp (Crisp Communications)

- a. Mr. Crisp briefed the Board on Crisp Communications' review of the Company's messaging and Crisp Communications' survey of the Company's various constituencies.
 - b. Mr. Crisp then briefed the Board in greater detail on Crisp Communications' goals to (i) improve the positive public perception of the Company, (ii) debunk the erroneous arguments of Company critics, (iii) secure and cultivate strategic relationships, and (iv) strengthen internal communications.
 - c. Mr. Crisp answered numerous questions from the Board.
8. Contract Approvals for Venue for College Breakfast, Crisp Communications, Instructional Coaching at Brick Church, and Phase 3 Marketing Video: Adrienne Useted (CFO)
- a. Presentation led by Adrienne Useted
 - b. Questions from the Board
 - c. Motion: Carter Paine
 - d. Second: Stan Ruta
 - e. Unanimous Approval of Contracts
9. Finance Update: Adrienne Useted (CFO)
- a. Ms. Useted then led the Board through a finance update, including a review of the final Audit and any modifications to the draft Audit presented to the Board at a previous meeting.
 - b. Ms. Useted then requested a motion to approve the audit.
 - i. Motion: Carter Paine
 - ii. Second: Jerome Oglesby
 - iii. Unanimous approval of audit
 - c. Ms. Useted then briefed the Board on the costs of exceptional education funding and a federal priority school grant, which would apply to ASD students and could be applied to the costs of exceptional education.
 - d. Ms. Useted then led the Board through a thorough briefing on the current Company finances for fiscal year 2018.
 - e. Ms. Useted answered numerous questions from the Board.
10. Operations Update: Nathan Madigan (COO)
- a. Mr. Madigan then briefed the Board on the operations of the Company's schools and network. Mr. Madigan placed special emphasis on improved strategic relationships with MNPS and other Charter Schools, which would be designed to create and enhance efficiencies for all parties.
 - b. Mr. Madigan answered numerous questions from the Board.
11. CEO Update: Dwayne Tucker (acting CEO)

- a. Mr. Tucker provided the Board with a brief update on the Company's leadership transition and other executive matters. Mr. Tucker also noted that the search for a full-time CEO was underway.
- b. Mr. Tucker then nominated Don Williamson for election to the Board of Directors. Upon such motion being duly seconded by Carter Paine, Mr. Williamson was unanimously elected to the Board.

There being no further business to come before the Board, the meeting was adjourned.

Respectfully submitted, Chris Whitson
Counsel to LEAD Public Schools, Inc., and acting Secretary