



**MINUTES OF THE MEETING
OF THE BOARD OF DIRECTORS OF
LEAD PUBLIC SCHOOLS, INC.
October 9, 2018**

Pursuant to notice duly given, LEAD Public Schools, Inc. (the “Company”) held a Board of Directors meeting at 3:30 p.m. on Tuesday, October 9, 2018, at the campus of LEAD Neely’s Bend located at 1251 Neely’s Bend Road, Madison, TN 37115.

Directors Participating

in Person: Dwayne Tucker, Alex Ryerson, Carter Paine, Don Williamson, Don Taylor, Kim Ames, Dr. Earl Lattimore and Judge Richard Dinkins

Directors Participating by Telephone: Annette Little

Directors Absent: Jimmy Patton, Stan Ruta, and Jerome Oglesby

Others Present in Person: Adrienne Useted (CFO), Jay Brown (Head of Schools ASD), LaVoe Mulgrew (Head of Schools MNPS), Jon Zlock (Director of Communications), Corey Burton (Director of Enrollment and Family Engagement), Chris Elliot (Head of Academics and Innovation), Cassandra Johnson (Managing Director of Human Resources), Gary Satyshur (Director of Operations), Tait Danhausen (principal at LEAD Neely's Bend), and Chris Whitson (Legal Counsel)

1. Call to Order: Carter Paine (Chairman)
 - a. Confirmation that the Board received the Board materials, which were previously distributed, and confirmation of a quorum.
 - b. Dr. Tait Danhausen, principal at LEAD Neely’s Bend, provided the Board with an overview of the school and its progress. Dr. Danhausen reminded the Board that LEAD Neely’s Bend is a zoned school serving grades 5 through 8 in Madison, with approximately 500 students, 38 teachers, and 20 support staff. The demographics of LEAD Neely’s Bend are 42% Latino, 40% African-American, and 18% Caucasian. Dr. Danhausen noted that enrollment was up by 60 students, and that LEAD Neely’s Bend was the fastest growing ASD school under TVAAS, having reached level 5 (after being a level 1 before).

2. LEAD Southeast Facilities: LaVoe Mulgrew (Head of Schools MNPS) and Adrienne Useted (CFO)

- a. At this point Ms. Mulgrew and Ms. Useted led the Board through a discussion of the facilities at LEAD Southeast and the limitations in space.
- b. Ms. Useted reminded the Board that the facility was purchased in January 2014 with an enrollment projection of 800 students (the Charter permits a maximum of 916 students).
- c. However, due to the space needs of a high school (as opposed to middle school), the current number of students in the high school space is at capacity, notwithstanding that the high school currently only has freshman and sophomore classes. Consequently, additional space for the high school is a priority.
- d. Ms. Mulgrew and Ms. Useted then led the Board through three potential options with respect to the facilities and the pluses and minuses of each option:
 - i. Option A: Status quo for the facility with no additional space added to the existing buildings;
 - ii. Option B: Add 8-10 portables in the parking lot for use by grades 5 and 6; and
 - iii. Option C: Convert existing indoor PE space to classroom space in Building C, and add a PE/recreation enclosure large enough to accommodate middle and high school PE and wellness classes outside the existing 3 buildings.
- e. Having outlined the pluses and minuses of each of the three options, Ms. Mulgrew and Ms. Useted recommended to the Board adopting Option C. However, Management wanted an opportunity to obtain a more precise estimate of costs; consequently the Board delayed voting.
- f. Ms. Useted noted that any expansion of facilities would be paid out of the Company's cash reserves.

3. Network Academic Update: Chris Elliot (Head of Academics)

- a. Mr. Elliot updated the Board on Network level results, trends, and action items.
- b. Mr. Elliot briefed the Board with respect to the evolving State assessments by which the Network's schools are reviewed.
- c. Mr. Elliot advised the Board of the Network's academic initiatives for 2018-19.
- d. Mr. Elliot answered numerous questions from the Board.

4. Academic Update for the Company's MNPS Schools: LaVoe Mulgrew (Head of Schools MNPS)

- a. Ms. Mulgrew provided the Board with an update and list of action items for LPS's MNPS schools (LEAD High School, LEAD Prep Southeast High School, LEAD Prep Southeast Middle School, and Cameron College Prep).
- b. Ms. Mulgrew noted to the Board that each of LEAD's MNPS schools had produced level 4 or 5 TVAAS growth.

- c. Ms. Mulgrew reported to the Board on the MNPS campus' areas of focus and academic initiatives for 2018-19.
 - d. Ms. Mulgrew lead the Board through a discussion of the MNPS campus' school health, focusing on (i) enrollment, (ii) facilities, and (iii) open staff positions.
 - e. 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 provided the Board with an update and list of action items for LPS's ASD schools (Brick Church and Neely's Bend).
 - b. Ms. Brown noted to the Board that each of LEAD's ASD schools had produced level 4 or 5 TVAAS growth.
 - c. Ms. Brown reported to the Board on the ASD campus' areas of focus and academic initiatives for 2018-19.
 - d. Ms. Brown lead the Board through a discussion of the ASD campus' school health, focusing on (i) enrollment, (ii) facilities, and (iii) open staff positions.
 - e. Ms. Brown answered numerous questions from the Board.
6. Human Resources Update: Cassandra Johnson
 - a. Ms. Johnson provided the Board with an update on human resources.
 - b. Ms. Johnson advised the Board in greater depth on new hires, current staff, vacancies, the hiring process, training, and the ongoing review of LEAD's policies.
 - c. Ms. Johnson updated the Board on improving benefits and payroll systems.
 - d. Ms. Johnson updated the Board on the HR department's current organization and staffing.
 - e. Ms. Johnson answered numerous questions from the Board.
7. Enrollment Update: Corey Burton (Director of Enrollment and Family Engagement)
 - a. Mr. Burton provided the Board with an enrollment update for each School.
 - b. Mr. Burton advised the Board of certain enrollment takeaways for each individual network School.
 - c. Mr. Burton answered numerous questions from the Board.
8. Finance Update: Adrienne Useted (CFO)
 - a. Ms. Useted led the Board through a finance update.
 - b. Ms. Useted provided the Board with a review of the preliminary numbers for the current fiscal year, noting that the current ADM was lower than projected in the budget, but that any revenue deficit would be offset by increased ASD Federal Grants.
 - c. Ms. Useted gave an overview of current projections and the income statement after the first two months of the fiscal year.
 - d. Ms. Useted noted that there were no contracts that needed to be approved by the Board at this meeting.

- e. Ms. Useted answered numerous questions from the Board.
9. Approval of August 14, 2018 Board Minutes: Carter Paine (Chairman)
- a. Motion: Judge Richard Dinkins
 - b. Second: Don Williamson
 - c. Unanimous Approval of Minutes
10. Executive Session (Management were excused from the meeting): Dwayne Tucker (CEO)
- a. Mr. Tucker provided the Board with an overview of Network operations.
 - b. Mr. Tucker made a recommendation to the Board with respect to bonuses for the prior fiscal year. The Board approved the suggested bonuses.
 - c. Mr. Tucker answered numerous questions from 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