



**MINUTES OF THE MEETING
OF THE BOARD OF DIRECTORS OF
LEAD PUBLIC SCHOOLS, INC.
October 1, 2019**

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 1, 2019, at the campus of LEAD Brick Church located at 2835 Brick Church Pike, Nashville, TN 37207.

Directors Participating
in Person:

Dwayne Tucker, Carter Paine, Jimmie Strong,
Alex Ryerson,

Don Williamson, Annette Little, and Mike
Honious,

Directors Participating by Telephone:
Kim Ames and Don Taylor

Directors Absent:

and Judge Richard Dinkins

Dr. Earl Lattimore, Jerome Oglesby, Jimmy
Patton,

Others Present in Person: Adrienne Useted (CFO), Jay Brown (Head of Schools ASD), LaVoe Mulgrew (Head of Schools MNPS), Jon Zlock (Director of Communication), Corey Burton (Director of Enrollment and Family Engagement), Chris Elliot (Head of Academics and Innovation), Cassandra Johnson (Managing Director of Human Resources), Eloise Alexis (Vice President of Development), Gary Satyshur (Director of Operations), Azariah Bridgewater (Director of Data), 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. Detailing the Agenda.

- c. Recognition and introduction of Jimmie Strong, the newest Director, and Eloise Alexis, the new Vice President of Development.
2. Approval of August 13, 2019 Board Minutes: Carter Paine (Chairman)
 - a. Motion: Don Williamson
 - b. Second: Annette Little
 - c. Unanimous Approval of Minutes
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 LEAD's Network Interim Assessments (NIAs), which are the leading indicator for results on TnReady.
 - c. Mr. Elliott then briefed the Board on the relevant criteria for exiting the Priority List for LPS's ASD schools.
 - 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 reported to the Board on the MNPS campus' Instructional Scorecard.
 - c. Ms. Mulgrew lead the Board through a discussion of the MNPS campus' school health, focusing on (i) enrollment, (ii) attendance, (iii) suspensions, and (iv) facilities.
 - d. 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 reported to the Board on the ASD campus' Instructional Scorecard.
 - c. Ms. Brown lead the Board through a discussion of the ASD campus' school health, focusing on (i) enrollment, (ii) attendance, (iii) suspensions, and (iv) facilities.
 - d. Ms. Brown answered numerous questions from the Board.
6. Finance Update: Adrienne Useted (CFO)
 - a. Ms. Useted led the Board through a finance update focusing on the August Financials, enrollment, audit, transportation, and IT services.

- b. Ms. Useted answered numerous questions from the Board regarding the Company's finances.
 - c. Ms. Useted also discussed with the Board the Company's Strategic Planning Process. The Board advised Ms. Useted with respect to their preferences and expectations.
- 7. Contract Approval: Adrienne Useted (CFO)
 - a. Ms. Useted then led the Board through a presentation regarding a contract, which required Board approval, for the employee medical insurance plan (vendor, Cigna).
 - b. Ms. Useted answered numerous questions from the Board regarding the contract.
 - c. Ms. Useted then requested a motion to approve the Cigna contract.
 - i. Motion: Mike Honious
 - ii. Second: Carter Paine
 - iii. Unanimous approval of the contracts.
- 8. Enrollment Update: Corey Burton (Director of Enrollment and Family Engagement)
 - a. Mr. Burton advised the Board of current enrollment, with an analysis of each School, and current highlights and trends.
 - b. Mr. Burton briefed the Board on the Network's family engagement efforts.
 - c. Mr. Burton answered numerous questions from the Board.
- 9. Development Update: Eloise Alexis (Vice President of Development)
 - a. Ms. Alexis then led the Board through a presentation regarding the Company's current development activities and strategy.
 - b. Ms. Alexis answered numerous questions from the Board.
- 10. Approval of New Amended and Restated By-laws of the Company: Chris Whitson (Company Counsel)
 - a. At this time, Mr. Paine asked Mr. Whitson to lead the Board through an analysis of the new proposed By-laws of the Company and any and all changes to the Company's existing By-laws.
 - b. Mr. Whitson methodically walked the Board through the new By-laws and all changes from the existing By-laws.
 - c. Mr. Whitson answered numerous questions from the Board.
 - d. Upon motion made by Mr. Williamson, and seconded by Mr. Paine, the Board unanimously approved the new By-laws.
- 11. Executive Session: Dwayne Tucker (CEO)

- a. Mr. Tucker provided the Board with his CEO update, detailing the Network's accomplishments, as well as potential opportunities.
- b. Mr. Tucker then led the Board through a discussion of succession with respect to the Board, with certain Board members expressing their interest in ending their service at a suitable time, and with further discussion of potential new members for the Board.
- c. At this time, Mr. Tucker led the Board through a discussion of management succession, with potential candidates being discussed for greater roles within the Company.

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