



**MINUTES OF THE MEETING
OF THE BOARD OF DIRECTORS OF
LEAD PUBLIC SCHOOLS, INC.
February 9, 2021**

Pursuant to notice duly given, LEAD Public Schools, Inc. (the “Company”) held a Board of Directors meeting at 3:30 p.m. on Tuesday, February 9, 2021. In light of the COVID-19 pandemic, the meeting was held telephonically by Zoom in order to comply with the then current governmental “Safer at Home” Order.

The following Directors were present by Zoom teleconference, and each participant could hear each other participant clearly (the “Directors” and, collectively, the “Board”), thus constituting a quorum:

Directors Participating by Teleconference: Dwayne Tucker, Carter Paine, Alex Ryerson, Don Williamson, Don Taylor, Rob Keller, Valerie Hayes, Jerome Oglesby, Jimmy Patton, Mike Honious, Annette Little, Dr. Earl Lattimore, Jimmie Strong, and Kim Ames

Directors Absent: Linda Pannock

Others Present in Person: Jay Brown (Head of Schools ASD), LaVoe Mulgrew (Head of Schools MNPS), Chris Elliot (Head of Academics and Innovation), Eloise Alexis (Vice President of Development), Gary Satyshur (Director of Operations), Tait Danhausen (VP of Operations), Ericka Wade-Taylor (Human Resources), Amber Palmer-Halma (Director of Communications) Catherine Johnson (State Board of Education), 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.
2. Approval of October 13, 2020 Board Minutes: Carter Paine (Chairman)

- a. Motion: Don Williamson
 - b. Second: Don Taylor
 - c. Unanimous Approval of Minutes
3. Academic Update: Chris Elliott (Head of Academics) / LaVoe Mulgrew (Head of Schools MNPS) / Jay Brown (Head of Schools ASD)
 - a. Mr. Elliott updated the Board on the Network's reopening plans and the schedule under which the Network's schools would reopen, noting that LEAD's plans follow MNPS's guidelines.
 - b. Mr. Elliott explained to the Board the Network's methodology for gauging student progress, using MAP scores for Middle School (vs. national scores and historical LEAD scores) and NIA for High School.
 - c. Mr. Elliott reminded the Board of the Network's mission and provided a mid-year assessment by school and subject.
 - d. Mr. Elliott finished his presentations with an overall evaluation and a cataloging of key takeaways regarding student advancement in the current school year.
 - e. At this point, Ms. Mulgrew provided the Board with an overview of the current status of the process for the renewal of Cameron's charter by MNPS, starting with a background review of Cameron's original charter from 2011 through 2021 and the process for renewal. Ms. Mulgrew provided the Board with a thorough analysis of the steps that LEAD was taking with respect to the renewal process through both personal contacts and documentation of Cameron's tremendous success during its first decade.
 - f. Mr. Elliott, Ms. Mulgrew, and Ms. Brown answered numerous questions from the Board.
4. Operations Update: Tait Danhausen (VP of Operations)
 - a. Mr. Danhausen updated the Board on the Company's operations.
 - b. Mr. Danhausen provided the Board with an update on facilities, including an explanation of the quantities of personal protective equipment acquired, staff safety protocols, facilities upgrades, and facilities cleaning.
 - c. Mr. Danhausen then explained to the Board the methodology for access testing and rapid testing procedures, as administered by school nurses provided by Angel Health Care.
 - d. Mr. Danhausen provided the Board with an overview of the Network's reopening plans.
 - e. Mr. Danhausen answered numerous questions from the Board.
5. Finance Update: Dwayne Tucker (CEO) (Ms. Useted was absent due to sickness)
 - a. Mr. Elliot updated the Board on LEAD receiving the Teacher and School Leader Incentive Program Grant, which is a federal grant through the U.S. Department of Education and which is designed to support entities in implementing, improving,

and expanding their overall Human Capital Management System (HCMS), and the budget for the TSL Grant.

- b. Mr. Tucker led the Board through an analysis of LEAD's allocation under the ESSER Act f/k/a CARES Act and the potential uses for those funds.
- c. Mr. Tucker then advised the Board of the results of the GASB Government Audit for Fiscal Year 2020.
- d. Mr. Tucker further provided the Board with a financial forecast for the current fiscal year reviewing revenues, expenses, and expected EBITDA.
- e. Mr. Tucker answered numerous questions from the Board regarding the Company's finances.

6. Strategic Planning: Dwayne Tucker (CEO)

- a. Mr. Tucker provided the Board with an update on the Company's strategic planning.
- b. Mr. Tucker advised the Board on the Company's re-engagement with the Charter School Growth Fund.
- c. Mr. Tucker reviewed with the Board potential evolutionary initiatives by the Company, including the possibility of a K-12 network with elementary schools and the potential acquisition of long-range facilities.
- d. Mr. Tucker advised the Board that part of the strategic plan was focused on risk management, including identifying risks to the organization and creating proactive strategies to mitigate those threats.
- e. Mr. Tucker answered numerous questions from the Board and finally advised the Board that Ms. Useted's duties now included Chief Financial Officer, Chief Risk Officer, and Chief Strategic Officer.

7. Development Update: Eloise Alexis (Vice President of Development)

- a. Ms. Alexis led the Board through a brief presentation regarding the Company's current development activities, strategy, and results for the fiscal year.
- b. Ms. Alexis answered questions from the Board.

8. Contract Approvals

- a. The Board was then briefed on the details of the Company's health insurance administration arrangement with UMR, Inc., as administrator of a self-insured captive medical insurance plan, with Pareto Captive Services providing medical stop loss coverage through HCC Life Insurance Company.
- b. Upon a motion by Mike Honious, as seconded by Carter Paine, the Board unanimously approved both the applicable agreements.

9. Executive Session: Dwayne Tucker (CEO)
 - a. Mr. Tucker provided the Board with his CEO update, detailing the Network's accomplishments, potential opportunities, a risk and opportunity assessment, and succession plans.
 - b. At this time, 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