



**MINUTES OF THE MEETING
OF THE BOARD OF DIRECTORS OF
LEAD PUBLIC SCHOOLS, INC.
September 12, 2023**

Pursuant to notice duly given, LEAD Public Schools, Inc. (the “Company”) held a Board of Directors meeting at 3:30 p.m. on Tuesday, September 12, 2023, at LEAD Brick Church located at 2835 Brick Church Pike, Nashville, Tennessee 37207, although certain Directors attended the meeting by Zoom videoconference.

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

Directors Present: Dwayne Tucker, Mike Honious, Jonathan Dyke, Valerie Hayes, Rob Keller, Carter Paine, Dr. Annette Little, Jerome Oglesby, Linda Pannock, Alex Ryerson, Jim Vesterman. Dr. Bryan Fisher joined via zoom a few minutes late.

Directors Absent: Jimmy Patton, Dr. Earl Lattimore, Don Williamson,

Others Present: LaVoe Mulgrew (Head of Schools High Schools), Mary Laurens Minich (Chief Academic Officer), Tait Danhausen (Head of Schools-Middle Schools), Corey Burton (Director of Enrollment and Family Engagement), Nic Frank (Chief Human Resources Officer), Jenny Sawyer (Director of Communications), Eloise Alexis (VP of Development), Ashley Montgomery (Chief Financial Officer), Ricki Gibbs (Head of Schools-Elementary Schools), Tony Majors (Chief Operating Officer), Adrienne Useted (Chief Strategy Officer), and Amy Rao Mohan (Legal Counsel), all school principals

1. Call to Order: Mike Honious (Chairman)
 - (a) Confirmation of a quorum. 11 present at beginning of the meeting and then Dr. Fisher joined later. Confirmation that everyone had received Board packets.
 - (b) Dwayne Tucker detailed the Agenda and provided overview of meeting

2. Approval of June 12, 2023 Board Minutes: Mike Honious (Chairman)

- (a) Motion: Jerome Oglesby
- (b) Second: Linda Pannock
- (c) Unanimous Approval of Minutes

3. CEO Session

- (a) Board discussed compensation recommendations by the Executive Committee.
- (b) Board Chair discussed the recommendations by the Executive Committee after meeting with Dwayne Tucker and the consultant, Gordon Perry, on market data.
- (c) After discussion, Jim Vesterman made a motion to approve the recommendations for bonus and salary increases for administrative staff. Linda Pannock seconded the motion. Unanimous approval of salary increases and bonuses for administrative staff.
- (d) Board Chair then explained the recommended one time additional bonus payments and promotions. After discussion, Linda Pannock made a motion to approve the additional bonus payouts and promotions. Rob Keller seconded the motion. Unanimous approval of bonuses and promotions.
- (e) After Dwayne Tucker excused himself from the meeting, the Board discussed the CEO's compensation. After discussion, Jim Vesterman made a motion to approve the recommended CEO bonus and salary increase. Valerie Hayes seconded the motion. Unanimous approval of CEO compensation package.
- (f) The Board discussed a discretionary bonus for the CEO to distribute to any LEAD staff member. The Board suggested that the CEO provide a written explanation for each bonus given to provide context and history. After discussion, Jonathan Dyke made a motion to approve the discretionary bonus and Linda Pannock seconded the motion. Unanimous approval of discretionary bonus.

4. Introductions

- (a) Dwayne Tucker, administrative staff, and all school principals arrived at the meeting. Tony Majors, new Chief Operating Officer, introduced himself to the Board.

5. Development Update (Eloise Alexis and Rob Keller)

- (a) Rob provided a brief fundraising synopsis and internal fundraising goals.
- (b) Eloise provided a development update, including numbers from the commitment breakfast and other large grant donations

6. Academic Results Update (Mary Laurens Minich)

- (a) Ms. Minich discussed the 2022-2023 Preliminary Results for TVAS Composite Scores across the network, Ms. Minich also shared results on chronic absenteeism. The Board discussed preliminary success rates for the schools in

the network as well as possible changes to the State's plans for accountability measures and the state report card.

- (b) Based on measures LEAD is aware of or expects the State to consider, Ms. Minich reviewed with the Board accountability status for both high schools and middle schools

7. High School Focus (LaVoe Mulgrew)

- (a) Ms. Mulgrew reviewed with the Board her goals for the high school, including a focus on TVAAS, Success Rate for math and English, ACT scores, and chronic absenteeism.

8. Middle School Focus (Tait Danhausen)

- (a) Mr. Danhausen reviewed with the Board the progress in middle schools this year as well as areas to focus on. Mr. Danhausen also reviewed with the Board certain changes for this school year, including a new hiring process, a focus on data as an indicator, and a math intervention program.

9. Operation Fast Start (Ricki Gibbs)

- (a) Mr. Gibbs discussed new key hires for the elementary team as well as goals that the team is already working toward in anticipation of new schools.

10. Principal Updates

- (a) Maggie Sneed, principal at LEAD Academy, discussed the mission and values at LEAD academy, the successes in the 2022-2023 school years, and the goals and priorities for this school year, including the Drive to Level 5 and Run to 21.
- (b) Kathryn McKinzie, the principal at LEAD Brick Church, discussed the values and ethos at Brick Church, the academic focus for this year, as well as the culture focus, including crew, SNAP process, and school celebrations.
- (c) Brianna Shelton, principal at LEAD Cameron, discussed the overall school priority at Cameron, the cultural priorities of exceptional growth and positive relationships, and the instructional priorities.
- (d) Dominique Smith, principal at LEAD Neely's Bend, discussed the mission and values of LEAD Neely's Bend, the academic focus, and culture focus.
- (e) Thomas Schein, principal at LEAD Southeast Middle School, discussed the "wolf" culture at LEAD Southeast, the story of the successes in the last year and the priorities for this school year, including leadership development and continued academic growth
- (f) Genevieve Hinnant, Principal of LEAD Southeast High School, discussed the mission and values of the school, the successes of last year, including TVAAS Level 5 and staff retention, and discussed priorities for next year.

11. Adjournment

- (a) Motion: Jerome Oglesby
- (b) Second: Linda Pannock.
- (c) Board Chair adjourned the meeting.

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

Respectfully submitted, Amy Rao Mohan
Counsel to LEAD Public Schools, Inc., and acting Secretary