



**MINUTES OF THE MEETING
OF THE BOARD OF DIRECTORS OF
LEAD PUBLIC SCHOOLS, INC.
October 18, 2022**

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 18, 2022, 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, Carter Paine, Dr. Annette Little, Jerome Oglesby, Dr. Brian Fisher, Don Williamson, Mike Honious, Jonathan Dyke, Linda Pannock, Alex Ryerson, Dr. Earl Lattimore, and Rob Keller

Directors Absent: Jimmy Patton, Valerie Hayes

Others Present: LaVoe Mulgrew (Head of Schools MNPS), Mary Laurens Minich (Chief Academic Officer), Tait Danhausen (COO), Corey Burton (Director of Enrollment and Family Engagement), Nic Frank (Chief Human Resources Officer), Jenny Sawyer (Director of Communications), Adrienne Useted, (Chief Financial Officer), and Amy Rao Mohan (Legal Counsel)

1. Call to Order: Mike Honious (Chairman)
 - (a) Confirmation of a quorum and that everyone had received Board packets.
 - (b) Detailed the Agenda
2. Approval of August 9, 2022 Board Minutes: Mike Honious (Chairman)
 - (a) Motion: Carter Paine
 - (b) Second: Jonathan Dyke
 - (c) Unanimous Approval of Minutes

3. Operations Update: Tait Danhausen (COO)

(a) Tait explained the insurance and liability ramifications related to an accidental hitting of a sprinkler by a football in the Cameron gym which caused some property damage

(a) Freshworks ticketing adoption---this is a ticketing system which will be implemented and will help improve performance and operational efficiencies

(b) CoreAmerica Contract—CoreAmerica provides RFP services and a custodial evaluation system and will give LEAD access to the Smart Inspect Program to evaluate the current custodial services. Custodial services may go to an RFP, likely in January

(c) Tait introduced Alicia Taylor, Director of Data Technology, and Amy Dondero, Analytics Engineer Fellow. They explained that the goal is for the systems to be interoperable and sustainable. An MSDF grant will be used to implement ed-fi data standard to achieve interoperability. They have created a Student Reading Profile Dashboard which will help determine effectiveness of the new changes to the reading intervention program and hiring of additional reading intervention specialists.

4. Introductions and Farewells

(a) Board Chair Mike Honious thanked Jimmie Strong for his board service. Mr. Strong has moved to Memphis and therefore, resigned from the Board. He thanked the Board and LEAD for the experience.

(b) Mr. Tucker introduced Pantelis Tsatsanis, who will serve as the Director of Human Resources. Mr. Tsatsanis will report to Nic Frank, Chief Human Resources Officer.

5. Academic Update: Mary Laurens Minich (Chief Academic Officer)

(a) Ms. Minich provided an accountability update. She showed a graph of composite TVAAS scores of public middle and high schools in Davidson County. Out of 32 Level 5 High Schools and Middle Schools, 19 of those were charter schools.

(b) Ms. Minich explained that the goal was to put a laser focus on achievement and getting more students to meet or exceed ELA standards. This year all LEAD middle schools attained TVAAS literacy scores of Level 3 or higher, but we want to increase achievement.

(c) In math, students underperformed but still showed significant growth. In Science, LSEMS, LC and LNB outperformed the majority of schools in Davidson County.

- (d) For high schools, LEAD SE ranked 10th out of 29 schools and was in the top 6 in math. LSE scored Level 5 TVAAS in all subject areas. LA scored Level 1 TVAAS with the exception of a 2 in ELA.
- (e) Ms. Minich also showed statistics regarding chronic absenteeism across the county. LEAD's absenteeism rate is already improving this year.
- (f) Ms. Minich explained to the Board the MAP results. LEAD looked at MAP assessment data to understand how to structure remediation. This year looked at average grade level efficiency for each school in both reading and math so that they can better support students for intervention and find better ways to access grade level material
- (g) A-Team Response to Data includes Coaching Cohort (to discuss best practices in instructional coaching and development of content knowledge); Quarterly Instructional Walkthroughs, which the entire academic team participates in; Intentional Monitoring (monitoring of multiple data points to drive instructional decision making); Regular Support in Schools (e.g. assistance with ExEd and EL and increased coaching support as needed)

6. Operation Level 5 Taskforce Update: LaVoe Mulgrew (Head of Schools, MNPS)

- (a) LaVoe Mulgrew updated the Board on the taskforce's weekly meetings. The focus is on moving from TVAAS 1 to 5. Principal Tony Majors is focusing on culture and operations. It is crucial for LEAD to find an instructional manager to oversee interventions and hire additional exceptional education teachers.
- (b) Areas of focus are (1) Biweekly assessments of ELA and Math; (2) Reteaching; (3) Focus on reading and writing in all content area; (4) Attendance/Chronic Absenteeism; (5) MAP

7. Financial Update: Adrienne Useted (Chief Financial Officer)

- (a) There are fewer students enrolled this which has created a revenue gap but there has been a reduction in expenditures and a focus on keeping kids enrolled. Financial picture is looking good with positive cash flow and EBITDA.
- (b) Ms. Useted provided detailed financial update and public grant update.
- (c) Ms. Useted discussed two construction contracts with DWC Construction requiring Board approval as both are for approximately \$100,000.
- (d) Jerome Oglesby made a motion to approve both construction contracts. Rob Keller provided a second. The Board unanimously approved the contracts.

8. Growth Strategy Update: Adrienne Useted (Chief Financial Officer)

- (a) Ms. Useted explained that MNPS announced a couple years ago that 5th grade will move out of middle school to elementary school. LEAD is considering its response to this major change and its impact on enrollment at middle schools and

whether to submit a charter amendment if there is a decision to eliminate the 5th grade at any LEAD middle school.

9. Adjournment

- (a) Motion: Carter Paine
- (b) Second: Jonathan Dyke
- (c) Board Chair adjourned the meeting. The next Board meeting is February 7, 2023. The administrators exited the meeting for the start of the executive session.

10. Executive Session: Mike Honious (Board Chair) and Dwayne Tucker (CEO)

- (a) Mr. Tucker discussed the new structure of the Performance Bonus Plan, which adds additional targets tied to reading intervention and TVAAS scores.
- (b) Mr. Tucker discussed the plan for a shift in focus on certain administrators to address the TVAAS score issues and to better situate LEAD for improvement of scores.
- (c) Mr. Honious discussed the 4 committee charters. Each committee will review the drafts and seek approval at the next meeting. An executive committee will also be formed with the CEO, Board Chair, and the chair of the 4 committees.
- (d) Mr. Honious made the following recommendations based on individual feedback and each member approved:
 - (1) Governance Committee: Jerome Oglesby, Carter Paine, Jonathan Dyke (Chair is still needed)
 - (2) Academic Committee: Annette Little (Chair); Earl Lattimore, Valerie Hayes, Linda Pannock
 - (3) Finance Committee: Jimmy Patton (Chair); Don Williamson, Alex Ryerson
 - (4) Development Committee: Rob Keller (Chair), Mike Honious, Brian Fisher
- (e) The Executive Committee will therefore be the Governance Chair, Mike Honious, Dwayne Tucker, Annette Little, Rob Keller, and Jimmy Patton. A LEAD representative will also be assigned to each committee.

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