

**MINUTES OF A MEETING OF
THE BOARD OF DIRECTORS OF
THE LOS ANGELES LEADERSHIP ACADEMY**

Wednesday, November 15, 2017

The following members of the Board of Directors (the “Board”) of The Los Angeles Leadership Academy (the “Academy”), pursuant to notice duly given or waived, attended the meeting at 2670 Griffin Avenue, Los Angeles, California, and constituted a quorum for the transaction of business in accordance with the California Nonprofit Public Benefit Corporation Law and the bylaws of the Academy:

Eric Barron
Sally Chou
Mona Field
Martin Frank
Rohan Gupta
Carol Ann Leif
Roger Lowenstein
David Nickoll
Diane Prins Sheldahl
Christian Sarabia

The following members of the Board were absent from the meeting:

Justin Brimmer
Elizabeth Perez-LoPresti
Rick Rosen
Allan Rudnick
Jonathan Torres

Also in attendance at the invitation of the Board were: (i) Arina Goldring-Ravin, Executive Director; (ii) Cynthia Cuprill, High School Principal; (iii) Patrick Lazo, High School Vice Principal; (iv) Antonio Sanchez, Primary School Principal; (v) [•] Orozco, a member of the public and parent of an Academy student; and (vi) Liam Gallagher and Jonathan Lee, outside counsel.

The meeting was called to order by Mr. Nickoll at approximately 4:35 p.m. Pacific time. Mr. Gallagher acted as secretary for purposes of the meeting.

Introductory Remarks

Mr. Nickoll began the meeting by describing the Board’s open communications procedures to the members of the public in attendance. Mr. Nickoll noted that members of the public who wish to address the Board may do so by indicating on the comment cards made available at the meeting whether they intend to address either (i) a specific agenda item, which comments would be heard at the time the Board addresses such item, or (ii) a non-agenda item,

which comments would be heard during the period reserved for open communications. Mr. Nickoll also noted that addresses by members of the public on any item would be limited to two minutes.

Open Communications

Mr. Nickoll invited members of the public in attendance to address the Board on non-agenda items. No members of the public elected to address any non-agenda items.

The Board collected no comment cards from members of the public in attendance with respect to specific agenda items.

Approval of Minutes

Mr. Nickoll made a presentation regarding the minutes of the meeting of the Board held on September 27, 2017 (the "Minutes"). The Minutes were unanimously approved as read.

Audit Committee Report

Ms. Chou made a presentation regarding the recommendation by the Audit Committee of the Board that the Board approve the audit report for the 2016-2017 school year prepared by CliffordLarsonAllen LLP, the Academy's independent Auditors. After discussion, upon motion duly made and seconded, the Board unanimously approved the resolutions attached hereto as Exhibit A.

In Favor (10): E. Barron, S. Chou, M. Field, M. Frank, R. Gupta, C. Leif, R. Lowenstein, D. Nickoll, D. Prins Sheldahl, C. Sarabia.
Opposed (0): None.
Abstentions (0): None.

Approval of the Policy regarding Requests for Proposal

Ms. Goldring-Ravin made a presentation regarding revisions to the Academy's policy for requests for proposal, copies of which were circulated to the Board prior to the meeting. After discussion, upon motion duly made and seconded, the Board unanimously approved the resolutions attached hereto as Exhibit B.

In Favor (10): E. Barron, S. Chou, M. Field, M. Frank, R. Gupta, C. Leif, R. Lowenstein, D. Nickoll, D. Prins Sheldahl, C. Sarabia.
Opposed (0): None.
Abstentions (0): None.

Student Leadership Council Report

Two students from the Academy's high school made a presentation regarding recent and planned developments at the high school, including the success of the Academy's new CIF sports programs. One student from the Academy's primary school made a presentation on his participation in the student leadership council election process for the available Treasurer position. Discussion ensued, and the students answered questions from the Board.

Parents in Action Report

Ms. Orozco made a presentation regarding recent activity of the parent council, Parents in Action. Ms. Orozco reported that some of the playground equipment in the Academy's primary school required improvements. To raise the necessary funds, Ms. Orozco reported that Parents in Action was planning a fundraiser and requested that the Academy match the proceeds from their fundraiser. Discussion ensued, and Ms. Orozco answered questions from the Board.

Executive Director Report

Ms. Goldring-Ravin made a presentation regarding, among other things, (i) the ongoing oversight visits from the Los Angeles Unified School District ("LAUSD") for the Academy, (ii) the recently collected feedback data from staff and high school student open forums, (iii) the implementation of the Academy Data Dashboard as it relates to LAUSD's newly adopted changes with respect to comparisons of student achievement data, (iv) the Academy's financial statements from the month of September, (v) the Academy's process for revising its budget moving forward into the 2017-2018 school year, and (vi) the implementation of new student recruitment efforts. The Board asked questions and engaged in discussion during and following Ms. Goldring-Ravin's presentation, and Ms. Goldring-Ravin answered questions from the Board.

Principals Reports

Mr. Sanchez made a presentation regarding the Academy's primary school, including, among other things, (i) enrollment, (ii) attendance, (iii) student achievement data, (iv) parent engagement, (v) curriculum and instruction, (vi) professional development, and (vii) college and career readiness. Discussion ensued and Mr. Sanchez answered questions from the Board.

Ms. Cuprill then made a presentation regarding the Academy's high school, including, among other things, (i) enrollment, (ii) attendance, (iii) student achievement data, (iv) parent engagement, (v) curriculum and instruction, (vi) professional development, and (vii) college and career readiness. Discussion ensued, and Ms. Cuprill answered questions from the Board.

Discussion regarding Utilization of LALA and LALPA Reserves

Mr. Lowenstein made a presentation on possibly making a one-time transfer from the Academy's reserves in order to offset unanticipated reductions in government funding during the 2017-2018 school year. Mr. Lowenstein also proposed creating a Finance Budget Committee, which, among other things, could be tasked with determining the appropriate target cap for reserves as a percentage of total revenue. After discussion, the Board proposed to vote on such utilization of the Academy's reserves at the next Board meeting.

* * *

There being no further business to come before it, the meeting was, upon motion duly made and seconded, adjourned at approximately 6:17 p.m. Pacific time.

Respectfully submitted,

Liam Gallagher
Secretary of the Meeting

Approved:

David Nickoll
Chairman of the Meeting

EXHIBIT A

Approval of 2016-2017 School Year Audit Report

WHEREAS, the Board of Directors (the “Board”) of The Los Angeles Leadership Academy (the “Academy”) has been presented with and reviewed the audit report for the Academy’s 2016-2017 school year prepared by CliftonLarsonAllen LLP (f/k/a Vicenti, Lloyd and Stutzman LLP), the Academy’s independent auditors (the “Report”); and

WHEREAS, the Audit Committee of the Board has recommended to the Board that the Report be approved and adopted.

NOW, THEREFORE, BE IT RESOLVED, that the Report be, and it hereby is, authorized, ratified, approved, confirmed and adopted in all respects.

EXHIBIT B

Approval of the Academy's Policy regarding Requests for Proposal

WHEREAS, the Board has been presented with and reviewed a copy of the Academy's policy regarding requests for proposal (the "RFP Policy"); and

WHEREAS, the Board deems it advisable and in the best interests of the Academy to approve and adopt the RFP Policy.

NOW, THEREFORE, BE IT RESOLVED, that the RFP Policy be, and hereby is, approved, with such changes, additions, deletions, amendments or modifications as the Officers deem either necessary, proper or advisable.