

February 28, 2018

Mr. James Ure, President
Mr. Nels Jensen, Chief Executive Officer
Williamsburg Learning
1173 South 250 West
Suite 107
Saint George, Utah 84770

RE: Response to "Notice of Dissatisfaction" as stated in the LANV-WL Transition Plan

Dear Mr. Ure and Mr. Jensen:

This letter is written in response to the LANV-WL Transition Brief (Brief) which was sent to the Leadership Academy of Nevada (LANV) Governing Board (Board) and the LANV Executive Director (ED) via email on 02/05/2018. As Chair of the LANV Governing Board, I formally acknowledge the receipt of that document and the decision made by Williamsburg Learning (WL) to give "notice of dissatisfaction," effectively terminating, with cause, the contract between LANV and WL signed in March 2017 for reasons as stated in the Brief (page 6).

In 2012, a Committee to Form the School (CTF) was organized with the intent of creating a charter school and contracting with Williamsburg Academy (WA) for the express purpose of utilizing their curriculum, technology, and professional development to enhance the mission, vision, and educational philosophy of the charter school. The members of the CTF appreciated the WA model and believed that WA likewise appreciated the opportunity to contract with the CTF, in hopes of growing their business and educating students in Nevada.

WA had no previous Educational Management Organization (EMO) experience. The WA model was created for a private school. WA had previously supplied its own curriculum to other charter schools, but was not hired as an EMO or Educational Service Provider (ESP) for those charter schools. Attachment B.3.1.2 of the Leadership Academy of Nevada Charter states, "The Board acknowledges that there are risks inherent in working with any EMO, and that those risks may be amplified when working with an EMO that is new... the Board will be vigilant in its responsibility to oversee the EMO and all the operations of LAN(V)..." "Our commitment is to mitigate the risks of working with a new EMO by hiring an experienced Director and inviting skilled individuals onto the Board."

Unfortunately, minor conflicts arose almost immediately upon the school opening concerning matters relating to the administration of the school. As was stated in the Brief and as will be outlined in this Response, Board Members and Administrative Staff (Admin) at LANV have worked diligently to assuage conflict between the EMO and the Admin and Board. After years of minor disagreements, it is clear that the vision of LANV and that of Williamsburg Learning, formerly Williamsburg Educational Services (WES) and WA, are foundationally misaligned.

According to the Brief (page 5), WL believes that it is "time to fundamentally reposition the relationship between LANV and WL." In October 2016, during another time of considerable tension between the EMO and the Admin and Board, we met jointly to determine how we could realign our visions and create harmony as we worked together to implement the mission of LANV. The Board voted to become a Williamsburg Learning School, trusting and supporting the idea that WL would work diligently to support the LANV Board and Admin in implementing the objectives set forth in the LANV Charter. What we did not realize, at the time, was that the vote also meant the loss of LANV autonomy.

What is meant by "fundamentally repositioning the relationship," according to WL, is put forth directly in three statements in the Brief (pages 7 and 12), which can be summarized:

1. With input from WL, recompose Board membership so that it is in alignment with WL.
2. With input from WL, fire the current Executive Director and hire a new ED who is in alignment with WL.
3. Change the name from Leadership Academy of Nevada to Williamsburg Academy of Nevada.

In a review of our responsibility to the state of Nevada, the contract between the Nevada State Public Charter School Authority (Authority) and Leadership Academy of Nevada, the LANV Charter, and other documents, it is clear that we cannot accept these terms.

The problem stems from a fundamental misalignment of visions. The WL educational model was built upon private school and private sector business philosophy. It is a system in which top executives design, govern, and execute all decisions. Others may or may not be brought in for counsel, but, ultimately, only those top officials have power to determine outcomes.

As Williamsburg Academy has evolved to Williamsburg Educational Services and now to Williamsburg Learning, their vision seems to have evolved from one of assistance and support of a LANV Charter, to one of complete control. This is evident in the demands of having direct input upon who is selected to serve on the LANV Board, who may be hired as the LANV Executive Director, and the charter school name change. It is clear that the WL desire is not just to provide contracted materials and services, but to govern and execute as well. As Board Members, we recognize this as not only a major conflict of interest, but a breach of contract and illegal conduct in direct violation to NRS 388A.393(1)(a), which states:

1. A contract or proposed contract between a charter school or a proposed charter school and a contractor or an educational management organization must not:
 - (a) Give to the contractor or educational management organization direct control of educational services, financial decisions, the appointment of members of the governing body, or the hiring and dismissal of an administrator or financial officer of the charter school or proposed charter school;

As stated within the Brief (page 2), "all of the activities mentioned above serve the purpose of helping LANV fulfill its mission to prepare students to live meaningful lives as principled leaders." This is the WL mission statement, not the LANV mission statement -- further evidence that they are focused and driven internally and not concerned about the purpose of and contractual trust given to LANV by its sponsor.

By contrast, the Board understands that our mandate is to effectively carry out the objectives stated in the LANV Charter as contracted with the state through the Authority, our sponsor. The Governing Board carries that responsibility and, in turn, hires the Executive Director to execute the plan, and, if desired, an EMO to provide tools to assist the plan.

As authorized by the Nevada Revised Statute (NRS) 386.509, on January 8, 2013 the State Public Charter School Authority approved the proposed charter application, which serves as a performance contract that governs the operation of the charter school. That performance contract began on July 1, 2014, and will terminate on June 30, 2020, and is entered into between the Charter School ("Charter Board") and the Authority.

According to that contract:

1.4.3 "The Charter School and its Charter Board shall operate at all times in accordance with all federal and state laws, local ordinances, regulations and Authority policies applicable to charter schools."

1.5.1 "The Charter School shall be governed by the Charter Board, and deemed a public body, in manner that is consistent with the terms of this Charter Contract so long as such provisions are in accordance with applicable state, federal, and local law and regulation."

1.5.2 "The Charter Board shall have final authority and responsibility for the academic, financial, and organizational performance of the Charter School, and the fulfillment of the Charter Contract."

1.5.3 "The Charter Board shall be the final authority in matters affecting the Charter School, including but not limited to staffing, job titles, employee salary and benefits, financial accountability and curriculum."

1.5.5 *"The Charter Board shall have authority for and be responsible for policy and operational decision of the Charter School."*

2.9.1 *"The Charter Board is responsible for ensuring that all contracts or other agreements are compliant with existing law and regulation."*

According to the Leadership Academy of Nevada Charter, dated December 6, 2012, Section B.3.1.1 (A):

"The Committee to Form realizes that choosing an EMO is a critical decision that can have far-reaching effects. We take seriously our responsibility to lead LAN(V) and do not see the EMO as an outsourcing of this responsibility. Rather, we see it as a partnership that will allow us as the Board to focus on what we do best while allowing the EMO to help us implement the School's mission to prepare students for future leadership. Like other charter schools that contract with an EMO to perform critical aspects of their mission, we know that if the EMO fails in its duties, or is not properly aligned with the mission of the School, it will become a detriment to student learning, and we will discontinue the partnership. We are committed to making LAN(V) a successful school. ... If for any reason, we have to discontinue the partnership, we would remain committed to carry on the mission of the School."

WL is under contract to *"Provide LANV with a complete general education curriculum for grades 6-12 that meets Nevada state graduation requirements."* While technically fulfilled, there is growing disregard for the need for measurable academic success. WL is not concerned about the three-star rating LANV received for its middle school program, and, as stated in the Brief (page 4) *"At WL we believe that standardized tests, grades, and attendance or graduation rates are not necessarily the best measures of future student success."* These points are certainly not the only measure for success, but they are part of how LANV is evaluated and rated by our sponsor and the state. Our ED has approached WL with the need for formative assessments to guide instruction on multiple occasions, only to be rebuffed and accused of not being in line with WL vision.

Also, on matters of curriculum, WL has repeatedly ignored the concern and requests by both Board and Admin to change curriculum material that led to student underperformance. Furthermore, WL is to *"Provide academic support in connection with the courses that WL provides, including staff in the form of leadership coaches, teaching assistants, math tutors, and other academic support staff as needed."* Because of conflict over unfulfilled responsibilities or inadequate resources, LANV has hired additional help to meet the needs of students, and some parents have collectively paid thousands of dollars in math tutors.

WL was hired to *"assist with LANV identity and brand development,"* but, instead, LANV has been asked to fully adopt WL brand development. New branding was released by WL effectively changing all LANV branding without any input from Board or Admin. LANV Admin

and Board Members have tried to be supportive of the change and remain positive, but were frustrated by the sheer lack of inclusion in the discussion.

WL is contracted to "Create and maintain a website for LANV." A recent website update was released and is entirely centered around the vision and mission of WL - including the WL Mission Statement, not the LANV Mission Statement. No input from either Board or Admin was asked, and, after the release when the ED expressed great concerns, not only about WL content but possible legalities, he was told that he was not the expert and should not ask questions about what he doesn't understand.

According to Authority Contract - 4.1.1 "The Charter School shall control and be responsible for financial management and performance of the Charter School including budgeting and expenditures." We opened LANV by contracting with our EMO for \$2,600 per student plus \$300 per student in marketing fees. That fee was later renegotiated to a flat 37 percent of gross Distributive School Account funding. We have come to realize that this is an exorbitant amount of money to pay to an EMO. The Admin and Board feel that we can better meet the needs of Nevada students and families by reallocating those funds.

The final source of major contention between the EMO and LANV stems from the Board's choice of the Executive Director. We believe this frustration comes from the WL vision and not from our selection of ED. As has been stated, the WL vision demands complete control over the design, implementation, and corrective action of all curriculum and instruction - administrative duties. As stated in the Brief (page 12), LANV must "Notify the Executive Director that the Board plans to hire a new Executive Director for the 2018-2019 year."

The EMO has no right to make such a demand. The illegal nature of this has already been noted in NRS 388A.393(1)(a). Furthermore, the LANV Charter, Section B.3.1.3 (a) states, "As set forth in the "Educational Services Agreement," LAN(V) will employ the key personnel including the School's Director... Key personnel will report to the LAN(V) Board, not the EMO."

The LANV Charter Section B.3.1.1 states, "While some charter schools have administrators who are employed by their EMO, and the EMO handles virtually all aspects of daily operations, we want to retain a greater degree of control and involvement as the Board. The Director... will be employed by and accountable directly to the Board, not the EMO, and will handle many critical aspects of the School's operations including staffing, finances, reporting, state testing, and special education. This will keep the Board empowered to make the important decisions that will determine the direction of the School, independent of the EMO."

LANV Bylaws, Article 7.1.d states, "The Administrator shall administer the School in accordance with Board Direction."

And, as provided in NRS 385A.650: *The principal [Executive Director] of each school, including, without limitation, each charter school, shall, in consultation with the employees of the school, prepare a plan to improve the achievement of the pupils enrolled in the school.*

- *Among other things, the Principal [Executive Director] is to:*
 - *Review and analyze school data*
 - *Identify problems revealed through such analysis*
 - *Develop strategies, policies, and practices concerning core academic subjects which will have the greatest likelihood of ensuring student performance*

- *These strategies are not limited to, but include:*
 - *The manner of instruction*
 - *Curriculum improvement*

Governing boards have a mandate from the state to ensure the charter school's success. To this end, we have hired an Executive Director whose job, among other things, is to review and analyze data, monitor programs and curricula, identify problems, and develop strategies which enhance school improvement. Our ED has been rendered powerless, by the EMO, on many occasions to perform his duties. How can the Board possibly hold the ED accountable when that ED has no power to create and implement change? This has been a tremendous source of frustration to both the ED and the Board.

WL does many things well, for which we are grateful, but the continual over-reaching of power and lack of trust in the ability and judgement of both the Board and Admin, in order to prosper the WL vision, has become increasingly taxing to both Board and Admin. It has become clear that our differing visions of what is best for Nevada students and families has brought us to the point that WL has mandated the Board make the aforementioned changes. It is unfortunate that, by making such demands, it has deteriorated the trust and collegiality beyond repair.

As is recorded in the Statement of Assurances between Leadership Academy of Nevada and the Nevada Department of Education (signed on August 16, 2012, by Valerie Blake, Committee to Form Chair) *"I, the undersigned, do consent and do solemnly swear (or affirm) that the information set forth in the foregoing application is true and complete to the best of my knowledge, and that failure to disclose pertinent information or the concealment of information or making false statements in the detailed application for operation of a charter school shall constitute valid grounds for refusal or revocation of permission to operate said school. The undersigned also affirms that the charter school herein named is obligated to enter into an agreement concerning the methods and procedures for the sponsor to monitor the progress of the charter school herein named....Organized and administered in accordance and compliance with all Nevada Revised Statutes and Nevada Administrative Code and all applicable federal statutes and regulations... Shall enter into written contract with the sponsor and comply with all provisions therein."*

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After reviewing the reason for dissolution presented in the LANV-WL Transition Brief, namely that of a misaligned vision, (pages 7-8), the LANV Charter, the Contract between the State Public Charter School Authority and LANV, the Educational Service Provider Contract between WL and LANV, as well as other Nevada Statutes and Administrative Codes, it is clear that a continued relationship between WL and LANV is not possible. To remain so would affect loss of trust and breach of contract between the Authority and LANV. The demands made by WL are neither ethical nor legal. Choosing to agree to the demands placed on the LANV Board would be considered grounds for possible revocation of the LANV Charter by the Authority.

Therefore, the Educational Services Agreement between Williamsburg Learning and Leadership Academy of Nevada, dated March 2017, will terminate at the end of the 2017-2018 LANV school year.

We expect that, as outlined in the Educational Services Agreement between WL and LANV, Williamsburg will fulfill its obligations to:

- *Make every possible effort to continue operating under this agreement until the end of the current school year as defined by the LANV school calendar.*
- *Provide all information to LANV necessary to ensure orderly transition... including, all student academic records, family/contact information, attendance, discipline, grades, all assessment results, and any other materials necessary to ensure an orderly transition.*

We also assume that both parties will proceed in the most respectful and least disruptive way possible for the benefit of all involved, most especially the students and families whom we serve.

Sincerely,

Valerie Blake
LANV Governing Board Chair
Written and sent via email: March 2, 2018
Approved by the Governing Board on February 28, 2018

Dear Leadership Academy of Nevada Board Members,

I have reviewed the Transition Brief that James and Nels sent to you, the Board, and me yesterday. I want you to know that my number one priority as Executive Director has been, and will always be, the students and families of Leadership Academy of Nevada (LANV). I am confident that the LANV staff and I will develop a program that will be highly successful and better meet the needs of Nevada students.

It is unfortunate that giving precedence to the needs of our local families over the Williamsburg Learning (WL) corporation has driven WL to demand that myself and board members resign. I also find it unfortunate that WL is using scare tactics, threats, and personal attacks to convince board members that LANV will not be successful should we choose to follow the path that LANV was created for: to best serve students and families in Nevada.

WL does many things well and provided excellent services when we first partnered with them. However, as they have expanded, their methods have changed to accommodate a growing student population, and the result has been that the quality of service they initially provided to our local students has suffered. It has become evident that WL has moved from being a service provider to an owner. If that transition happened when the Board voted to accept the invitation to become a WL school, that decision has resulted in an unintended consequence, adversely affecting the demographic that LANV was created to champion.

One example of how WL's corporate approach has negatively impacted LANV's local needs is the decline of assessment scores and WL's refusal to work with LANV to address this issue. They have been unwilling to include LANV administration or Board in any curriculum revisions or major curricular decisions. Demanding in their brief that the LANV Board change its name to Williamsburg Academy of Nevada without any discussion or input from you or administration is another example they are more concerned with pushing their agenda of expansion than supporting the needs and desires of LANV students and Board.

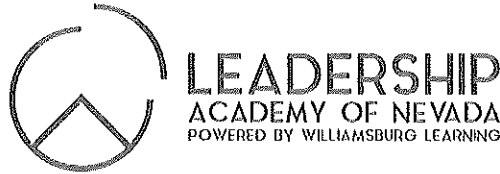
Please note that the brief did not mention any interface WL will have with the State of Nevada, and this is a concern. As a Board, you are accountable to the state of Nevada in a variety of ways, and, in my opinion, most of the friction between myself as LANV Executive Director and WL has been the result of me trying to make sure their services are in compliance with State standards and meet high expectations. LANV cannot be run successfully by an EMO that

eschews the regulations it must follow in order to stay in good standing with the State of Nevada.

I have consistently held the best interests of students and families in Nevada as my utmost priority, and unfortunately, this does not fall in line with WL's current direction of expansion at the cost of effectively serving LANV students and families. I am confident that LANV can provide an excellent liberal arts education with high academic achievement, build upon a dynamic local school culture, and grow principled leaders as we step away from the corporate school model and concentrate on the success of those for whom LANV was created. I understand this will take hard work and dedication, and assure you that the LANV staff is up for the challenge. We are grateful for this opportunity to bring the focus back to Nevada students and families.

I look forward to sharing with you a detailed plan on how we will successfully move forward as Leadership Academy of Nevada!

Bryon



Intent to Amend the Leadership Academy of Nevada Charter

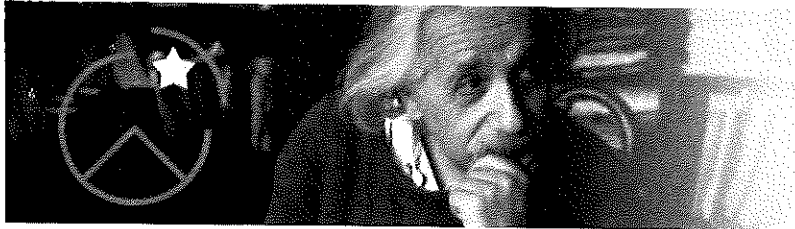
February 13, 2018

Leadership Academy of Nevada (LANV) intends to terminate their Educational Management Organization (EMO) contract with Williamsburg Learning (WL) at the end of the 2017-18 school year. According to the EMO contract between LANV and WL, WL currently provides LANV with services related to the following areas:

- Accreditation
- Charter
- Curriculum and Academic Support
- Financial
- Human Resources
- Marketing
- Technology
- Learning Materials
- Student Privacy and Protection
- Administration
- Training and Professional Development

LANV intends to submit the following Charter Amendment requests via the Nevada Charter School Authority website no later than February 15, 2018 in order to be eligible for the Nevada Spring amendment cycle:

1. Request to revise LANV bylaws to reflect the changes that were approved by the LANV Governing Board on January 18, 2018.
2. Request to terminate, at the end of the 2017-18 school year, the EMO contract/Educational Services Agreement between LANV and WL that was signed by both parties in March 2017.
3. Request to change LANV's curriculum.



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February 11, 2018

WL Apology and Withdrawal of Transition Brief

Dear LANV Board and Executive Director Richardson,

I write to apologize to each one of you and officially withdraw the Transition Brief WL submitted to the Board on February 5th. I understand that it may well be too late to redeem a relationship, especially with Val and Bryon, who my decision has most impacted. I understand the Board may still vote to cut ties with WL. That's okay. I also understand that the only way to live in harmony with my values and be the kind of leader I want to be is to own my mistake and do all I can to remedy the situation.

This has been the most challenging week of my professional career. I have experienced wave after wave of realizations, each bearing painful truths about myself and the situation I have sparked for all of us. I can see now how much of this situation is a result of my ignorance and lack of discretion, both last week and throughout the past several years.

I am literally worried sick about the implications for our beloved students and their trusting families. I toss at night thinking about the possibility of students and their parents, with whom we have all spent years building up trust and goodwill, watching adults they trust argue about whether to fire a Director they love or abandon a curriculum and a team of mentors who have changed their lives. I think about how students and their families will be permanently disappointed and disillusioned when they observe (or hear from peers about) the in-fighting of adults they had so deeply trusted. I can't bear that thought! We are on the verge of dissolving a tremendous amount of trust, momentum, and goodwill, and I'm afraid I'm the one who sparked it all.

So I want to begin by apologizing to Bryon. Bryon, I understand if you never forgive me. I am sorry for asking the Board to let you go. I have considered you a friend for a long time and my actions were totally unfair to you. I was frustrated by the friction we've had off and on throughout the years and just deeply desired a harmonious relationship. I can see now that



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while I thought you were the source of the friction, I was very much to blame because of my desire to create uniformity across Williamsburg Learning schools (see my lessons learned later in this memo for more on this point). I regret not realizing this sooner. I regret that it took a week of sheer, torturous pain for me to come to my senses. But I'm glad I finally have so I can at least apologize to you before everything unravels.

Val, I'm sorry for allowing our relationship to devolve into a competition after we have been through so much together. I was frustrated and unwilling to see reason. I made bad decisions while I was emotionally triggered. I know the school wouldn't exist if it wasn't for you, and you have Board members who are deeply loyal to you and what you stand for. I feel horrible that an attorney has become part of our relationship; it just feels really bad to have caused you to feel that was necessary. I'm sorry that I have lost your trust, but I want you to know that I am still driven by the same values that inspired me to help found and our team to partner with LANV. We just haven't spent sufficient time together so we could track with each other. That's my fault for not being better at understanding and prioritizing relationships. You may not even read this, but I hope you do and can sense my genuine sadness at losing our relationship and causing you such pain.

Kelly, Sione, Ray, Eric, and Heidi, thank you all for allowing Williamsburg to be a part of your families' educational journeys. We have adored your children and feel honored for the role our team has had the privilege of playing in their formative years. I'm still connected to many of your children and hope you know that even if you vote to sever ties with WL, your children will still be invited to be Trail Guides at Elevation, and we still want to stay connected with them! You each sacrificed so much to make Williamsburg available to Nevada families through LANV and I'm afraid I have jeopardized the whole thing. It's a blemish on my professional record that I hope to make up for somehow.

Cathy, even though I don't know you well, I owe you an apology because one of your first big experiences on the LANV Board is going through this debacle, which I sparked. I regret that I have so poorly represented all of the talent and heart on the WL team and created impressions that unfairly represent our organization to a new LANV Board member.

Over the past week, painful realizations have deprived me of many of my self-delusions about this whole affair. The last week has been so challenging it has teased out realizations that go back several years, not just to the past week. I feel that it's important for me to share



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these realizations and the actions I am taking because of them as part of the process of doing all I can to repair the situation. Here are some of my bigger realizations:

I have realized that I am not the right person to manage client relationships with partner schools and I have poorly managed WL's relationship with LANV. I have missed queues, strong-armed, and failed to really listen to Bryon, Val, and other Board members when they had important input to share with me about WL. I have made so many mistakes! I also have team members who do or have the capacity to work exceptionally well with the Directors at all WL schools (including Liz Kirk, Lucas Reynolds, and Anya Yeager). I really want to empower these team members and turn both authority and responsibility to them so they can adeptly meet the needs of our partner schools. I want to facilitate healthy relationships, not be a barrier to them.

I have realized that WL needs to be far more willing to give Executive Directors the space they need to adapt WL's program to their schools' unique needs. For example, I know that Bryon has been dissatisfied with WL's system of intervention for struggling students. In the past I have pushed hard to find a solution that works across all WL schools. I see now that was the wrong tact. Should LANV decide to preserve a relationship with WL, I have concluded (and our executive team agrees) that Bryon should have discretion to adapt the intervention system to his own satisfaction.

I have realized that we need to create a more established process for our Board members and Directors to influence The Williamsburg Curriculum. WL has not been as responsive as we should have been to concerns about middle school math. We own that. Part of the challenge has been that we lack an appropriate venue to address curriculum issues. Therefore, WL will propose to our partner schools that we create a Curriculum Committee that includes the Executive Director at each WL school, and a designated Board member. We believe this will create the right type of collaborative space to address curriculum concerns and opportunities and prevent us from having to do so ad hoc in public Board meetings. Along these lines, we believe a school-specific Compliance Committee that included a WL team member would be an appropriate venue to address issues related to compliance with laws, rules, and policies. We share a vested interest with our Boards in ensuring that we act legally and ethically in all we do.

I have realized that we need more direction from our Boards when it comes to choosing between competing priorities in our academics program. For example, we have identified



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a philosophical divide on the LANV Board and we are not sure what the Board's actual position is on the role of standardized test scores in measuring student performance. We all agree these scores are important, but where do they fall if the Board had to force rank the following in middle school math, for example:

- High standardized test scores
- Help students who dislike math develop a love for math
- Help students learn to see the practical applications for math in the world all around
- Help students acquire the confidence they can learn math
- Use math to help students learn to think logically and sharpen their reasoning skills
- Use math as a springboard to STEM applications students are likely to experience in the future

These are all good things, but we have to choose priorities and build strategies to achieve them. That means ranking what we most highly value.

It was our impression when we helped found LANV that the school wanted to measure performance through a set of metrics that included but was not limited to those used by the state to determine star ratings. For example, our impression was that the LANV Board wanted to measure things such as leadership development, entrepreneurial skills, relationship development, the ability to own one's education, etc. We need to know how the Board wants us to weight all of these priorities against each other so we can build appropriate strategies. We are committed to soliciting and acting on this type of direction from the Board.

On a related note, we need more formal feedback from our Boards. I have become convinced over the past few days that one reason our relationship got off track is that we have not asked for or received formal feedback from the Board on a consistent basis. I am not satisfied that the annual feedback survey from Board members is an adequate mechanism to keep us truly apprised of what the Board's needs are. We have ideas about additional feedback rhythms and would like help from our Boards to solve this problem.

WL needs to do a much better job of keeping partner schools apprised of positive student experiences. Mentors have the opportunity to have amazing experiences with LANV students day in and day out, and they are constantly telling us about them. That creates a positive vibe on the WL team. Students are generally thriving in WL's program and I have



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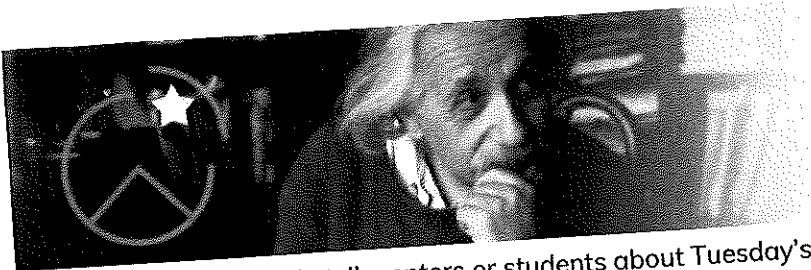
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failed to adequately communicate these successes to LANV Board members. Board members are volunteers and need to see the return on the investment of their time and energy, and our team has failed to adequately supply information about the returns Board members can enjoy because of their efforts. I am sorry about that and have several ideas about how we can improve in this area in the future. I can see that if we don't improve in this area, Boards at WL schools will naturally tend to focus only on the things that need improvement and can lose organizational awareness of all the good that is happening.

Nels and I have realized we need to involve our Executive Team far more often. Our team includes people who are exceptionally talented at building strong relationships and they would never have agreed to the Transition Memo that Nels and I sent last week. (Although Nels agreed to send the Transition Brief, the contents and decision were driven mostly by me, therefore this apology is coming from me on behalf of myself and Nels.) Our executive team are on board with my decision to apologize and withdraw, and I am confident they will help us avoid similar mistakes in the future.

I want to share a final thought in conclusion. In WL's very first office space on the second floor of a Barber shop in Cedar City, Utah, we had a handwritten note taped to the office wall that said "It's all about the students." We put that note up to remind us why we were leaving more lucrative career opportunities to start an educational organization. Nels and his family of five had just moved in with my own family of five and we were all cramped in a four-bedroom, two-bath home for the next year. Our wives were very uncomfortable, but supported us because they could tell we were passionate about what we were doing. That note about our students was a constant, selfless reminder that resonated deeply with us. That message is still on our wall in our current office space, and it still motivates us every day.

Which is why I feel so sad about the current situation. I feel I have not acted in the best interest of our students and parents by giving an ultimatum to the LANV Board. I am sorry for doing so. We really want to preserve our relationship. We are sick to think about the lost trust and emotional harm that our students will experience if they are cut off from a program they have been using for years and had expectations of continuing to use. We are sick to think about how a mistake we made could jeopardize that. We hope you'll work with us to resolve our issues and find a responsible solution that prevents negative impact to our precious Nevada students and their families. Our executive team has decided not to



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proactively tell mentors or students about Tuesday's meeting; we will leave this to the Board's discretion.

Best regards,

James Ure
President, Williamsburg Learning

Nels Jensen
CEO, Williamsburg Learning



MINUTES OF THE SPECIAL BOARD MEETING
JULY 23, 2018

Leadership Academy of Nevada
 7495 West Azure Drive, Suite 209
 Las Vegas, NV 89130

The meeting was held on site, via the Internet, and via conference call.
 A recording of the online meeting will be provided upon request.

BOARD MEMBERS PRESENT:

<u>On Site:</u>	<u>Via the Internet</u>	<u>Via Conference Call</u>
Eric Farnsworth, Vice-Chair David Sampson, Member	Valerie Blake, Chair Kelly Parker, Treasurer Cathy Dobrusky, Member Todd Nelson, Member Vivian Surwill, Secretary, 6:56 pm arrival	

BOARD MEMBERS ABSENT:

None

STAFF PRESENT:

<u>On Site:</u>	<u>Via the Internet</u>	<u>Via Conference Call</u>
Bryon Richardson Shelby Cefoldo	Kim Green Melissa Forbes Maureen Powers	None

EMO MEMBERS PRESENT:

<u>On Site:</u>	<u>Via the Internet</u>	<u>Via Conference Call</u>
None	Adam Hailstone Lindsey Hulet Liz Kirk Anya Yeager	James Ure, about 8:30 pm arrival

Chair Blake called the meeting to order at 6:05 pm with attendance reflected as above. The agenda was taken out of order.

OPENING

Call to Order; Roll Call; Review of Agenda (*Valerie Blake, Chair*)

1. Approval of minutes from the JUNE 21, 2018 Board Meeting (*Valerie Blake, Chair*)
(**Information, Discussion, For Possible Action**)
 - Chair Blake presented the minutes for a vote.

Motion: Treasurer Parker

Second: Member Dubrosky

Vote: Unanimous (Chair Blake, Vice-Chair Farnsworth, Treasurer Parker, and Member Dubrosky voted because they were serving and present at the 6/21/18 Board Meeting)

2. Approval of minutes from the JULY 12, 2018 Executive Committee Meeting (*Vivian Surwill, Secretary*) (**Information, Discussion, For Possible Action**)
 - Chair Blake presented the minutes for a vote.

Motion: Vice- Chair Farnsworth

Second: Treasurer Parker

Vote: Unanimous (Chair Blake, Vice-Chair Farnsworth, and Treasurer Parker voted because Secretary Surwill wasn't present to vote)

COMMITTEE UPDATES

4. Executive Committee Update (*Valerie Blake, Chair*) (**Information, Discussion, For Possible Action**)
 - Discussed hiring a Board attorney and chose to proceed with Jonathan P. Leleu. His engagement letter was sent out with the Supporting Documents.
 - Motion to approve the engagement letter.

Motion: Vice-Chair Farnsworth

Second: Treasurer Parker

Vote: Unanimous (Secretary Surwill wasn't present to vote)

OPENING (Continued)

3. Public Comment (*Public comment pursuant to this item should be limited to the agenda, unless otherwise stated by the Chair.*)

- Melissa Forbes, LANV staff member, read the public comments emailed from the following individuals regarding Agenda Item 6:
 - Robyn Acosta - LANV contracted employee
 - Jackie Halpin - LANV contracted employee
 - Jay & Lindsey Rosier - LANV parents
 - Danny Rosier - LANV student
 - Heidi Wixom - Former LANV Board Member
- The following individuals gave public comment regarding Agenda Item 6:
 - Anya Yeager - WL employee
 - Tiffany Sampson - LANV parent
 - Lindsey Hulet - WL employee
 - Cebre Jacob - WL mentor
 - Lindie Harper - LANV student
 - Cassandra Hafen - LANV parent
 - Jonelle Hughes - Former LANV parent
 - Kendra Johnson - LANV parent
 - Liz Kirk - WL employee
 - Jody Osburn - LANV parent
 - Maureen Powers - LANV employee
 - Jenelle Howard - WL mentor
 - Heidi Mitchell - WL mentor
 - Sydney Maucotel - WL employee
 - Savannah Lorcher - LANV student
 - Laura Hojnacke - LANV parent
 - Ashley Hojnacke - LANV student
 - David Rees - WL mentor
 - Melissa Forbes - LANV employee
 - Ray Jones - Former LANV Board Member/LANV parent
 - Shelby Cefoldo - LANV employee
 - Kim Green - LANV employee
 - Lucas Reynolds - WL employee
 - Elissa Wahl - Former SPCSA Board Member
 - Mindy Young - LANV parent
- ***6 minute break was taken***
- Chair Blake - Chair Blake made comments, reminding board members:
 - The LANV Board is accountable to the state.
 - The LANV Board has the right to hire and fire any employee or vendor at any time.
 - It has become increasingly clear that the ongoing issues between WL and LANV need to be addressed immediately rather than at the end of Fall semester.
 - The Board members' job tonight is to listen closely to the Executive

Director.

NEW BUSINESS

5. LANV Strategic Planning (*Bryon Richardson, Executive Director*) (**Information, Discussion, For Possible Action**)

- Mr. Richardson gave a presentation outlining the problems facing online charter schools in general and LANV specifically.
- Discussion was had regarding the timing of the vote to not renew the Educational Services Agreement with WL. There were concerns voiced that the decision is possibly being made too early in the school year. However, because of the amount of work to be done by LANV staff if the Board decides not to renew the contract with WL, an immediate decision is imperative.
- Executive Director Richardson believes the best way to meet the needs of the students is to become an independent charter school. He outlined the following critical elements that are missing from the WL model:
 - Benchmarking tied to NV standards
 - Effective mentoring to ensure student success
 - Effective intervention system
 - EOC Assessments
 - College and Career Readiness
 - Mentors who are licensed in Nevada
- Executive Director Richardson then outlined the following priorities of LANV as an independent charter school (which align with the goals in the LANV Ends Policy):
 - Engaging online model and engaging mentors
 - Full-time mentors are needed
 - More family and student support would be provided
 - Academic excellence
 - Preparing students better for both course and national exams
 - Preparing principled leaders who will impact society
 - Continued Leadership curriculum with greater focus on principled leadership characteristics
- Executive Director Richardson then addressed the following issues if the board does not renew the WL contract:
 - Accreditation
 - Admin will work to ensure, if possible, that there will not be a gap in accreditation
 - Williamsburg Adventures
 - Elevation and Williamsburg Adventures are outside of LANV. With funds freed up, LANV could offer other options that are more affordable.

- Satisfaction Rates
 - High satisfaction rates will continue and are currently achieved in part by LANV's strengths
 - Budget
 - WL has made it very clear they will not accept less than the 37% EMO fee. Funds will be freed up to support LANV students in a more effective manner.
 - Discussion was had about the strained relationship between WL and LANV and the frustration on both sides. A couple of Board members shared the sentiment that more input was needed from WL and from parents and students. Other Board members shared the sentiment that the discussion had gone on long enough and that the Board needed to make a decision tonight so that both parties (WL and LANV) would have the necessary time to prepare for the future.
6. Vote on non-renewal of the Educational Services Agreement between Williamsburg Learning (WL) and Leadership Academy of Nevada (LANV), which concludes at the end of the 2018-19 school year (*Valerie Blake, Chair*) (**Information, Discussion, For Possible Action**)
- According to LANV by-laws, LANV needs to have 4 of the 7 Board members vote to have a majority.
 - Board Members have the option to abstain.
 - Motion that Leadership Academy of Nevada will NOT renew the Educational Services Agreement between Williamsburg Learning, LLC and Leadership Academy of Nevada, which expires on June 30, 2019 at the conclusion of the 2018-2019 academic year.

Motion: Member Dubrosky

Second: Treasurer Parker

Vote: NOT Unanimous, motion passes (4 Yes - Chair Blake, Member Dubrosky, Treasurer Parker, and Member Nelson & 3 No - Vice-Chair Farnsworth, Member Sampson, and Secretary Surwill)

7. Administrative Committees (*Valerie Blake, Chair*) (**Information, Discussion, For Possible Action**)
- Chair Blake reminded the board and executive team of their various roles and responsibilities: The Board is in charge of *what* should happen, while the Executive Director is in charge of *how* things should happen. Mr. Richardson will develop the necessary committees and administrative staffing. Board Members should make themselves available to assist Mr. Richardson, if needed.
 - Vice-Chair Farnsworth noted that the vote has been taken and that the entire board should get behind the decision and help the school succeed.

CLOSING

8. Upcoming Calendar Events (*Valerie Blake, Chair*) (Information, Discussion, For Possible Action)

- Next Board Meeting: Thursday, August 23, 2018 @ 7:00pm
 - Charter School Board University, Chapters 1 & 2
 - Valerie to lead discussion
- Member Sampson will be out of the country on August 23rd.
- Member Nelson has a work commitment on August 23rd.
- Secretary Surwill has a work commitment on August 23rd.
- Chair Blake may consider changing the date of the next Board Meeting.

9. Board Member Comment (*Valerie Blake, Chair*) (Information, Discussion)

- There were no comments.

10. Public Comment (*Public comment pursuant to this item may be on any topic, principally those related to Leadership Academy of Nevada.*) (Information, Discussion)

- The following individuals gave public comment regarding Agenda Item 6:
 - Adam Hailstone - WL employee
 - DeEllen Stowell - LANV parent
 - Sarah Stowell - LANV student

11. Adjournment (Action)

- Motion to adjourn the meeting.

Motion: Vice-Chair Farnsworth
Second: Member Nelson
Vote: Unanimous

Meeting adjourned at 10:42 p.m.

Minutes approved on: August 30, 2018

Signed by: *Vivian Surwill*
Vivian Surwill
Secretary of the Governing Board

TITLE	7/23/18 Special Board Meeting Minutes to be signed
FILE NAME	Minutes.07-23-18 ...Board Meeting.pdf
DOCUMENT ID	137bc14457812979d531a7d19966d32b54648a8c
STATUS	→ Completed

Document History

-  **SIGNED** **09/04/2018**
19:08:46 UTC Signed by Bryon Richardson (admin@lanv.org)
IP: 68.224.242.166
-  **SENT** **09/04/2018**
19:08:50 UTC Sent for signature to Vivian Surwill (vivian@lanv.org) from
admin@lanv.org
IP: 68.224.242.166
-  **VIEWED** **09/04/2018**
19:57:44 UTC Viewed by Vivian Surwill (vivian@lanv.org)
IP: 131.216.14.3
-  **SIGNED** **09/04/2018**
19:58:12 UTC Signed by Vivian Surwill (vivian@lanv.org)
IP: 131.216.14.3
-  **COMPLETED** **09/04/2018**
19:58:12 UTC The document has been completed.

BRIAN SANDOVAL
Governor

STATE OF NEVADA

PATRICK GAVIN
Executive Director



STATE PUBLIC CHARTER SCHOOL AUTHORITY

1749 North Stewart Street Suite 40
Carson City, Nevada 89706-2543
(775) 687 - 9174 · Fax: (775) 687 - 9113

**VIA UNITED STATES POSTAL SERVICE
AND ELECTRONIC MAIL**

October 19, 2018

Valerie Blake, Board Chair
Leadership Academy of Nevada
7495 West Azure Drive
Las Vegas, Nevada 89130
valerie@lanv.org

Re: Notice of Concern Due to Academic Underperformance

Dear Ms. Blake:

As you are aware, Leadership Academy of Nevada's middle school program received a two-star rating under the Nevada Department of Education's Nevada School Performance Framework for the 2017-2018 school year. As you are also aware, the State Public Charter School Authority voted at its September 28, 2018 Board meeting to issue a Notice of Concern based on the foregoing academic underperformance.

This Notice of Concern serves as a reminder that the Charter School Performance Framework, which is incorporated into Leadership Academy's Charter School Contract, is meant to provide charter school leaders with clear expectations, fact-based oversight, and timely feedback while at the same time ensuring charter school autonomy. Under the Charter School Performance Framework, a Notice of Concern represents Level 1 in the Authority's Intervention Ladder. Please note that Level 2 in the Intervention Ladder is a Notice of Breach, and that a State Public Charter School Authority-sponsored public charter school entering Level 3 of the Authority's Intervention Ladder may result in Charter School Contract termination proceedings being initiated under NRS 388A.330.

Please note that at this time, no specific actions on the part of Leadership Academy, including the submission of an academic improvement plan, are being requested by the Authority.

However, we note here that both the SPCSA and the Department will closely scrutinize the annual School Performance Plan that Leadership Academy is required to submit.

Finally, please note that Leadership Academy's charter school contract will expire at the end of the 2019-2020 school year. As a result, Leadership Academy may be eligible to apply for renewal of its charter school contract in the Fall of 2019. Note that continued academic underperformance may result in a recommendation from the State Public Charter School Authority staff not to renew Leadership Academy's charter school contract, or a decision by the State Public Charter School Authority Board to not renew Leadership Academy's charter school contract.

The SPCSA believes strongly in a quality public school of choice for every Nevada child. We hope that Leadership Academy will join us by improving its academic performance, thereby increasing the number of high-quality SPCSA-sponsored charter schools.

Sincerely,



Ryan Herrick
General Counsel, State Public Charter School Authority

cc: Bryon Richardson, Executive Director, Leadership Academy of Nevada
Jason Guinasso, Chair, State Public Charter School Authority
Patrick Gavin, Executive Director, State Public Charter School Authority
Mark Modrcin, Director of Authorizing, State Public Charter School Authority
(via electronic mail)

BRIAN SANDOVAL
Governor

STATE OF NEVADA

PATRICK GAVIN
Executive Director



STATE PUBLIC CHARTER SCHOOL AUTHORITY

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