



LAW OFFICES OF MIDDLETON, YOUNG & MINNEY, LLP

FEBRUARY 26, 2010

Via Email and Hand Delivery

Carol Barkley, Director, Charter Schools Division
California Department of Education
1430 N Street, Suite 5401
Sacramento, CA 95814

Re: Appeal of SFUSD Denial of “K12 Academy San Francisco” Charter Petition

Dear Carol,

This letter and the accompanying documents constitute an appeal of the San Francisco Unified School District Board of Education’s (“SFUSD”) denial of the K12 Academy San Francisco charter petition on January 26, 2010.

In accordance with Title 5 California Code of Regulations Section 11967, I have attached the following:

1. A complete copy of the charter petition as denied, including the signatures required by Education Code Section 47605. This includes supplemental materials that were attached to the petition as denied by SFUSD.
2. A signed certification stating that petitioners will comply with all applicable law.
3. A description of any changes to the petition necessary to reflect the State Board of Education as the chartering entity.

I am aware that Section 11967 also requires that the petitioners present to the SBE evidence of the governing board’s action to deny the petition. Minutes of the SFUSD Board meeting have yet to be approved by the District. However, I will forward them to you as soon as they have been adopted.

Unfortunately, it is also not possible for me to attach a copy of the governing board’s written factual findings specific to the particular petition setting forth specific facts to support one or more of the grounds for denial set forth in Education Code Section 47605(b). Such written factual findings were never adopted by the SFUSD Board in support of its vote to deny the petition. The petition was simply denied. However, since Title 5 California Code of Regulations Section 11967(b)(2) only requires that it be attached “when available,” I trust that this will not hold up the review of the appeal in any way.

Carol Barkley
Re: Appeal of SFUSD Denial of K12 Academy San Francisco Charter Petition
March 24, 2010
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In addition to the information above that is required pursuant to the regulations, I have attached additional information that I believe will assist staff with the review of the materials. All of these materials were provided to SFUSD prior to the denial, so they are all part of the record.

1. Summary of Educational Model
2. PowerPoint Presentation Regarding Educational Model
3. Updated Budget Reflecting Governor's Budget Proposals
4. SFUSD Staff Report Recommending Approval of the Charter Petition
5. Response to SFUSD Staff Report and Board Findings
6. State Board Charter Matrix with Charter Page References to Assist in Charter Review

K12 Academy Name Change

In order to reduce confusion with the grade levels served by the charter school, the petitioners are requesting that the name of the charter school be changed in the event that the State Board of Education approves the charter. The petitioners are requesting that this charter school be renamed "Flex Academy San Francisco" rather than "K12 Academy San Francisco." The California Department of Education has previously deemed a name change not to be a material change to the charter. If possible, the petitioners would like to have this name change approved during the charter approval process rather than as a separate revision.

Due to the fact that lead petitioner Mark Kushner has a conflict of interest in the outcome of this appeal, he will be recusing himself from the discussion and vote upon the appeal at both the Advisory Commission on Charter Schools ("ACCS") and the State Board of Education ("SBE"). In light of this fact, if there is any additional information that you need to process the appeal, please contact me at 916-646-1400. MYM is serving as legal counsel for the petitioners, and will be representing the petitioners at the hearings before ACCS and the SBE along with other supporters of the charter petition.

Sincerely,
**LAW OFFICES OF
MIDDLETON, YOUNG & MINNEY, LLP**



JERRY W. SIMMONS
ATTORNEY AT LAW



K¹² ACADEMY SAN FRANCISCO

CHARTER PETITION

Submitted By

FLEX PUBLIC SCHOOLS
(A California Public Benefit Nonprofit Corporation)

A Proposed San Francisco Unified School District Public Charter School

With

A “New Model of Education” and a “Research and Development Partner “

Submitted to San Francisco Unified Board of Education for Approval
On November 30, 2009

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This charter has been created in the format encouraged by the California State Board of Education in its adopted “Model Application for Charter Schools” and exceeds the legal requirements of Education Code Section 47605. According to the State Board of Education, the Model Application format ensures that charter petitioners systematically cover all of the minimum elements required by law. However the Model Application format requires that statutory provisions in the Charter Schools Act be addressed in an order different than presented in the Education Code. This “Table of Contents of Legal Requirements” is presented to assist the Reviewer in establishing that all requirements of the law have been met.

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CHARTER SCHOOL INTENT AND CHARTER REQUIREMENTS

The Charter Schools Act (“Act”) of 1992, codified as California Education Code Section 47600 *et seq.*, requires each charter school to have a “charter” that sets forth a reasonably comprehensive description of the sixteen (16) required elements of charter petitions. (California Education Code Section 47605.)

The California Legislature, in enacting the Charter Schools Act of 1992, sought to provide opportunities for teachers, parents, pupils, and community members to establish and maintain schools that operate independently from the existing school district structure, as a method to accomplish all of the following:

- Improve pupil learning.
- Increase learning opportunities for all pupils, with special emphasis on expanded learning experiences for pupils who are identified as academically low achieving.
- Encourage the use of different and innovative teaching methods.
- Create new professional opportunities for teachers, including the opportunity to be responsible for the learning program at the school site.
- Provide parents and pupils with expanded choices in the types of educational opportunities that are available within the public school system.
- Hold the schools established under this part accountable for meeting measurable pupil outcomes, and provide the schools with a method to change from rule-based to performance-based accountability systems.
- Provide vigorous competition within the public school system to stimulate continual improvements in all public schools.

The following sections of this charter explain how K12 Academy San Francisco (“the School”) fulfills the requirements of Section 47605.6 of the Act.

AFFIRMATIONS

- K12 Academy San Francisco (“K12 Academy” or the “School”) shall be non-sectarian in its programs, admissions policies, employment practices, and all other operations. It shall not charge tuition and shall not discriminate on the basis of the characteristics listed in Section 220 (actual or perceived disability, gender, nationality, race or ethnicity, religion, sexual orientation, or any other characteristic that is contained in the definition of hate crimes set forth in Section 422.55 of the Penal Code or association with an individual who has any of the aforementioned characteristics).
- K12 Academy’s goals include enabling its students to become self-motivated, competent, and lifelong learners.
- K12 Academy shall admit all pupils within the State of California who wish to attend the School. Admission to the School shall not be determined by the place of residence of a pupil or his or her parent or guardian within the State except as provided by Education Code Section 47605(d) (2). If the School receives a greater number of students who wish to attend the School and who submit a timely application than capacity, each applicant will be given an equal opportunity for admission through a public random drawing process. Preference in the public random drawing will be given as required by Education Code Section 47605(d) (2) (B). In the event of a drawing, the chartering authority shall make reasonable efforts if requested to accommodate the growth of the charter school in accordance with Education Code Section 47605(d)(2)(C)
- K12 Academy shall comply with all applicable state and federal laws in serving students with disabilities including, but not limited to, Section 504 of the Rehabilitation Act of 1974, Title II of the Americans with Disabilities Act of 1990 and the Individuals with Disabilities in Education Improvement Act of 2004.
- K12 Academy shall offer at a minimum, the same number of minutes of instruction set forth in paragraph (1) of subdivision (a) of California Education Code Section 47612.5 for the appropriate grade levels.
- K12 Academy shall maintain accurate and current written records that document all pupil attendance and make these records available for audit and inspection.
- K12 Academy shall conduct the pupil assessments required by California Education Code Sections 60605 and 60851 and any other statewide assessments required by law.
- K12 Academy shall meet all requirements for employment set forth in applicable provisions of law, including but not limited to credentials, as necessary.
- K12 Academy will ensure that teachers hold a Commission on Teacher Credentialing certificate, permit or other document equivalent to that which a teacher in other public schools are required to hold. As allowed by law, flexibility may be given to non-core, non-college preparatory teachers.
- K12 Academy will, at all times, maintain all necessary and appropriate insurance coverage.

- If a pupil is expelled or leaves K12 Academy without graduating or completing the school year for any reason, K12 Academy shall notify the superintendent of the school district of the pupil's last known address within 30 days, and shall, upon request, provide that school district with a copy of the cumulative record of the pupil, including a transcript of grades or report card and health information.
- K12 Academy shall comply with all applicable portions of the No Child Left Behind Act.
- K12 Academy shall comply with the Brown Act and Public Records Act.
- K12 Academy shall comply with the Family Educational Rights and Privacy Act.
- K12 Academy shall meet or exceed the legally required minimum of school days per year.

_____/s/_____

Signature, Lead Petitioner for Flex Public Schools

November 25, 2009

Date

[Note: The signature was submitted with the hard copies of the documents]

I. INTRODUCTION / FOUNDING GROUP

Flex Public Schools, the organizers of the K12 Academy San Francisco (“K12 Academy” or the “School”) are pleased to submit this charter school petition to offer a new model of education, combining the best of online such as differentiation, support and self pacing with the best of a brick and mortar school.

FOUNDING GROUP

The Founding Group, including the Flex Public Schools’ Board of Directors, Management Team, Advisors, Supporters and Partners, have extensive experience with charter schools, startup organizations, education (including school design, curriculum development, instructional strategies, assessment and staff development), business, law, facilities development, finance, technology, strategic planning, governmental relations, fundraising, public relations, organizational development, student leadership development, and community development.

Mark Kushner

Founder and Board Member, Flex Public Schools

Mark is one of the country’s leading charter experts as a charter school founder, state charter commissioner, and instructor on charter schools at Stanford University.

In 1995, he founded and led Leadership High School in San Francisco, one of the pioneering charter high schools dedicated to equity and excellence. In 2001, Mark next founded, and led as CEO, Leadership Public Schools (“LPS”), a prominent charter management organization dedicated to serving low-income students in California. LPS is now ably led by the former chief academic officer of Oakland Unified School District and Mark still serves on LPS’s board. LPS operates schools in Richmond, Oakland, Hayward and San Jose. In 2008, Mark joined K12, Inc., the country’s leading provider of online courses.

A former high school English teacher, coach, principal, and attorney, he founded and has served as a member of the California Advisory Commission on Charter Schools since 2001, which advises the California State Board of Education on all charter matters. Since 2006, he has also taught a course on School Choice and Charter Schools at Stanford University’s Graduate School of Business and School of Education. Selected education honors include the Harvard Club of San Francisco’s Secondary School Educator of the Year, and the Hart Vision Award for School Site Administrator, the highest award given to charter school educators in California.

Finally, Mark also serves as a trustee of San Francisco University High School and the Town School for Boys. Mr. Kushner earned a B.A. from Wesleyan University, and completed graduate work in literature, law and educational administration at The Centre for Medieval and Renaissance Studies, Oxford, University of San Francisco (J.D.), and Harvard University (Ed.M.). He is married to Dr. Mimi Winsberg and has two children.

David Lichtman, Chief Credit Officer, First Republic Bank, and Board Member/Treasurer, Flex Public Schools

David B. Lichtman is Executive Vice President and Chief Credit Officer, of First Republic Bank, a NYSE publicly traded company with over billions of dollars in assets. Mr. Lichtman has held the Senior Credit Officer position since 1995 and has held positions in all phases of lending operations since he joined the Bank in 1986.

He was previously one of the founding board members and treasurer of Leadership High School in San Francisco, one of the country's pioneering charter high schools. David earned his B.A. from Vassar College and his M.B.A from the Haas School of Business at the University of California, Berkeley. He lives in San Francisco with his wife and child.

Andrew K. Gordon, Esq., Partner, Duane Morris and Board Member/Secretary, Flex Public Schools

Mr. Gordon is a partner at Duane Morris LLP, one of country's leading law firms, with four offices in California and a total of over 700 lawyers throughout the country. Specializing in the areas of commercial and insurance litigation, environmental law and labor and employment law with a focus on complex multi-party trials, he has been one of the lead trial counsel in a number of significant complex insurance coverage matters in several western states and has been lead defense counsel in many other coverage cases which have resulted in favorable settlements prior to trial.

His commercial litigation experience includes director and officer liability, unfair competition claims, unfair lending practices, misappropriation of trade secrets, partnership disputes, obtaining and enforcing judgments against foreign entities, real estate nondisclosures and various other business torts. He counsels employers on employment issues and has litigated cases involving discrimination, disability and harassment issues, wrongful termination, trade secret violations, and wage and hour disputes.

Mr. Gordon is listed in *Chambers USA: America's Leading Lawyers for Business*, 2006-2009 editions, and has been named as one of California's Super Lawyers through a peer review process. He earned his BA at Amherst College and a J.D. at the University of San Francisco School of Law. He has been a Board member of Big Brothers/Big Sisters of Marin; President of Mill Valley Tennis Club; President of Bear Creek Association; and a Board member of the Giants Community Fund. He is married and lives in the San Francisco Bay Area with his wife and two children who have attended local public schools.

Scott Donahue, Entrepreneur and Board Member, Flex Public Schools

Scott Donohue is an entrepreneur who has founded several companies in the telecommunications industry. He is currently the CEO of Coloma Broadcasting, LLC which owns FM radio stations in California's Central Valley.

In addition, Scott is on the Board of the San Francisco Friends School where he co-chairs a \$20 million capital campaign. He also serves as Chair of the local Board of Year Up San Francisco Bay Area, a successful workforce development and education program for young adults.

Scott graduated from Wesleyan University with a BA in English. He lives in San Francisco with his wife Amory and two sons.

Catherine Walcott,

Director of Strategic Initiatives at West Ed, and Board Member, Flex Public Schools

Catherine Walcott is WestEd's Director of Strategic Initiatives, and works with federal, state, and district policymakers to address educational challenges through evidence-based approaches. West Ed is a federally-funded regional think tank focused on education.

Walcott directs WestEd's Fast Response Applied R&D Unit, which focuses on getting evidence-based information and unbiased analyses about current education issues and trends to policymakers and practitioners served by the Regional Educational Laboratory West and nationally. As a result of Walcott's leadership, the regional lab has published dozens of studies that help inform regional policymakers about pressing educational issues such as district improvement, teacher demand, postsecondary access, and re-enrolling dropouts. The lab has also hosted numerous events to bridge research, practice, and policy on a host of topics in the western region.

She also serves as the agency liaison to the state of California, functioning as a key point of contact with the California State Board of Education, the California Department of Education, and other state agencies.

Prior to joining WestEd, Walcott was a Senior Policy Advisor for the U.S. Department of Education, where she developed legislative proposals and policy guidelines related to school reform, particularly standards and assessment issues. She provided leadership on issues such as policy guidance for state reform plans, guidance for the development of state assessment systems, and peer reviews of numerous types of state plans (e.g., plans for standards-based improvement, assessment systems, technology plans).

Walcott also serves as an advisor to the *No Child Left Behind Alert* newsletter and is a board member of Partners in School Innovation and the Russian Hill Preschool. She received a BA in psychology from Stanford University and an MA in public policy from Harvard University.

For more information on the role of the Flex Public Schools' Board of Directors, please refer to the Board of Directors section of this Charter.

ADVISORS, SUPPORTERS AND PARTNERS

Mike Kirst, Emeritus Professor Stanford University and Former President, California State Board of Education

Michael W. Kirst is Professor Emeritus of Education and Business Administration at Stanford University. Professor Kirst was a member of the California State Board of Education (1975/1982) and its president from 1977 to 1981.

Dr. Kirst received his bachelor's degree in economics from Dartmouth College, his M.P.A. in government and economics from Harvard University, and his Ph.D. in political economy and government from Harvard.

Before joining the Stanford University faculty, Dr. Kirst held several positions with the federal government, including Staff Director of the U.S. Senate Subcommittee on Manpower, Employment and Poverty, and Director of Program Planning and Evaluation for the Bureau of Elementary and Secondary Education in the U.S. Office of Education (now the U.S. Department of Education). He was a Budget Examiner in the Federal office of Budget and Management, and Associate Director of the White House Fellows. He was a program analyst for the Title I ESEA Program at its inception in 1965.

Dr. Kirst is active in several professional organizations. He was a fellow at the Center for Advanced Study in Behavioral Sciences. He has been a member of the National Academy of Education since 1979. He was Vice President of the American Educational Research Association and a commissioner of the Education Commission of the States. Kirst co-founded Policy Analysis for California Education (PACE).

A prolific writer, Dr. Kirst has authored ten books, including *The Political Dynamics of American Education* (2005). As a policy generalist, Professor Kirst has published articles on school finance politics, curriculum politics, intergovernmental relations, as well as education reform policies. His recent book, *From High School to College* (2004), concerns improving student preparation for success in postsecondary education.

Eric Premack

Director, Charter Schools Development Center

Eric Premack is widely regarded as the country's premier charter school expert, particularly known for his expertise in education, finance, management, and labor relations issues and his in-depth grasp of the practical details of charter school operation and charter school legislation.

Prior to founding and being the Director of the Charter Schools Development Center (CSDC), Premack has been involved with the development of the charter school concept since its inception in his native Minnesota in the 1980s. He is a frequent speaker at state and national education conferences and charter school groups, advises state and national-level policymakers, provides extensive consulting services to charter school developers and grantors, and served as staff to the U.S. Department of Education-sponsored National Study of Charter Schools. Premack served on the California State Superintendent's Charter School Advisory Committee, was an Advisor to the board of the California Network

of Educational Charters (CANEC), and serves on the board of the East Bay Conservation Corps and St. Hope Corporation, both of which operate charter schools in northern California. He was awarded the Hart Vision Award for outstanding service to the charter school movement in California by CANEC.

Prior to joining CSDC, Premack was the Associate Director of Fiscal and Management Services with School Services of California, Inc. where he provided fiscal, labor relations, and management consulting services for dozens of California school districts and county offices of education. Previously, he was a K-12 education policy and finance analyst with California's non-partisan Office of the Legislative Analyst where he advised the Legislature on major K-12 education fiscal issues. He is a graduate of both the College and the Harris Graduate School of Public Policy (MA with a concentration in education policy) of the University of Chicago.

Nick Driver
Vice President, School Development and Outreach,
California Charter School Association

As the Vice President of School Development and Outreach for the Northern California Region Mr. Driver provides an array of services for existing charter schools and supports charter developers who are interested in opening up new charter schools in the Bay Area and Northern California coastal regions.

He earned a Bachelor's Degree in Asian Studies at the University of California at Berkeley. He brings a diverse background in journalism, international affairs, and education activism to his charter school work. In his role as General Manager he has visited more than 200 schools in 20 counties statewide. His local advocacy and support for charters has led to the creation of more than 100 new charter public schools during his tenure, while supporting existing charter schools to grow stronger and to focus on increasing student achievement. Nick continues to be involved in local education reform efforts.

He is the Vice-Chair of San Francisco Unified Board of Education's Parent Advisory Council, and assisted PAC becoming voting members of the SF Board of Education. Nick lends his expertise to local educational boards, serving on San Francisco's Alvarado Elementary School Site Council and the University of San Francisco's Center for the Pacific Rim. While with the Committee to Repair Our Schools, Nick coordinated fundraising and community involvement campaigns for local school bond campaigns. Nick worked as a journalist for the Los Angeles Times, the San Francisco Examiner, and United Press International. Nick's first hand entrepreneurship allowed him to run two enterprises that focus on international research and analysis.

Paul Minney, Esq.,
Partner, Spector, Middleton, Young and Minney

The School receives legal services from Spector, Middleton, Young & Minney, LLP ("SMYM"). SMYM has ten attorneys who dedicate their practice exclusively to charter school law. The firm's attorneys provide legal counsel to over 350 charter schools as well as businesses and organizations providing support services to charter schools within the state. The School's lead counsel, Paul Minney, has been involved in the charter school

development process since the adoption of the Charter Schools Act in 1992. Lisa Corr is a special education charter expert, among other things.

Stan Cohn
Partner, GVA Kidder

Mr. Cohn is a Partner with GVA Kidder Mathews. He served as a managing principal of GVA Whitney Cressman since joining in 1997. Since 1978, he has been directly involved in over \$2 billion of investment and lease transactions on behalf of a wide range of clients, including Lincoln Property Company, Grosvenor International, Taylor Woodrow, the Hahn Company, BetaWest, Saks Fifth Avenue, Macy's, and others.

Prior to joining GVA Kidder Mathews, Mr. Cohn served as director, Cushman & Wakefield's Retail and Financial Services Groups. Mr. Cohn joined Cushman & Wakefield in 1986 and directed the firm's retail capability in Northern California. Prior to that time, he was the senior member of Coldwell Banker's Retail Group in San Francisco. He has been honored as one of the top 15 commercial brokers in Northern California by the *California Real Estate Journal*, and is a member of various real estate organizations, including the International Council of Shopping Centers and the Urban Land Institute.

For almost 30 years, he has specialized in assisting many of his clients implement their real estate strategies involving different product types in various markets. Major assignments have been completed with the Port of San Francisco, The Empire Group, Mitsubishi Trust and Banking, Saks Fifth Avenue, Gump's and Zara.

He received his BA from University of California, Berkeley and his MS in Business (Sloan Fellowship) from Stanford University, Graduate School of Business. He lives with his wife and children in the San Francisco Bay Area.

Sean St. Denis
Leadership High School Founding Class Member and Graduate, 2001

Sean St. Denny was born and raised in San Francisco where he enrolled in 1997 as a freshman in the inaugural class of Leadership High School. He was drawn to the school by its fresh approach to education, its beautiful downtown location, and by his pioneering spirit. He was an active member of the Leadership community as a co-founder of multiple clubs, a student teacher, tutor, and a captain of the soccer team. After graduating from Leadership he went on to attend Johns Hopkins University where he studied Biomedical Engineering. He currently runs a family business in San Francisco.

K12 INC.

A CURRICULUM AND EDUCATION SERVICES PROVIDER AND PARTNER

In addition, Flex Public Schools intends to have the contracted support of K12, Inc, the country's leading provider of online courses, with over 70,000 fulltime students in 25 states and 35 countries, and 50,000 part-time students in all 50 fifty states. Having K12 as a contracted provider will enable the School and its students to have greatly increased course offerings, significant differentiation to meet the needs of different kinds of learners, powerful assessment data, and a state of the art learning management system to monitor student data and improve student performance

To better understand K12's capacity and expertise, a full list of K12's current Board of Directors and Educational Advisory Committee are included in the Supplemental Materials.

A partial list of K12's Education Advisory Committee members include, among others:

- Thomas C. Boysen, Ed.D. Senior Vice President, K12 Inc and a former Kentucky Commissioner of Education, Los Angeles COO, SVP of the Milken Family Foundation, a school superintendent in three states and a high school teacher in Kenya. (Chair)
- Benjamin Canada, Ph.D., is an Associate Executive Director, Texas Association of School Boards and formerly school superintendent in Portland, Atlanta and Jackson, MS and Past President of the American Association of School Administrators (AASA).
- David Driscoll, Ed.D. Education Consultant and former President of the Council of Chief State School Officers (CCSSO) and former MA Commissioner of Education and school district superintendent. Dr. Driscoll currently serves on the board of the National Assessment Governing Board (NAGB).
- Michael Kirst, Ph.D. Professor Emeritus of Education and Business, Stanford University and a former President of the CA Board of education.
- Thomas Payzant, Ed.D. Professor, Harvard Graduate School of Education and formerly Superintendent of Boston Schools, Assistant Secretary for Elementary and Secondary Education and Superintendent of San Diego City Schools and Oklahoma City Schools.
- Betty Rosa, Ed.D.an education consultant, is formerly Superintendent of New York City Community School District #8 and before that a teacher of bilingual and special education and an assistant principal and principal in the City Schools. She serves on key corporate and not-for-profit advisory boards including the Alumni Council of the Harvard Graduate School of Education from which she has her doctorate.

Note: The professional affiliations of K12 Advisory Committee members are shown to identify the individuals, and do not necessarily imply the support of their organization.

II. EDUCATIONAL PROGRAM

“A description of the educational program of the school, designed, among other things, to identify those whom the school is attempting to educate, what it means to be an “educated person” in the 21st century, and how learning best occurs. The goals identified in that program shall include the objective of enabling pupils to become self-motivated, competent, and lifelong learners. If the proposed school will serve high school pupils, a description of the manner in which the charter school will inform parents about the transferability of courses to other public schools and the eligibility of courses to meet college entrance requirements.”

- California Education Code Section 47605(b) (5) (A)

MISSION STATEMENT

The mission of the K12 Academy is to create an outstanding school where each child’s full potential is developed with engaging, individualized online learning, and to help school districts and others replicate this innovative educational model.

A NEW MODEL OF EDUCATION

The School will represent a new model of “blended” instruction, combining the best attributes of online education (e.g., increased offerings, significant differentiation and support, valid embedded assessments, etc.) with the best attributes of traditional brick and mortar schools (e.g., community, collaboration, academic and social support, clubs, sports and activities).

This new, innovative, hybrid model of education is ideally adapted to the needs of middle and high school students. Self paced, with an incredible array of different level courses and electives, the school has a specific pedagogical design to meet the needs of many types of learners and a supervisory model designed to meet both students’ developmental needs for support and at the same time their growing independence.

A bricks and mortar school where teachers are onsite and the students are required to be present five days a week, the School will meet or exceed the annual minimum number of days required of charter schools and meet or exceed the annual number of minutes required of middle school and high school respectively. As explained in more detail below, this school is not a distance learning or virtual school; it is a brick and mortar school utilizing computer-assisted instruction where students are required to be in attendance at the school site for more than 80% of their instructional minutes; thus the school is not a “non-classroom based school” pursuant to Education Code Section 47612.5 and a “non-classroom based” Funding Determination is inapplicable.

STUDENTS TO BE SERVED

The School is designed to serve students in grades 6-12. We intend to first open a 9th through 12th grade high school, and then add on the middle school grades depending on our physical capacity to grow the school and family demand for these additional grades.

The school aims to serve students whose demographics match the incredible diversity of San Francisco, including but not limited to ethnic, racial, socioeconomic and other diversity.

Within that spectrum, the school aims to serve students who can benefit most from self-paced, individualized instruction. Examples include: children who are identified as gifted, behind in credits, are bored, want more challenge, want more electives, want more technology, or want to be pioneers with a new model of education.

The educational model is particularly designed to meet the needs of this new generation of students, the “millennial generation” (born between the years of 1976-2000), who have come of age along with the Internet.

Nationally, this generation represents 36% of the total U.S. population and is the largest generation at this time. As a general rule, they use the computer and Internet more than any other age group (90% of children between the ages of 5 and 17 use computers), and they often define community as a digital place of common interest and learning, not just a shared physical space. This school will leverage rather than resist these preferences while educating the whole child and closing the academic and digital achievement gaps.

As indicated in the attached materials and budgets, the school will initially enroll at least 275 high school students in all high school grades, and grow to at least 550 students in grades 9-12. The middle school grades, if added, may include at least 300 more students.

OVERVIEW OF SCHOOL DESIGN AND IMPLEMENTATION

The School -- a hybrid model of “blended” instruction--represents innovation in public school education in many ways:

- The School will include all of the features of a successful traditional brick and mortar onsite public school—strong curriculum, skilled teachers, involved families, high accountability—but will use powerfully innovative technology to create a flexible program that meets the needs of many students. In this model, instruction is delivered with state-of-the-art interactive technology—online lessons and high-tech interactive whiteboards in school and in the classroom, with online lessons and synchronous and asynchronous learning. Offline, hands-on books and instructional materials are also used.
- The program is California standards-, research-, and performance-based. School management and curriculum services will be provided by K12, the national leader in delivering virtual education products and services that currently benefit more than

120,000 students in a variety of educational environments—70,000 fulltime students in distance learning and 50,000 part-time students in brick and mortar schools and programs.

- The School students in grades 6-12 will access their online and offline curriculum at school as well as participating in live and virtual teacher classroom sessions onsite or on Elluminate, using chat, an interactive whiteboard, and other features to further explore and discuss lesson topics synchronously with teachers and fellow students.
- The School will expand the courses offered to students enrolled in the school, but consistent with the mission to replicate this model for districts and other schools, can make the courses available to other district students on a part-time basis. In addition to curriculum and instructors, the School may also, if desired, provide training to district educators about “blended” online teaching and learning.
- The School students, teachers and Learning Coaches will use the Online School (OLS) developed by K12. The OLS is an innovative and powerful technological instrument which will host the School curriculum—currently more than 11,000 interactive, engaging, and comprehensive lessons in multimedia and text format covering the core subjects (Math, English, History, and Science) as well as Art, Music, five foreign language courses including AP’s (French, German, Latin, Chinese and Spanish), a full array of AP’s (e.g., AP math, AP English, AP science, AP history, and other AP’s), psychology, economics and many technology electives (e.g., video game design, immersive technology design, etc.) for high school students. A sample course catalog is attached in the Supplemental Materials. Detailed course descriptions and scope and sequences are available upon request.
- Students use the OLS to access their individualized learning program, set at their academic level, and which allows them to progress at their own pace and in their own learning style. Other resources on the OLS will include lesson, unit and semester assessments; planning tools for teachers, students, and Learning Coaches; a teacher tool to track student mastery and time-on-task; progress tools; hands-on activities; ideas for alternative learning approaches; and optional and supplemental lessons and activities.

EDUCATIONAL PHILOSOPHY

An educated person in the 21st century is one who not only has a solid understanding of and facility with fundamental concepts from the core academic subjects, but also has the ability to think critically about the issues we face as part of a global community in the age of information and technology. This School will equip its students to be well-educated 21st century citizens.

We, the petitioners for the School believe that, given a comprehensive and mastery-based curriculum, high expectations, access to technology (computer and Internet), strong instructional support, a significant amount of offline work, guidance from experienced teachers, and a strong commitment from parents (or other caring adults), a well-conceived

blended onsite online education program will boost student achievement, serve the unique needs of students and families, and offer a new model for effective public education in the 21st century.

The School will increase the educational options for all students by providing them with a comprehensive California standards-based curriculum using state-of-the-art online and hands-on instructional materials to provide a high-quality, innovative, and effective individualized public school education. Given the autonomy to create and sustain this innovative learning environment, the School will be accountable for high student performance, and exemplary administrative management and compliance.

WHAT IT MEANS TO BE EDUCATED FOR THE 21ST CENTURY

We believe being educated for the 21st Century means:

- Enabling all students to become self-motivated, competent and lifelong learners
- Understanding and appreciating the central ideas, methodologies and conceptual parameters of intellectual and aesthetic disciplines, including those represented in the California State Standards.
- Being technologically literate, and knowing how to use technology to learn effectively and appropriately.
- Communicating clearly and effectively using a variety of techniques.
- Engaging in intellectual exploration and discovery, persevering when confronted with complexity and ambiguity, and demonstrating intellectual and emotional character, resilience and creative problem solving abilities.

HOW LEARNING BEST OCCURS

Every child possesses a wide range of learning skills. The School believes that learning best occurs when students are taught a comprehensive curriculum through innovative instructional design and self-paced instruction that promotes learning in a challenging and exciting way.

More broadly, we believe that students learn best when:

The Climate...

- Is organized around student learning.
- Is safe.
- Reflects clear expectations of behavior.
- Nourishes flexible, diverse and adaptive learning communities.

The Students...

- Take an active role through inquiry, analysis, and problem solving.
- Connect new information to existing knowledge.
- Apply knowledge.
- Reflect on their learning.
- Employ a repertoire of thinking and reasoning strategies.

The Tasks Are...

- Challenging.
- Developmentally appropriate.
- Interesting.
- Relevant.
- Varied.

The School is specifically designed with K12's curriculum to support these attributes.

TEACHING METHODOLOGY

In addition, to further support optimal student learning, the School will employ a team teaching approach with certificated teachers and Learning Coaches (and when interested, parents or other responsible adults) involved in the instructional process. Learning Coaches play the role of academic coaches who guide students through the instructional program on a daily basis and help ensure that students are learning.

Our approach to education assumes that students learn best when information is presented through a variety of learning styles. Thus, each lesson contains content that is presented through the following modalities; visual, auditory and kinesthetic. In addition, teachers are available to assist students with supplementary materials or recommended approaches should the student have difficulty understanding the content of a lesson. Teachers will also provide direct instruction in all subject areas indicated as needed by their own assessments, embedded assessments or other performance assessments. The presence of online lesson and embedded unit assessments ensures that teachers are able to quickly identify and assist students who are having academic difficulties.

Our overall school design, including our use of online differentiated instruction and extensive use of assessment data for interventions and support is informed and guided by extensive research, including, among others: Beclmer, W. (1983), Breaking Ranks II (2004), DuFour, R., Eaker, R. & Dufour, R. (2005), Goodlad, J.I. (1984), Marzano, R.J. (2000), Ouchi, W.G. (2003), and, Sizer, T. (1985).

HIGH EXPECTATIONS

High academic expectations are reflected in the School's choice of K12, Inc. as our intended contracted curriculum provider and partner, widely known as providing the finest and most rigorous K-12th grade curriculum available, our adoption of the state standards, demanding graduation requirements, thoughtful, challenging and engaging curricula, and effective, student-centered instructional strategies.

Academic Standards

The School adopts the state standards as our curriculum framework for all our students, and will from time to time develop additional standards where needed.

All of the School's students must participate in our college preparatory program; no non-college bound track exists.

Graduation Requirements

All of the School's graduates are expected to meet the School's graduation requirements, although some may take additional time to meet them, and others, such as English learners and Special Education students, may require additional support, accommodations and/or modifications, as discussed below.

The School's current graduation requirements, subject to change, are the courses currently listed in the University of California "a-g" admissions course sequence.

Year Long Courses Required to Graduate K12 Academy

English	4 years
Mathematics	3 years
History/Social Science	2 years
Laboratory Science	2 years
Language other than English	2 years
Visual and Performing Arts	1 year
Elective	1 year

Students may fulfill course requirements through coursework at the School or at a local community college.

Students with an Individual Education Plan ("IEP") may, at the designation of the IEP team, pursue a Certificate of Completion in lieu of a high school diploma.

With respect to the School's online courses, K12 Inc. is an approved University of California online course provider, and other California charter schools using K12 curriculum exclusively have been admitted into every University of California campus and prestigious schools nationally.

Note: This list of graduation requirements should not be confused with course offerings. The School offers more courses than those required for graduation. In addition, the Governing Board of the School may decide, from time to time, to modify the graduation requirements. For example, the Board may require students to demonstrate their performance through portfolios and exhibitions.

High School Exit Exam

All graduates of the School will pass the high school exit exam per the guidelines issued by the state of California.

State Standardized Testing

Students in the School will participate in state standardized testing in a legally compliant setting.

WASC Accreditation

Other California online schools that have contracted with K12 Inc. for curriculum and/or management services have been reviewed by Western Association of Schools and Colleges (“WASC”) and were granted full accreditation for their programs. The initial application for WASC approval for the School will likely be submitted during the Spring of the School’s first or second year.

CURRICULUM AND LEARNING MANAGEMENT SYSTEM

The School intends to use the K12 curriculum and learning management system for its educational program. The K12 curriculum is a standards- and research-based, content-rich curriculum that meets or exceeds the California Content Standards.

The rigorous curriculum is a combination of:

1. The K¹² proprietary middle school and high school curriculum,
2. High school curriculum chosen from select third party providers utilizing an extensive review and rating process.
3. Powerspeak (formerly PowerGlide) high school and middle school world language courses (French, German, Latin, Chinese and Spanish), among other sources.

Detailed course descriptions, alignments to the California Content Standards, and course scope and sequences are available upon request.

All materials and technology are provided to fully enrolled students at no cost to the student or family. Lessons are presented in an engaging mix of print and multimedia to enhance the learning experience and address different learning styles. All learning is self-paced.

Students will be instructed by appropriately certified onsite and virtual teachers who will assist students to achieve mastery of learning objectives, providing guidance, instruction, and support to students and Learning Coaches via *onsite* classroom sessions, telephone, the online school, email, and synchronous web-conferencing sessions (using platforms such as Elluminate) as needed, which allow for real-time instruction and assessment for individual or small groups of students.

In addition to onsite teacher interaction, tutoring, support, discussions and classes, the School's students will from time to time attend live and virtual classroom sessions on Elluminate Live!, using chat, an interactive whiteboard, Voice-Over IP (VOIP), and other features to further explore and discuss lesson topics synchronously with teachers and fellow students at the School and globally.

As indicated in more detail below, the School will serve English Learners ("EL") students and their families. Depending on the needs and numbers of enrolled EL students, those services would be provided by an EL teacher or by a general education teacher with EL certifications recruited and hired by the School to serve these students. In addition, all the School general education teachers will receive training in teaching and providing modifications to EL students.

Student achievement gains will be continuously measured and reported to students, parents, teachers, administrators, and the Governing Board of the School during the school year.

Diagnostic tests at the beginning of the year determine students' current level of competence and correct placement in the math and English/Language Arts curricula. Scantron Computer Adaptive testing is aligned to state content standards. In addition, students will take lesson, unit, and semester assessments built into the program and accessible from the online School as well as in paper form.

Students are expected to obtain a mastery level of 80% or higher before they can advance to the next lesson or unit. Students will submit work samples to be included in their portfolios. Each semester, students will receive a mid-term report and an end of semester report card. Parent-teacher conferences will be scheduled at least twice each year.

Curriculum

The K12 curriculum that the School intends to use is mastery based, covers all the core and elective area courses offered by the school and meets the California State Standards in all subject areas. Each course includes online lessons, worksheets, and teacher guides that can be downloaded, as well as traditional material such as books, CDs, and manipulatives.

If a lesson is not mastered, students will have the opportunity to retake the lesson until mastery is obtained.

Although the School is a blended school, that is, an onsite school with both face to face and online instruction, the School remains committed to the philosophy that students learn

best when a variety of teaching methods are employed. Thus, student lessons require both online and offline work. The rest of the time is spent offline in extended study, guided practice with teachers and Learning Coaches, and hands on activities and experiments.

Curriculum Materials

Each student enrolled in the School will receive a complete set of K12 curriculum online and offline materials for at least five subjects per semester, including but not limited to Math, English, History, Science, World Language, and Art, Music or Technology electives. Curriculum materials include either a semester or a year's worth of online lessons via the K12 online school as well as offline materials. Examples of offline materials include: textbooks, workbooks, math manipulatives, science lab materials and musical instruments.

School Management

It is currently intended that the School will be managed and operated day to day by K12 and monitored and held accountable to the charter, applicable School and Flex Public Schools policies, and applicable laws by both the School, Flex Public Schools and the charter authorizer.

Technology Materials

Due to the online nature of the school, technology plays a critical role in our school community. Each student enrolled fulltime in the School will be loaned a desktop, laptop or comparable computing device. It is understood that the computer system is the property of the School and thus will be returned when the student leaves the school. For families that face financial or other constraints for internet access at home, sometimes needed for homework, the School will accept and review requests for funding to the families on a case-by-case basis.

Technology Service

The School will provide three levels of technology support for fulltime students enrolled in the school:

Level 1: Teachers will provide basic technical support and troubleshooting for both the computer systems and software. In addition, teachers are responsible for providing additional technical training to students throughout the school year as needed.

Level 2: K12 Technology Support Desk will provide technical support for K12 curriculum materials, the Online School and more advanced technical support for desktop, ISP and software issues.

Level 3: Onsite Administrators may provide additional hands-on assistance

Calendar and Attendance

The School's academic calendar will generally follow the academic calendar of the local District. In accordance with Title 5, California Code of Regulations Section 11960, the school year will contain at least 175 instructional days and per Education Code Section 47652 commence on or before September 30. Attendance will be required onsite more than 80% of the required instructional minutes. Nothing in this Charter shall preclude the School from offering multiple shifts of students as long as the required minimum of days and instructional minutes are met.

Bell Schedule and Instructional Minutes

The School may offer an extended school day from 7 a.m. to 6 pm. The number of instructional minutes offered for all grades will meet or exceed the State's requirements in Education Code Section 47612.5 (a)(1).

PLAN FOR STUDENTS WHO ARE ACADEMICALLY LOW ACHIEVING

The School's teachers will identify students who are achieving below expected academic levels using the Online School Progress and Attendance Screens, Scantron Computer Adaptive Testing, lesson, unit and semester assessments, student portfolios, standardized test results, direct teacher involvement and parent and student feedback. The following tools and strategies will be used.

The Online School: Progress and Attendance Screens

Teachers and administrators will review the academic progress and attendance of the School's students on a regular basis using the features provided by the K12 Online School. Students who are achieving below expected academic levels will have one or more of the following characteristics: slower progress towards completing lesson assignment goals, missed days of attendance, and/or have retaken lesson/unit assessments multiple times.

Placement Tests

Students will complete a Scantron Computer Adaptive Testing session upon enrolling in the School. The School reviews the test scores as well as previous student records and additional data provided by the learning coach to ensure that the student is placed in the correct level of the K12 curriculum for each subject. Their assigned teacher will work with the student throughout the year to ensure that they have the skills they need to advance or catch up to their age appropriate grade level in curriculum.

State Standardized Test (STAR) Data

The results of each student's achievement on state standardized tests will be shared with both parents and teachers. Parents, students and the teachers will discuss the results to

identify areas of weakness or strength and use this information to assign lessons, select curriculum level and explore other ways to support the student.

The School will have the following resources to serve students who are academically low achieving:

Teacher Involvement

Teachers will provide students with guidance as to maximize student-learning opportunities within the curriculum as well as with supplemental materials. Teachers will provide information on additional resources that are available such as special learning projects or useful websites. Teachers and Learning Coaches are available for one-on-one support or tutoring.

Curriculum Modification

The K12 curriculum is designed to meet the individual needs of each student. Thus, teachers can pick and choose from the entire K12 curriculum (including grades K-8) to identify the lessons that will best meet their students' academic needs. In addition, teachers have access to additional curriculum products such as Study Island that provide additional online lessons and content designed to supplement the instruction provided in the K12 curriculum.

PLAN FOR STUDENTS WHO ARE ACADEMICALLY HIGH ACHIEVING

The School will identify students who are achieving above expected academic levels using the following tools:

- The Online School: Progress and Attendance Screens
- Scantron Computer Adaptive Testing
- Student Portfolios
- Standardized Test (STAR) data

The School will have the following resources to serve students who are academically high achieving:

Challenging, Self-Paced Curriculum

The K12 Curriculum allows students to move at a pace that encourages individual students to achieve at their highest potential under the supervision of highly qualified, credentialed teachers and Learning Coaches. This may allow students to move more quickly through the curriculum or to complete a more in depth study. When a student excels in a particular area, the student will be able to move ahead to the next curricular level. These students will also be encouraged to complete the challenge activities that are provided throughout the K12 curriculum.

Teacher Involvement

Teachers will provide students with guidance as to maximize student-learning opportunities within the curriculum as well as with supplemental materials such as Study Island. Teachers will provide information on additional resources that are available such as special learning projects or useful websites. Teachers are available for one on one guidance and the structuring of additional challenges.

PLAN FOR ENGLISH LEARNERS

This section explains how the School will identify and serve English Learners (EL).

The School will have two methods for identifying English Learners:

1. Parent response to the question in the Home Language Section of the Charter School enrollment forms; and follow up California English Language Development Test ("CELDT") testing as required by law
2. Teacher observations with students and parents at the beginning of the school year; and follow up CELDT testing as required by law.

Once a student has been identified as an English Learner, the School will provide the following support:

A Qualified, Credentialed Teacher

The School will actively recruit teachers who hold a CLAD and/or BCLAD certification or California Commission on Teacher Credentialing ("CCTC") equivalent to ensure that these students receive the support that they require.

Workshops for Students

The School will provide workshops for EL students throughout the year. Workshops will provide students with one on one access to CLAD and/or BCLAD or other equivalent CCTC certified teachers. Teachers will lead lessons or provide additional tutoring depending on the individual needs of the student.

Curriculum Modification

The curriculum is designed to meet the individual needs of each student. Thus, teachers can pick and choose from the entire curriculum to identify the lessons that will best meet their students' academic needs.

Curriculum

The curriculum leverages Sheltered Instruction Methodology in its approach to lesson instruction. Although all lesson instruction is provided in English, each lesson uses a high number of images, short graphic animation clips as well as an audio pronunciation tool that provides the correct pronunciation of key words in the online school lessons.

PLAN FOR SPECIAL EDUCATION AND SECTION 504 STUDENTS

The School will not discriminate in any way on the basis of disability or special needs of any kind, and shall comply with the Individuals with Disabilities Education Improvement Act of 2004 (“IDEA”), Section 504 of the Rehabilitation Act (“Section 504”), the Americans with Disabilities Act (“ADA”), and all other state and federal laws governing special needs students.

The School shall maximize ongoing and positive communications with its authorizer to ensure the needs of students with disabilities are met in accordance with all applicable laws.

As described below, the School shall utilize its Student Study Team process for students referred for evaluation under Section 504 or the IDEA.

Special Education Services for Students under IDEA

Local Education Agency Option: Pursuant to Education Code Section 47641(a) and 56207, the School retains the right to apply to a SELPA to become an independent Local Educational Agency (“LEA”) for special education purposes, or to participate in charter school consortia, Joint Power Authorities (“JPA’s”), SELPA’s or sub-SELPA’s created to serve special education students, as long as such arrangements meet all state and federal legal requirements pertaining to special education. In this case, the School shall, in partnership with the relevant SELPA and applicable LEA, bear full responsibility for meeting the needs of special education students, working cooperatively with the SELPA to which it belongs, and providing services through a combination of internal staff, third-party service providers, or other arrangements as allowed by law.

If the School elects this option, as it currently intends to do with the El Dorado County Office of Education Charter SELPA (“CHELPA”), and is designated in another SELPA or other entity as an LEA for special education purposes, all special education funding attributable to the School’s students will flow directly to the School pursuant to the SELPA’s budget allocation plan, and the School will not pay a portion of the charter authorizer’s special education encroachment, if any.

The School has already consulted with the CHELPA regarding special education responsibilities and policies, as well as the process of application to the CHELPA.

As a LEA, the Charter School shall comply with all applicable laws and SELPA policies in ensuring the identification, assessment, and offer of free appropriate public education to all special education students.

Public School of the Authorizer Option: By default, if the School does not elect or is not accepted to participate as an LEA and a member of another SELPA pursuant to Education Code Section 47641(a), the School shall remain a public school of its granting agency pursuant to Education Code Section 47641(b). The School will follow the District and SELPA policies and procedures, and shall utilize SELPA forms in seeking out and identifying and serving students who may qualify for special education programs and

services and for responding to record requests and parent complaints, and maintaining the confidentiality of pupil records. Under this option, the School will comply with District protocol as to the delineation of duties between the District central office and the local school site in providing special education instruction and related services to identified pupils.

In this situation, the School and the charter authorizer shall negotiate a Memorandum of Understanding (“MOU”) governing the roles and responsibilities of each party, to ensure that the needs of all students with disabilities are met. The intent of the MOU shall be to treat the School the same as other public schools of the charter authorizer for purposes of special education in accordance with Education Code Section 47646 and 20 USC 1413 including identification, assessment, and offer of free appropriate public education. Under the MOU, the School agrees to pay its pro rata share of the charter authorizer’s special education encroachment in accordance with Education Code Section 47646(c), and the charter authorizer shall retain state and federal special education funds attributable to the School’s enrollment.

An annual meeting between the School and the District to review special education policies, procedures, protocols, and forms of the District and the SELPA and District protocol, will ensure that the School and the District have an ongoing mutual understanding of District protocol and will facilitate ongoing compliance.

Based on historical experience with this option, the Petitioners would envision that the charter authorizer would be primarily responsible for the provision of special education services to the School’s students, and responsible for excess costs, if any, as long as the District received the special education funds and the School paid their appropriate share of the district’s special education encroachment. In addition, it is expected that the MOU will specify that delivery of the services shall be at the site of the School unless the authorizer generally provides services to all of its students in another centralized location, or as otherwise designated by a student’s individualized education program (“IEP”).

Section 504

The School recognizes its legal responsibility to ensure that no qualified person with a disability shall, on the basis of disability, be excluded from participation, be denied the benefits of, or otherwise be subjected to discrimination under any program of the School. Any student, who has an objectively identified disability which substantially limits a major life activity including but not limited to learning, is eligible for accommodation by the School.

A 504 team will be assembled by the Site Administrator and shall include the parent/guardian, the student (where appropriate) and other qualified persons knowledgeable about the student, the meaning of the evaluation data, placement options, and accommodations. The 504 team will review the student’s existing records; including academic, social and behavioral records, and is responsible for making a determination as to whether an evaluation for 504 services is appropriate. If the student has already been evaluated under the IDEIA but found ineligible for special education instruction or related services under the IDEIA, those evaluations may be used to help determine eligibility

under Section 504. The student evaluation shall be carried out by the 504 team, which will evaluate the nature of the student's disability and the impact upon the student's education. This evaluation will include consideration of any behaviors that interfere with regular participation in the educational program and/or activities. The 504 team may also consider the following information in its evaluation:

Tests and other evaluation materials that have been validated for the specific purpose for which they are used and are administered by trained personnel. Tests and other evaluation materials including those tailored to assess specific areas of educational need, and not merely those which are designed to provide a single general intelligence quotient. Tests are selected and administered to ensure that when a test is administered to a student with impaired sensory, manual or speaking skills, the test results accurately reflect the student's aptitude or achievement level, or whatever factor the test purports to measure, rather than reflecting the student's impaired sensory, manual or speaking skills.

The final determination of whether the student will or will not be identified as a person with a disability is made by the 504 team in writing and notice is given in writing to the parent or guardian of the student in their primary language along with the procedural safeguards available to them. If during the evaluation, the 504 team obtains information indicating possible eligibility of the student for special education per the IDEIA, a referral for assessment under the IDEIA will be made by the 504 team.

If the student is found by the 504 team to have a disability under Section 504, the 504 team shall be responsible for determining what, if any, accommodations or services are needed to ensure that the student receives a free and appropriate public education ("FAPE"). In developing the 504 Plan, the 504 team shall consider all relevant information utilized during the evaluation of the student, drawing upon a variety of sources, including, but not limited to, assessments conducted by the School's professional staff.

The 504 Plan shall describe the Section 504 disability and any program accommodations, modifications or services that may be necessary.

All 504 team participants, parents, guardians, teachers and any other participants in the student's education, including substitutes and tutors, must have a copy of each student's 504 Plan. The site administrator will ensure that teachers include 504 Plans with lesson plans for short-term substitutes and that he/she review the 504 Plan with a long-term substitute. A copy of the 504 Plan shall be maintained in the student's file. Each student's 504 Plan will be reviewed at least once per year to determine the appropriateness of the Plan, needed modifications to the plan, and continued eligibility.

The School will operate its program in compliance with the Americans with Disabilities Act ("ADA"). With respect to facilities, a school district may be responsible for compliance with ADA under applicable law if the School occupies a facility owned by the school district (e.g., under Proposition 39), and such responsibility shall be outlined in an MOU or facilities use agreement between the School and District.

TRANSFERABILITY OF THE SCHOOL'S COURSES

Courses offered by the School that are accredited by WASC will be considered transferable.

The School will inform parents/guardians about the school, the transferability of courses to other public high schools and the eligibility of courses to meet college entrance requirements through a variety of communication channels including but not limited to:

- Online and in-person parent information sessions held throughout the area during the school year
- Electronic and paper based school brochures and literature provided to families interested in the School's program offerings
- School website offering information regarding the school program and curriculum
- Parent-Student Handbook distributed to all parents and available in electronic format via the school Web site

A PARTNER FOR RESEARCH AND DEVELOPMENT

The School, Flex Public Schools and K12 have the interest, capacity and mission to serve as a Research and Development ("R&D") partner with the charter authorizer and/or district, county or other private and public schools. Charter schools were supposed to be the R&D for districts but this has not panned out as much as hoped, partly due to a lack of time and capacity in both charter schools and districts, and partly due to a lack of forums and resources for collaboration, study, and implementation of innovative ideas.

Here the School, as a nonprofit corporation, is willing to open its school site, share its lessons and challenges, and welcome collaboration and best practice sharing. Furthermore, the School has the resources and capacity with its contracted provider and partner K12 to support districts and other schools in exploring and implementing this innovative new blended model or variations thereof.

More specifically, a charter authorizer or district could embed a principal or other educator in the school fulltime, part-time or for quick study to enable the charter authorizer or district to learn enough to open the same type of school or to adapt the model to meet the specific needs of its students (e.g., perhaps with more of a virtual component for home and hospital bound students, incarcerated youth, or credit recovery).

Forward thinking Superintendents, School Board members, staff and community members can use our charter school to spur and support innovation for the good of all students.

III. MEASURABLE STUDENT OUTCOMES AND OTHER USES OF DATA

“The measurable pupil outcomes identified for use by the charter school. “Pupil outcomes,” for purposes of this part, means the extent to which all pupils of the school demonstrate that they have attained the skills, knowledge, and attitudes specified as goals in the school’s educational program.”

- California Education Code Section 47605(b)(5)(B)

and

“The method by which pupil progress in meeting those pupil outcomes is to be measured.”

- California Education Code Section 47605(b)(5)(C)

ASSESSMENT ASSUMPTIONS

Our assessment methods are based on the following beliefs:

- In order to have a complete picture of a student’s growth, differentiated assessment methods must be used. Assessments for individual students should focus on individual mastery of specific content standards and learning objectives.
- There should be an appropriate relationship between a desired student outcome and the means used to assess it. Assessments should be aligned to the prioritized standards and student objectives.
- All assessment methods should be based on what we expect students to know and be able to do with specific information.
- Assessment should promote and support reflection and self-evaluation on the part of students, staff, and parents.

The School acknowledges that the School and Pupil Exit Outcomes and Performance Goals may need to be modified over time.

DIAGNOSTIC ASSESSMENTS

STAR and Scantron data will be used at the beginning of the year to help teachers understand the baseline achievement of their students along with specific areas of strength and weakness. To correctly assess whether students are on track to make Significant Gains during the year, we will conduct interim assessments in each core subject.

The staff will be trained on how to interpret test data, and will be engaged in critical analysis of the data in order to determine how the school can address any performance deficiencies or negative data trends. The data analysis will be tied to professional development on instruction, so that teachers can enhance their understanding of student performance in light of normative data, and modify their instructional designs accordingly.

In this way, staff will continuously be challenged to rethink current pedagogical practices to meet the changing needs of students.

USE AND REPORTING OF DATA

As discussed in the professional development section, teachers will spend much of their time developing the expertise to use data to understand student challenges and then to develop the skills they need to individualize instruction and overcome these challenges. As discussed earlier in the sections on At-Risk and High-Performing students, this monthly student data will be used for early identification of students in those two categories.

Student progress towards skill mastery will be documented three times annually in standard-based report cards. In addition to the standards-based report card items, we add summary metrics in Literacy and Math based on our bi-monthly assessments. Parent-teacher conferences will be held at least once per school year and more often on an as-needed basis. Upper grade students will be given the opportunity to participate in conferences to reinforce their participation in the learning process. Additionally, the school will publish student results annually through the School Accountability Report Card ("SARC"), in compliance with the California Constitution, Education Code and NCLB.

Student assessments are designed to align to the mission, exit outcomes, and the curriculum described in the charter and supplemental materials.

In addition to creating the annual SARC, the School will work with the charter authorizer to jointly develop an annual site visitation process and protocol to gather the information needed to confirm the school's performance and compliance with the terms of this charter. However, it is recognized and agreed by the School that the charter authorizer may make unplanned and unscheduled random inspections of the School at any time.

The School will comply with Education Code Section 47604.3 and the Public Records Act.

SCHOOL AND PUPIL OUTCOMES

The School shall pursue the following outcomes:

Measurable Outcomes	School Instruments	State Year-End Assessments
At least 93% student attendance	Daily attendance reporting via Student Management System ("SMS")	Calculated ADA rate, comparison of attendance rate to other district schools
Meet or exceed AYP targets	Formative Benchmark Assessments	AYP Report
Meet or exceed State-wide academic performance index ("API") growth target	Formative Benchmark Assessments	API Report
Meet or exceed the average achievement for the schools in the same geographic area	API	API results of surrounding schools
Less than 2% dropouts per year	School Data	Dropout data
Show progress on School Developed Academic and Non-Academic Goals Below	School Data	School Data and CST's when relevant to School Goals

A dropout is defined here as a K12 Academy student who actually attended the School, left the School, and did not enroll in another school or other institution of learning.

Academic Goals

The School will pursue the following Academic Goals, subject to updating from time to time by the Staff and Governing Board of the School:

(1) Students will demonstrate mastery of a curriculum that meets or exceeds the California Academic Content standards:

- In all grades, students will master a curriculum aligned to the California Academic Content standards, attaining the knowledge and skills that California has identified as important in each subject area.
- Students will demonstrate their mastery through participation in the Standardized Testing and Reporting (STAR) program. On average, students will meet or exceed the national average on the CAT/6 and will perform at or above the proficient level on the California Standards Tests.

(2) Students will demonstrate strong proficiency in English:

- Students will develop and use the conventions of successful composition: spelling, grammar, mechanics, and typing

- Students will develop and use an advanced vocabulary in verbal and written communications.
- Students will grasp meaning, content, tone, and style from a variety of genres (i.e., fiction, poetry, essays, and news articles).
- Students will gain exposure to as well as an appreciation for great works of literature.
- Students will master the skills of the writing process: researching, brainstorming, drafting, revising, editing, and publishing.
- Students will develop and use a variety of writing strategies appropriate for different audiences and purposes—persuasive, narrative, summary, response to literature and research writing

(3) Students will demonstrate strong proficiency in mathematics:

- Students will understand and apply basic and advanced properties of numbers (ranging from the concept of whole numbers to the theorems of roots and exponents).
- Students will use basic and advanced procedures while performing computations (ranging from adding whole numbers to simplifying radical expressions).
- Students will understand and apply basic and advanced properties of the concept of measurement (ranging from determining length and width to the acceleration of such things as the Space Shuttle).
- Students will understand and apply the basic and advanced properties of algebra, geometry, statistics, and probability.
- Students will apply mathematical skills to solve real-world problems.

(4) Students will develop critical reasoning and higher-order thinking skills:

- Students will demonstrate the use of problem-solving and analytical techniques on open-ended questions by the fifth grade.
- Students will demonstrate the ability to recognize alternative positions and evaluate their validity by the seventh grade.
- Students will be able to analyze, synthesize, evaluate, and apply their knowledge.

Non-Academic Goals

Our primary non-academic goal is to develop those qualities of mind and character that will help our students develop into active, thoughtful, and responsible citizens. Our choice of materials and approach are designed to communicate and build commonly shared values such as honesty, integrity, courage, discipline, compassion, respect for others, and appreciation of the work ethic. While students are learning content, computation and analysis, they will also be wrestling with moral dilemmas, writing about courage and justice, and learning about times when history was shaped by moral surrender and heroic deeds.

The School will pursue the following Non-Academic Goals, subject to updating from time to time by the Staff and Governing Board of the School:

(1) Students will be responsible for the improvement of their school and local community:

- Students will participate in school activities and events
- Students will exercise a voice in school affairs and will work to improve the educational and social life of their school.
- Students will be encouraged to volunteer in their communities on various school-related or civic projects.
- Students will learn about individuals who have contributed their talents and efforts to improve our country and our world.

(2) Students will develop important personal traits such as honesty, courage, loyalty, personal responsibility, perseverance, respect for others, and diligence:

- Students will take responsibility for their actions and will be asked and encouraged to learn from their mistakes.
- Students will demonstrate an ability to work in teams and will work toward personal, team, and school goals.
- Students will understand and be able to explain the value of our country's vibrant diversity and common civic heritage.
- Students will demonstrate respect for others in school, community, and extracurricular activities and an appreciation of differences among individuals and groups.

(3) Students will develop effective work habits and skills that will prepare them for the demands of school, society, business, government, and civic affairs:

- Students will learn to work effectively with technology and become proficient users of software, e-mail, and the Internet.
- Students will develop an understanding of the dynamics and importance of entrepreneurship.
- Students will learn to collaborate effectively with other students.
- Students will be expected to meet deadlines and make clear and compelling multimedia presentations.

(4) Students will rise to meet high expectations of behavior and performance:

- Students will be expected to give their best effort in their schoolwork and their active participation in school events.
- Students will respect their parents, teachers, and fellow students and abide by the school's guidelines and rules.
- Students will learn to interact maturely with peers and adults.
- Students will conduct themselves with integrity at all times.

(5) Students will learn habits of healthy living:

- Students will attend to their social, emotional, and physical well-being.
- Students will learn to balance school responsibilities (on- and offline) with the other demands of their lives (personal, family, social, athletic, artistic).
- Students will engage in social activities and school events to enrich their academic work with real-world experiences.

INTERNAL ASSESSMENTS AND ONLINE SUPPORT

In addition to the accountable school outcomes, the School will use an internal assessment system to help monitor and improve performance. Subject to modification and improvement, this internal assessment system currently includes the following:

Placement Tests

The School has a series of assessments designed to identify the correct placement of the School's students in mathematics and language arts. Teachers administer placements tests at the beginning of the year and adjust student placement in the curriculum accordingly.

Performance Assessments and Online Support

Students will use an online tool called Performance Series to assess each student's performance against the state standards for their grade level. Teachers will use the results of these assessments to develop and customize the student's lesson assignments prior to state standardized testing. In addition, students will have access to an optional resource called Study Island via the Online School. Study Island is an online resource where students play games and different activities. All work is designed to help the student master the state standards.

Lesson Assessments

In Math, Science, Art, Music, and History, every lesson is followed by a brief assessment. In English, there are assessments after every grammar, usage, mechanics, composition and novel lesson. These assessments show whether the student has achieved the objectives for that lesson, or whether a review of some, or all, of the lesson is advisable. A student is expected to obtain a mastery level of 80% or higher before they advance to the next lesson.

Unit and Semester Assessments

In English, mathematics, science, history, music, and art, the student takes an assessment at the end of a unit. These assessments show whether or not the student has retained key

learning objectives for the unit. There are similar semester assessments, with equivalent purposes, in the middle and at the end of a year's worth of content for many subjects. Teachers can use the results of the semester and unit assessments to guide review or additional practice.

The aforementioned assessments are presented in different ways, some are assessment sheets to be printed (the results of which are entered into the online system by the adult), others are online questions for the teaching adult to answer about the student's work, and still others are questions to be answered directly online. Within these assessment types, the individual items take a variety of forms. In the early grades, many items are short, open-ended questions, to which the student responds with a word or number, a phrase, or a sentence or two. Other items require longer responses, and still others are selected response. Using multiple item formats allows students to demonstrate what they have learned in a variety of ways.

The assessment component of the School's online student learning system is powerful in its ability to generate detailed and ongoing data on academic achievement. Data from both on- and off-line assessments are entered into the system, and is compiled to create a steady stream of data about student performance toward mastering specific learning objectives. This data stream will be reviewed and analyzed by the School's teachers on a regular basis. The system is designed so that a student who is not mastering lessons on a particular topic is redirected to alternate or additional instruction in the same topic. A student will move on to more advanced work only after demonstrating mastery of the material in question. With this kind of accountability and built-in transparency, there will be no surprises about student work; the system can notify parents and teachers that a child is beginning to fall behind, allowing teachers to intervene in a proactive, timely way.

Student Portfolios

In addition to the quantitative evaluation described above, the School will also implement a system of qualitative evaluation with its Student Portfolio program. A teacher will meet with each student and teaching adult in his/her class on a regular basis. Each meeting will focus on the student's portfolio for that academic period. Students will bring a work sample from the designated subject areas to each meeting. Students will share their work and evaluate their own progress, and teachers can use their record of observations and the collection of student work to notice academic progress or highlight learning concerns. Students will reflect on his/her work for that time period and the reflection will be captured on the portfolio record. Portfolios will be used to contextualize formal assessments, provide a comparison for standardized test results (student performance on such tests can show day-to-day variation) and demonstrate progress toward identified outcomes and state standards. These portfolios will be kept in the student's permanent file.

Report Cards

Each semester, students will receive a report card from their teacher. Students will receive a mark reflecting their progress toward stated goals for each subject. Both quantitative and qualitative information will be considered in assigning grades and recommending promotion for individual students.

V. GOVERNANCE STRUCTURE

“The governance structure of the school including, but not limited to, the process to be followed by the school to ensure parental involvement.”

- California Education Code Section 47605(b)(5)(D)

LEGAL STATUS

Flex Public Schools is a duly constituted California nonprofit public benefit corporation formed and organized in accordance with the California Nonprofit Public Benefit Corporations Law. As allowed by law, Flex Public Schools will hold the charter and then may contract with K12, the country’s largest provider of online curriculum for K-12th graders, to provide curriculum and other management and educational services. The Flex Public Schools’ Board of Directors (“Board” or “Board of Trustees”) holds ultimate authority for the School’s operations and will be responsible for any potential liability of the School. As an independent entity, Flex Public Schools retains the right to change providers.

The School will operate autonomously from the charter authorizer, with the exception of the supervisory oversight or special education as required by statute and other contracted services as negotiated between the charter authorizer and the School.

The School will be nonsectarian in its programs, admissions policies, employment practices, and all other operations, shall not charge tuition, and shall not discriminate against any student on the basis of any characteristic described in Education Code Section 220.

The School will comply with all applicable federal, state and local laws, including but not limited to the applicable sections of the Ralph M. Brown Act, the Political Reform Act, the Corporations Code and the California Public Records Act.

The School will retain its own legal counsel when necessary. It will purchase and maintain as necessary appropriate levels of general liability and other insurance, and name the charter authorizer as an additional insured. The nonprofit will continue its existence even if this charter is revoked.

A copy of our Articles of Incorporation and Bylaws are included in the supplemental materials, as subsequently amended from time to time. The School agrees to provide copies of any changes to the Bylaws to the charter authorizer.

REPONSIBILITY OF THE BOARD OF TRUSTEES

The School will be governed by a Board whose members have a legal fiduciary responsibility for the well-being of the organization and the School.

The Board will meet on a regular basis, and will review and adopt policies and procedures regarding self-dealing and conflicts of interest as needed.. The School's Bylaws already include a Conflict of Interest policy complying with the Corporations Code and the Board will additionally adopt a conflicts code in accordance with the Political Reform Act and file it with the County Board of Supervisors.

The School may initiate and carry out any program or activity that is not in conflict with or inconsistent with any law and which is not in conflict with the purposes for which charter schools are established.

The Board is composed of a broad cross-section of professionals with the skills necessary to appropriately oversee the operation of the organization. The members have, among other things, experience in education, business, technology, law, facilities, leadership development and organizational development.

A list of initial board members is listed above in Section I, and in the Supplemental materials.

The following exemplifies the desired traits of Board members:

- Clear commitment to the mission and vision of the School and to the welfare of children;
- Experience working with a nonprofit organization in some capacity;
- A reputation for and record of high integrity
- A successful record of activity in education reform or community building;
- Proven leadership abilities;
- Some familiarity with educational technology.
- Leadership in the community across multiple sectors
- Desires to help the children of California improve their educational prospects and character development.
- Professional educational and/or practical experience, including but not limited to legal and financial expertise.
- A diversity of backgrounds, interests, and expertise.

The method of Board election, terms and replacement are all addressed in detail in The Bylaws which will be maintained to align with this charter. Board member terms are three years. Vacancies are filled by a nominating committee, and approval requires a majority vote by the Board as required under the law.

The current size of the Board is set in the Bylaws as between 3 and 7 members, with the current number at 5 members.

As further outlined in the Board's bylaws, the Board will be responsible for:

- Upholding the mission of the School,
- The general policies of the School,
- Approving and monitoring of the School's annual budget,
- Receipt of funds for the operation of the School in accordance with the charter school laws,
- Solicitation and receipt of grants and donations consistent with the mission
- Overseeing the sound operation of a hiring system,
- Approving personnel policies
- Monitoring the implementation of K12 and senior staff
- Any other responsibilities provided for in the California Corporations Code, the Articles of Incorporation, Bylaws or this charter necessary to ensure the proper operation of the School.

The Board may execute any powers delegated to it by law, shall discharge any duty imposed by law upon it, and may delegate to an employee of the School or other designee any of those duties. The Board, however, retains ultimate responsibility over the performance of those powers or duties so delegated. In addition, the board will adopt prudent purchasing policies and procedures, and a budget approval process. Board approval is required for the annual independent fiscal audit and for any expenditure or contract over \$50,000. Pursuant to the Bylaws or Board policy, Board Chair or Board Treasurer approval is required for any expenditure over \$10,000.

RESPONSIBILITY OF MANAGEMENT

To the extent allowable by law, the Board may delegate the day-to-day management responsibilities and implementation of the School to employees of Flex Public Schools, K12, another educational services provider, or other responsible parties.

Consistent with best practice, management may then delegate the day-to-day management of the school to the Head of School. The Head of School may delegate some of his or her responsibilities further to other school site staff such as the Dean, counselors, office manager, academic department chairs and/or teachers.

This authority is separate from the oversight responsibilities of the charter authorizer under the Charter Schools Act.

PROCESS TO ENSURE PARENTAL INVOLVEMENT

Parents will help us to evaluate the school's program each year through meetings and surveys. Parents will also serve as mentors to new families and families that are struggling with technology complications or curriculum problems. Parents will be given an opportunity to make their voices heard (both online and offline) about their likes and

dislikes about the school. Some parents will be asked to give critiques and/or testimonials about the program. Direct parental involvement is fundamental to the school's success.

Parents are included in the governance and operation of the school by the creation of an active Parent/Guardian Association, parent membership on the School Advisory Council ("SAC") and a Parent liaison to the Board.

Communications include website updates, Parent/Guardian Newsletters, monthly Parent/Guardian Association meetings, parent-teacher conferences, volunteer opportunities, fundraising, and school surveys, among other things. All School parents are automatically members of the Parent/Guardian Association.

The Parent/Guardian Association will serve as a means for parents to support the School and the education of their children, learn more about School activities and needs, and be more involved with the governance and operations of the school by serving as a forum for voicing their concerns and suggestions about both day to day operations and overall policy. Translators are provided when needed. The Parent/Guardian Association is also encouraged to utilize the Parent Liaison to the Board for involvement in broader School policy issues.

The School Advisory Council ("SAC") is much like a school site council that is required for noncharter public schools. The SAC is comprised of representatives of all School constituencies, including parents, students, teachers and administrators. The SAC will participate in reviewing and proposing school and board policies, soliciting the views of all their respective constituencies, sharing in the efforts to improve the school and engaging the support of the community. The SAC is a valuable governance advisory body for the Head of School.

Except for those responsibilities legally delegated or, as mentioned above, all formal and legal governance responsibility for the School resides with the Board. The school is committed to working with parents to address parent concerns. Parents will be encouraged to share their ideas and concerns with the organization throughout the school year, both directly and via the Parent/Guardian Association, SAC and Parent Liaison to the Board.

Additional Opportunities for Parent Involvement

There are many other ways for parents to become involved with the School. These include:

- Parents, students and teachers meet regularly to plan and assess the student's learning progress and determine goals;
- School and staff evaluations - parents fill out a survey each year evaluating the strengths and weaknesses they identify with the program to be reviewed by staff and faculty for consideration of ongoing improvement of the School;

- Volunteer opportunities – the School will maintain a list of various opportunities for parents to volunteer at School. For example, parents have the opportunity to help in tutoring, classrooms, lead extracurricular activities, assist in event planning, attend field trips and serve on parent committees;
- Fundraising - parents and community members work with the School to raise additional resources to support students and the school program;
- Advocacy - parents and community members communicate the school design and outcomes to the public, educators and policy makers and advocate for necessary policies and resources.

CHARTER AUTHORIZER RESPONSIBILITY AND AUTHORITY

Pursuant to California Education Code Section 47604(c), the charter authorizer shall not be liable for the debts and obligations of the School, operated as a California nonprofit benefit corporation, or for claims arising from the performance of acts, errors, or omissions by the School as long as the charter authorizer has complied with all oversight responsibilities required by law.

Pursuant to Education Code Section 47604(b), the charter authorizer may choose to appoint a representative to the Board with respect to matters relating to the School.

V. HUMAN RESOURCES

“The qualifications to be met by individuals to be employed by the School.”

-- California Education Code Section 47605(b)(5)(E)

QUALIFICATIONS OF SCHOOL EMPLOYEES

The School shall recruit professional, effective and qualified personnel for all administrative, instructional, instructional support, and non-instructional support capacities who believe in the educational philosophy outlined in this charter.

In accordance with Education Code 47605(d), the School shall be nonsectarian in its employment practices and all other operations. The School shall not discriminate against any individual (employee or pupil) on the basis of the characteristics listed in Section 220 (actual or perceived disability, gender, nationality, race or ethnicity, religion, sexual orientation, or any other characteristic that is contained in the definition of hate crimes set forth in Section 422.55 of the Penal Code or association with an individual who has any of the aforementioned characteristics).

All employees should possess the personal characteristics, knowledge base and/or relevant experiences in the responsibilities and qualifications identified in the posted job descriptions as determined by the School.

QUALIFICATIONS OF THE SCHOOL ADMINISTRATION

Subject to change, the School's administrative team qualifications are as follows:

Title	Qualifications	Role
Head of School	<ul style="list-style-type: none"> ▪ Instructional Leadership ▪ Significant experience working writing and managing budgets ▪ Experience writing and dealing with curriculum, technology, and training/professional development ▪ A record of leadership and sound management ▪ A passion for helping students attain high standards ▪ Strong interpersonal skills and experience in team-building ▪ An understanding of the diversity and unique character of the school ▪ Consistently exceptional professional evaluations and outstanding references from peers, former colleagues, parents, and members of the school community. 	The Head of School will bear chief responsibility for implementing the school's education program; attaining the school's objectives for high student achievement; managing, evaluating, promoting, and releasing school personnel; creating a school culture that is disciplined, orderly, and conducive to learning; and nurturing a strong relationship among the School, the parents, and the community.
Academic Administrator	<ul style="list-style-type: none"> ▪ A record of leadership and sound management ▪ Commitment and passion for student achievement, parent involvement, and innovation in education ▪ Strong academic credentials, interpersonal skills, and work ethic ▪ Strong positive professional references and evaluations 	The Academic Administrator reports to the Head of School and is responsible for the day-to-day academic operations of the school including: teacher evaluation, student achievement, special education and teacher recruiting. The School reserves the right to have the Head of School's job description include these duties.
Business Manager	<ul style="list-style-type: none"> ▪ Formal accounting training ▪ Sincere ethical commitment to education ▪ Strong references ▪ Relevant work experience. 	The Business Manager reports to the Head of School and is responsible for the day-to-day business affairs of the school including bookkeeping; record keeping; cash collections and disbursements and vendor contracting.
Technology Support	<ul style="list-style-type: none"> ▪ Extensive knowledge of hardware configuration, network administration, Internet-based education programs, school information systems, and community-building tools, and enterprise applications such as Oracle, and eSIS ▪ Experience assisting users with Microsoft Office products on various platforms ▪ Significant experience in a senior level technology position ▪ Professional and customer-oriented 	The Master Teacher Technology Support reports to the Operations Administrator and is responsible for the School's technology systems and the technical training of teachers.

	attitude in dealing with those new to technology <ul style="list-style-type: none"> ▪ Experienced technology trainer, policy manger, and technical writer 	
Executive Assistant	<ul style="list-style-type: none"> ▪ Strong organizational skills; ▪ Strong time management skills; ▪ Ability to work both independently and with a team; ▪ Fluency in Spanish is highly desirable. ▪ Experience in school front office preferable; ▪ Proficient with Microsoft Office ▪ A.A. degree or equivalent work experience. 	The executive assistant reports to the Head of School and is responsible for recording attendance; maintaining the lunch database; managing the office; overseeing material purchases; bookkeeping; managing the Principal's and Learning Lab staff schedules and serves as primary contact for Parents.

TEACHER QUALIFICATIONS

In addition, the academy will hire both full and part time credentialed teachers to meet the demands of student enrollment.

All documents will be kept on file at the School and will be available for view by the chartering authority.

All teachers hired for the high school program will meet the state of California credentialing requirements for high school instruction in charter schools. In particular, the School shall comply with California Education Code Section 47605(l), which states in pertinent part:

Teachers in charter schools shall be required to hold a Commission on Teacher Credentialing certificate, permit or other document equivalent to that which a teacher in other public schools would be required to hold. These documents shall be maintained on file at the charter school and shall be subject to periodic inspection by chartering authority. It is the intent of the Legislature that charter schools be given flexibility with regard to non-core, non-college preparatory courses.

As allowed by federal law (including NCLB) and state law, the Charter may define core courses. At the School, core courses for purposes of credentialing requirements are only English, Math, Science, and History

The School teachers at all levels shall meet or exceed all “highly qualified requirements” under the No Child Left Behind Act (“NCLB”).

Accordingly, a teacher of core academic subjects must have:

- (1) A bachelor's degree;
- (2) State credential or have an Intern Certificate/Credential for no more than three years while actively working toward completion of their State credential;

- (3) Demonstrated core academic subject matter competence. Demonstrated core academic subject competence for elementary grades is done through CCTC's approved subject matter examination or by completing the California High Objective Uniform State Standard of Education ("HOUSSE").

TEACHER ROLE

The School's teachers will be highly qualified and state certified teachers responsible for delivering specific course content in an online environment.

As part of their regular teaching responsibilities, teachers are expected to fulfill duties in the following areas:

Planning and Preparation

- Learn the relevant curriculum for assigned grade levels.
- Demonstrate knowledge of the state standards and how both align with our curriculum.
- Understand overall diversity of assigned families and individual characteristics of students; specifically, how this impacts support needed.
- Utilizes face-to-face, asynchronous and synchronous tools to augment course content according to prescribed policies and procedures.

Instruction and Student Achievement

- Orients students to course and communicates course requirements.
- Maintains regular office hours and conducts instructional sessions.
- Sets and enforces deadlines for student work.
- Responsible for student academic progress and attendance
- Conduct periodic conferences with students and parents/responsible adult.
- Individualize instruction to help each student achieve curricular objectives.
- Grades student work and maintains grade book.
- Communicates high expectations and shows an active interest in student's achievement.
- Alert administrators to any concerns about student performance and progress.
- Recommends promotion and retention.

Blended Instructional Model

- Help manage office, desk, classroom and other instructional spaces
- Establish and maintain a positive rapport with assigned families.
- Support students with set-up and maintenance of their teaching environment.
- Support students through basic computer troubleshooting.
-

Professional Responsibilities

- Collaborates with peers.

- Build community by contributing to school message boards, newsletter and events.

RETIREMENT BENEFITS

“The manner by which staff members of the Charter Schools will be covered by the State Teachers’ Retirement System, the Public Employees’ Retirement System, or federal social security.”

-- California Education Code Section 47605(b)(5)(K)

All full-time employees of the School will participate in a qualified retirement plan. Full-time Certified teachers will participate in the State Teachers’ Retirement System (“STRS”), and full-time Classified staff will be offered either a 403B program or other similar retirement program at the discretion of the School’s Governing Board and Social Security. All part-time staff and full-time Classified staff will participate in the federal social security system. Staff at the charter school may have access to additional school sponsored retirement plans according to policies developed by the Board and adopted as the school’s employee policies.

EMPLOYEE REPRESENTATION

A declaration whether or not the Charter School shall be deemed the exclusive public school employer of the employees of the Charter School for the purposes of the Educational Employment Relations Act

. -- California Education Code Section 47605(b)(5)(O)

Flex Public Schools shall be deemed the exclusive public school employer of the employees of the School for the purposes of EERA.

Persons employed by the School shall not be considered employees of charter authorizer for any purposes whatsoever. The School maintains full responsibility and liability for hiring and retention purposes for all employees of the school.

RIGHTS OF FORMER SCHOOL CHARTER AUTHORIZER EMPLOYEES

“A description of the rights of any employee of the district upon leaving the employment of the school district to be employed by the charter school, and of any rights of return to the school district after employment of the charter school.”

-- Education Code Section 47605(b)(5)(M)

The School shall have no authority to bind the charter authorizer to re-employing a former employee or allowing a leave of absence. Any current charter authorizer employee who resigns their position with the charter authorizer to become an employee of the School shall only have rights to return to the charter authorizer and other rights (e.g., sick leave, vacation carryover, and tenure credit, etc.) as granted by the charter authorizer.

HEALTH AND SAFETY

“The procedures that the school will follow to ensure the health and safety of pupils and staff. These procedures shall include the requirement that each employee of the school furnish the school with a record summary as described in Section 44237.”

-- California Education Code Section 47605(b)(5)(F)

Fingerprinting/Background Check

Employees and contractors of the School will be required to submit to a criminal background check and furnish a criminal record summary as required by Education Code 44237 and 45125.1. New employees not possessing a valid California Teaching Credential must submit two sets of fingerprints to the California Department of Justice for the purpose of obtaining a criminal record summary. The Head of the School shall monitor compliance with this policy and report to the Board on a quarterly basis. The Board President or other designee shall monitor the fingerprinting and background clearance of the Head of the School. Volunteers who will volunteer outside of the direct supervision of a credentialed employee shall be fingerprinted and receive background clearance prior to volunteering without the direct supervision of a credentialed employee.

TB Testing

The School will follow the requirement of Education Code Section 49406 in requiring tuberculosis testing of all employees.

Diabetes

The School will provide an information sheet regarding type 2 diabetes to the parent or guardian of any incoming 7th grade students, pursuant to Education Code Section 49452.7. The information sheet shall include, but shall not be limited to, all of the following:

- A description of type 2 diabetes.
- A description of the risk factors and warning signs associated with type 2 diabetes.
- A recommendation that students displaying or possibly suffering from risk factors or warning signs associated with type 2 diabetes should be screened for type 2 diabetes.
- A description of treatments and prevention of methods of type 2 diabetes.
- A description of the different types of diabetes screening tests available.

Medication in School

The School will adhere to Education Code Section 49423 regarding administration of medication in school.

Vision/Hearing/Scoliosis

The School shall adhere to Education Code Section 49450 *et seq.* as applicable to the grade levels served by the School.

Emergency Preparedness

The School shall adhere to an Emergency Preparedness Handbook drafted specifically to the needs of the school site. This handbook shall include but not be limited to the following responses: OSHA policy compliance, fire, flood, earthquake, terrorist threats, and hostage situations and shall be submitted for Charter authorizer receipt and review. This handbook shall include an evacuation plan, and general school safety, injury and illness prevention.

Staff shall be trained on emergency and appropriate first aid responses.

Bloodborne Pathogens

The School shall meet state and federal standards for dealing with bloodborne pathogens and other potentially infectious materials in the workplace. The Board shall establish a written "Exposure Control Plan" designed to protect employees from possible infection due to contact with bloodborne viruses, including human immunodeficiency virus ("HIV") and hepatitis B virus ("HBV").

Whenever exposed to blood or other body fluids through injury or accident, students and staff should follow the latest medical protocol for disinfecting procedures.

Drug Free/Smoke Free Environment

The School shall maintain a drug, alcohol, and smoke free environment.

Facility Safety

The facility to be utilized by the School must be in compliance with applicable State and local Building Codes in accordance with Education Code 47610.

The School shall comply with Education Code Section 47610 by utilizing facilities that are compliant with the California Building Standards Code. The School agrees to test sprinkler systems, fire extinguishers, and fire alarms annually at its facilities to ensure that they are maintained in an operable condition at all times. The School shall conduct fire drills periodically and in conjunction with a District if at District facilities.

The School will review reports regarding the structural integrity of the building, and act accordingly.

DISPUTE RESOLUTION

“The procedures to be followed by the charter school and the entity granting the charter to resolve disputes relating to the provisions of the charter.”

-- California Education Code Section 47605(b)(5)(N)

The intent of this dispute resolution process is to (1) resolve disputes within the School pursuant to the School’s policies, (2) minimize the oversight burden on the charter authorizer, (3) ensure a fair and timely resolution to disputes, and (4) frame a charter oversight and renewal process and timeline to avoid disputes regarding oversight and renewal matters.

The following process is proposed by the School to meet the requirements of Education Code Section 47605(b)(5)(N).

Public Comments

All parties are encouraged to refrain from public commentary regarding any disputes until the matter has progressed through the dispute resolution process unless otherwise required by law.

Disputes Between the School and the Chartering Authorizer

The School proposes the following dispute resolution procedures in the case of a dispute, but understands that it cannot legally bind the charter authorizer, and thus agrees to finalize the dispute resolution procedure in an MOU to be agreed upon by the charter authorizer and the School:

In the event of a dispute between the School and charter authorizer related to the provisions of the charter, the staff and Board and charter authorizer agree to first frame the issue in written format (“dispute statement”) and refer the issue to the Superintendent of the charter authorizer and the School representatives.

In the event that charter authorizer believes that the dispute relates to an issue that could lead to revocation of the charter under Education Code Section 47607, the School asks that this be specifically noted in the written dispute statement, but the School is aware that the charter authorizer is not legally bound to do so. Nothing in this section is intended to impair the authority or ability of charter authorizer to revoke the charter in accordance with the procedures detailed in Education Code Section 47607 or apply these procedures to the revocation process.

The School representatives and the charter authorizer representatives shall informally meet and confer in a timely fashion (not later than 10 school days from receipt of the dispute statement) to attempt to resolve the dispute.

In the event that this informal meeting fails to resolve the dispute, both parties shall identify two members from their respective Boards who shall jointly meet with the Superintendent of charter authorizer and the School's representatives and attempt to resolve the dispute. The joint meeting shall be held within 15 school days from the informal meeting.

If this joint meeting fails to resolve the dispute, the Superintendent and School representatives shall jointly identify a neutral, third party mediator. Mediation shall occur before a mutually agreeable mediator who is skilled in the interest-based approach to mediating disputes in the public school setting. The format of the mediation session shall be developed jointly by the Superintendent and the School representatives. Mediation shall be held within 30 school days of the joint meeting. All dates within this section can be amended by written mutual agreement or necessity due to mediator scheduling. Each party shall bear its own costs of dispute resolution with the cost of the mediator being split equally amongst the Parties. If mediation fails, either Party will have been deemed to have exhausted the administrative remedies within this charter and may pursue any alternative legal options for resolution. All timelines and procedures described herein may be amended with the agreement of the charter authorizer and the School.

Uniform Complaint Procedure

The School will be responsible for establishing and maintaining a Uniform Complaint Procedure which will be distributed to parents/guardians at the time of student enrollment. Except in the instance of complaints that allege student safety issues, or other matters which constitute possible grounds for charter revocation, the charter authorizer will refer all complaints it receives back to the School for investigation and processing.

VI. ADMISSIONS, ATTENDANCE, AND SUSPENSION & EXPULSION POLICIES

"Admission requirements, if applicable."

- California Education Code Section 47605(b)(5)(H)

STUDENT ADMISSIONS POLICIES AND PROCEDURES

The School shall strive to enroll a student population that matches the incredible diversity of San Francisco.

The school shall be nonsectarian in its programs, admission policies, employment practices, and all operation, shall not charge tuition, and shall not discriminate against any pupil on the basis of the characteristics listed in Section 220 (actual or perceived disability, gender, nationality, race or ethnicity, religion, sexual orientation, or any other characteristic that is contained in the definition of hate crimes set forth in Section 422.55 of the Penal Code or association with an individual who has any of the aforementioned characteristics). Admission to the School shall not be determined by the place of residence of the pupil, or

of his or her parent or guardian, within the State, except as provided in Education Code Section 47605.6(e)(2).

The application process is comprised of the completion of a student enrollment application.

Upon selection for admission pursuant to public random drawing, the registration process will include the following:

- Proof of immunization
- Home Language Survey
- Completion of an Emergency Medical Information Form

The School feels strongly that success for students requires a commitment from the students and parents to the mission and vision of the School as set forth in the Charter. During the registration process, parents or guardians may be asked to sign a Commitment Letter indicating they understand the School philosophy, program, and volunteer policy. Students will not be denied admission or dis-enrolled for failing to sign the Commitment Letter.

The School shall admit all pupils who wish to attend the school subject only to capacity. Applications will be accepted during a publicly advertised open application period each year for enrollment in the following school year. Following the open application period each year applications shall be counted to determine whether any grade level has received more applications than availability. In this event that this occurs, the School will hold a public random drawing¹ to determine enrollment for the impacted grade level, with the exception of existing students (2nd year forward) who are guaranteed enrollment in the following school year.

Enrollment preferences in the case of a public random drawing shall be allowed in the following order of preference:

- 1) Siblings of currently enrolled students
- 2) Children of the paid staff of the School²
- 3) Residents of the District, and
- 4) Other California residents

Students qualifying for more than one preference group will be considered part of the highest preference in which they qualify. At the conclusion of the public random drawing, all students who were not granted admission due to capacity shall be given the option to put their name on a wait list in the order according to their draw in the public random drawing. This wait list will allow students the option of enrollment in the case of an opening during the school year. In no circumstance will a wait-list carry over to the following school year.

▪ _____
¹¹ During any period of grant funding under the Public Charter School's Grant Program ("PCSGP"), this public random drawing will be held as a single weighted lottery or in accordance with any applicable procedures required by the PCSGP

² During any period of grant funding under the Public Charter School's Grant Program, this preference will be limited to children of faculty only and will be committed to a maximum of 5% of total enrollment.

NON-DISCRIMINATION, AND MEANS TO ACHIEVE RACIAL AND ETHNIC BALANCE

“The means by which the school will achieve a racial and ethnic balance among its pupils that is reflective of the general population residing within the territorial jurisdiction of the school district to which the charter petition is submitted.”

-- California Education Code Section 47605(b)(5)(G)

The School shall strive, through recruitment and admissions practices, to achieve a racial and ethnic balance among its pupils that is reflective of the general population residing within the territorial jurisdiction of the charter authorizer. Students shall be considered for admission without regard to the characteristics listed in Section 220 (actual or perceived disability, gender, nationality, race or ethnicity, religion, sexual orientation, or any other characteristic that is contained in the definition of hate crimes set forth in Section 422.55 of the Penal Code or association with an individual who has any of the aforementioned characteristics).

The School will implement a strategy that includes, but is not necessarily limited to, the following elements or strategies which focus on achieving and maintaining a racial and ethnic balance among students that is reflective of the general population residing within the territorial jurisdiction of the charter authorizer.

The strategy includes printing and distributing materials in Spanish and other appropriate languages, and:

- An enrollment process that is scheduled and adopted to include a timeline that allows for a broad-based application process.
- The development and distribution of promotional and informational material that reaches out to all of the various racial and ethnic groups represented in the territorial jurisdiction of the charter authorizer
- Outreach activities that include advertising in local papers, local world language publications and ethnic journals and media.
- Building close relationships with local school counselors, faith-based organizations, feeder schools, and diverse community organizations

The Founders include significance experience and a track record of success in recruiting, retaining and graduating a diverse student population.

The timeline for enrollment will generally follow the timeline of the schools within the region of the charter authorizer. Relationship building with appropriate organizations take place during the Summer and Fall. Enrollment sessions take place in the Fall and Winter. And the random public lottery takes place in the Spring. Student enrollment processes will continue all Summer and even past the first day of school, building a waiting list and taking students off the waiting list if openings occur.

PUBLIC SCHOOL ATTENDANCE ALTERNATIVES

“The public school attendance alternatives for pupils residing within the school district who choose not to attend charter schools.”

-- Education Code Section 47605(b)(5)(L)

Students who reside in the District, and who opt not to attend the School, may attend school district of residence schools or pursue an inter-district transfer in accordance with existing enrollment and transfer policies of their district or county of residence.

Parents and guardians of each student enrolled in the School will be informed that the students have no right to admission in a particular school of any local education agency as a consequence of enrollment in the School, except to the extent that such a right is extended by the local education agency.

SUSPENSION AND EXPULSION PROCEDURES

“The procedures by which pupils can be suspended or expelled.”

-- California Education Code Section 47605(b)(5)(J)

The School acknowledges the responsibility of each student, parent, volunteer, faculty, staff and administrator to contribute to the wellbeing of the community by demonstrating responsibility and accountability for individual and group actions. It is the school’s goal to enhance the quality of relationships, the quality of learning, and the quality of the community through shared responsibility. A draft of the Suspension and Expulsion Procedures are provided in the Supplemental Materials.

VII. REPORTING, ACCOUNTABILITY AND RELATED MATTERS

BUDGETS AND CASH FLOW

“The petitioner or petitioners shall also be required to provide financial statements that include a proposed first year operational budget, including startup costs, and cash flow and financial projections for the first three years of operation.”

-- Education Code Section 47605(g)

The following materials are included in the Supplemental Materials:

- A projected first year budget including startup costs
- Cash flow and financial projections for the first three years of operation.
- A narrative describing the above.

These documents are based upon the best data available to the Petitioners at this time.

FINANCIAL REPORTING

The School shall provide reports as required by Education Code Section 47604.33 as follows, and shall provide additional fiscal reports as requested by the charter authorizer:

- By July 1, a preliminary budget for the current fiscal year. For a School in its first year of operation, financial statements submitted with the charter petition pursuant to Education Code 47605.6(h) will satisfy this requirement.
- By December 15, an interim financial report for the current fiscal year reflecting changes through October 31. Additionally, on December 15, a copy of the School's annual, independent financial audit report for the preceding fiscal year shall be delivered to the charter authorizer, State Controller, State Department of Education and County Superintendent of Schools.
- By March 15, a second interim financial report for the current fiscal year reflecting changes through January 31.
- By September 15, a final unaudited report for the full prior year. The report submitted to the charter authorizer shall include an annual statement of all the School's receipts and expenditures for the preceding fiscal year.
- All attendance reports: 20 day, P-1, P-2 and annual.

INSURANCE

The School shall obtain general liability, workers compensation, and other necessary insurance of the types and in the amounts required for an enterprise of similar purpose and circumstance. The charter authorizer shall be named as an additional insured on all policies of the School.

Prior to opening, the School shall provide evidence of the above insurance coverage to the charter authorizer.

ADMINISTRATIVE SERVICES

"The manner in which administrative services of the School are to be provided."
-- Education Code Section 47605.6(h)

The School does not anticipate purchasing any services from the charter authorizer, but we will fairly evaluate any offer of services from the charter authorizer against any other offers for similar services from third party providers.

The School intends to contract with K12, Inc for some or all of the following administrative and educational services which may be required for the School and which include but are not limited to the following:

- School Administration (e.g. Head of School, Academic Dean, Dean of Student Life)
- Providing and monitoring the student management system used to keep student's daily, periodic, and annual academic results
- Curriculum
- Curriculum Materials
- Placement, lesson, unit, and semester assessments
- Provide support on academic data analysis as needed
- Accounting and payroll management
- Federal and state grant writing and reporting
- Human Resources (benefits, etc)
- Develop best practices for school safety and other school procedures
- Teacher Recruitment
- Student support services
- Handling all compliance, including required legal and financial filings;
- Handling charter submission and renewal
- Researching, locating, arranging financing, and preparing a suitable facility (the "Facility") for the operation of the school;
- Researching, providing or preparing for any future expansion of the Facility to accommodate the growth
- Providing professional development training for certain employees of school
- Preparing and supervising the annual budget;
- Marketing for student enrollment
- Supervising the parent coordinator and parent involvement
- Public Relations
- Technology support

Any services to be provided by K12 are on a fee for service basis, and the contract is fully revocable by the School. A copy of a sample contract is included in the supplemental materials.

INDEPENDENT FISCAL AUDITS

"The manner in which annual, independent, financial audits shall be conducted, in accordance with regulations established by the State Board of Education, and the manner in which audit exceptions and deficiencies shall be resolved."

-- California Education Code Section 47605(b)(5)(I)

The Board will appoint an Audit Committee, which will select an independent financial auditor and oversee audit requirements.

An annual independent audit of the books and records of the School will be conducted as required under the Charter Schools Act. The books and records of the School will be kept

in accordance with generally accepted accounting principles, and as required by applicable law. The audit will employ generally accepted accounting procedures.

The Audit Committee will select an independent auditor through a request for proposal format. The auditor will have, at a minimum, a CPA and educational institution audit experience. To the extent required under applicable federal law, the audit scope will be expanded to include items and processes specified in applicable Office of Management and Budget Circulars. The audit shall be conducted in accordance with the State Controller's Published K-12 audit guide as incorporated into the California Code of Regulations.

It is anticipated that the annual audit will be completed within four months of the close of the fiscal year and that a copy of the auditor's findings will be forwarded to the charter authorizer, County Superintendent of Schools (if separate from the District), the State Controller, and to the CDE by the 15th of December of each year. The Head of School, along with the audit committee, will review any audit exceptions or deficiencies, if any, regarding the School and provide recommendations on how to resolve them. The Board will submit a report to the charter authorizer describing how the exceptions and deficiencies, if any, have been or will be resolved along with an anticipated timeline for the same. The Board and its designee will work with the charter authorizer to ensure all audit exceptions and deficiencies are resolved to the satisfaction of the charter authorizer.

FACILITIES

"...The facilities to be utilized by the school...The description of the facilities to be used by the charter school shall specify where the school intends to locate."

- *Education Code Section 47605((g))*

The School will locate within the District as required by law. It is the School's preference to locate downtown or near downtown, in an open floor plan office space such as that of a former internet company. The School has already identified a number of potential and affordable spaces. Note that the School does not need traditional classroom space with this new model of education. The students need a place to focus, a place to work with teachers in groups, and a place for socializing and recreation.

TERM OF CHARTER

The term of this charter shall commence on July 1 of the year school operations commence and expire five years later. Though it is intended that operations will commence in August 2010, it will not be regarded as a material violation of the charter if the school commences operations in a later year.

MATERIAL REVISION OF CHARTER

Any material revisions to the School's charter shall only be made by mutual agreement of the Flex Public School Board of Trustees and the charter authorizer. In accordance with Education Code Section 47607, the School may present a petition for a material revision of the charter at any time, and the charter authorizer agrees to respond to such petitions pursuant to the applicable process, criteria and timelines specified in Education Code Section 47605 or its successors.

Consistent with best practice and practical matters (e.g., budgets and staffing change over time), updates and changes to the Supplemental Materials, provided for Informational Purposes Only, will not constitute a material change of the charter. The School will provide updates and changes to any documents upon request.

In addition, the Charter indicates that the School may add middle school grades in later years depending on facilities space and adequate demand. Accordingly, adding middle school students in a later year is not a violation of the charter and does not constitute a material revision of the charter.

SEVERABILITY AND INTERPRETATION OF THE CHARTER

If any clause of the Charter is found to be invalid for any reason, all other clauses remain in effect.

All terms of the Charter that can be interpreted as within the intent of the California Education Code shall be interpreted in such a manner.

Any element of the Charter that, through legislation or legal ruling, is deemed to be outside the language or intent of the California Education Code or other applicable law should be removed from the charter. Such a situation would not result in the revocation of the Charter. The remaining provisions of the Charter shall remain in place.

CLOSURE PROTOCOL

"A description of the procedures to be used if the charter school closes."

--Education Code Section 47605(b)(5)(P)

Closure of the School will be documented by official action of the Flex Public Schools Board of Trustees. The action will identify the reason for closure. The official action will also identify an entity and person or persons responsible for closure-related activities.

The Board will promptly notify parents and students of the School, the District, the County Office of Education (if separate from the District), the School's SELPA, the retirement

systems in which the School's employees participate (e.g., Public Employees' Retirement System, State Teachers' Retirement System, and federal social security), and the California Department of Education of the closure as well as the effective date of the closure. This notice will also include the name(s) of and contact information for the person(s) to whom reasonable inquiries may be made regarding the closure; the pupils' school districts of residence; and the manner in which parents/guardians may obtain copies of pupil records, including specific information on completed courses and credits that meet graduation requirements.

The Board will ensure that the notification to the parents and students of the School of the closure provides information to assist parents and students in locating suitable alternative programs. This notice will be provided promptly following the Board's decision to close the School.

The Board will also develop a list of pupils in each grade level and the classes they have completed, together with information on the pupils' districts of residence, which they will provide to the entity responsible for closure-related activities.

As applicable, the School will provide parents, students and the charter authorizer with copies of all appropriate student records and will otherwise assist students in transferring to their next school. All transfers of student records will be made in compliance with the Family Educational Rights and Privacy Act ("FERPA") 20 U.S.C. § 1232g. The School will ask the charter authorizer to store original records of the School's students. All records of the School shall be transferred to the charter authorizer upon School closure. If the charter authorizer will not or cannot store the records, the School shall work with the charter authorizer to determine a suitable alternative location for storage.

All state assessment results, special education records, and personnel records will be transferred to and maintained by the entity responsible for closure-related activities in accordance with applicable law.

As soon as reasonably practical, the School will prepare final financial records. The School will also have an independent audit completed within six months after closure. The School will pay for the final audit. The audit will be prepared by a qualified Certified Public Accountant selected by the School and will be provided to the District promptly upon its completion. The final audit will include an accounting of all financial assets, including cash and accounts receivable and an inventory of property, equipment, and other items of material value, an accounting of the liabilities, including accounts payable and any reduction in apportionments as a result of audit findings or other investigations, loans, and unpaid staff compensation, and an assessment of the disposition of any restricted funds received by or due to the School.

The School will complete and file any annual reports required pursuant to Education Code section 47604.33.

On closure of the School, all assets of the School, including but not limited to all leaseholds, personal property, intellectual property and all ADA apportionments and other revenues generated by students attending the School, remain the sole property of Flex

Public Schools and shall be distributed in accordance with the Articles of Incorporation upon the dissolution of the non-profit public benefit corporation. Any assets acquired from the District will be promptly returned upon School closure to the District. The distribution shall include return of any grant funds and restricted categorical funds to their source in accordance with the terms of the grant or state and federal law, as appropriate, which may include submission of final expenditure reports for entitlement grants and the filing of any required Final Expenditure Reports and Final Performance Reports, as well as the return of any donated materials and property in accordance with any conditions established when the donation of such materials or property was accepted.

On closure, the School shall remain solely responsible for all liabilities arising from the operation of the School.

As the School is operated by a non-profit public benefit corporation, should the corporation dissolve with the closure of the School, the Board will follow the procedures set forth in the California Corporations Code for the dissolution of a non-profit public benefit corporation and file all necessary filings with the appropriate state and federal agencies.

As specified by the Budget in the supplementary materials the School will utilize the reserve fund to undertake any expenses associated with the closure procedures identified above.

III. IMPACT ON THE CHARTER AUTHORIZER

“Potential civil liability effects, if any, upon the school and upon the District.”

-- Education Code Section 47605(g).

CIVIL LIABILITY

As indicated above, the charter for the School is held by a California nonprofit public benefit corporation. Pursuant to Education Code Section 47604(c), an entity that grants a charter to a nonprofit public benefit corporation shall not be liable for the debts or obligations of the School or for claims arising from the performance of acts, errors or omissions by the School if the authority has complied with all oversight responsibilities required by law.

The School shall work cooperatively to assist the charter authorizer in meeting any and all oversight obligations under the law, including monthly meetings, reporting, or other requested protocol to ensure the charter authorizer shall not be liable for the operation of the School.

Further, the School and the charter authorizer shall enter into a memorandum of understanding which shall provide for indemnification of the charter authorizer. Insurance amounts will be determined by recommendation of the insurance company for schools of

similar size, location, and type of program. The charter authorizer shall be named an additional insured on the general liability insurance of the School.

The Board and School staff will institute appropriate risk management practices, including screening of employees, establishing codes of conduct for students, staff, and participating families, and procedures governing financial transactions and dispute resolution.

FINANCIAL IMPACT

The School and charter authorizer understand that a District will receive less funding if a student in their region attends a different district's school, a charter public school or a private school. A District will therefore receive less funding if students attend the proposed School. Enrollment projections are included in the Supplemental materials. The School and charter authorizer also understand that the financial impact is consistent with the Charter Schools Act, and that reduced district funding is not an allowable grounds for denial based on the California Department of Education guidelines and applicable law.

At this time, the School does not intend to request Proposition 39 facilities, but has not waived that right.

OTHER

The School assumes that other details regarding the process, content and timelines for the annual review, charter oversight, charter renewal, and other matters relating to the charter authorizer will be handled in a Memorandum of Understanding or similar document.

IX. CONCLUSION

By approving this charter, the charter authorizer will be fulfilling the intent of the Charter Schools Act of 1992 to improve pupil learning; increase learning opportunities for all pupils with special emphasis on expanded learning opportunities for all pupils who are identified as academically low achieving; create new professional opportunities for teachers; and provide parents and pupils with expanded choices in education and following the directive of law to encourage the creation of Charter Schools.

The Petitioners are eager to work independently, yet cooperatively, with the charter authorizer on this new model of education. To this end, the Petitioners pledge to work cooperatively with the charter authorizer to answer any concerns over this document and to present the charter authorizer with the strongest possible proposal for approval of the charter. Renewal of the charter shall be governed by the standards and criteria in Education Code Section 47605 and Education 47607 as applicable.

Appendix A. Teacher Signatures for the Petition

[NOTE: THIS IS PROVIDED FOR INFORMATIONAL PURPOSES ONLY. THE ACTUAL SIGNATURES AND CERTIFICATION WERE PROVIDED WITH THE SUBMITTED COPIES.]

I, the undersigned, have been provided with a copy of the attached charter, and hereby indicate that I am “meaningfully interested” in working at the K12 Academy.

I represent that I will be qualified to be employed at the School in terms of the certification required to work at a California charter school.

I understand that I may be contacted to verify that I was “meaningfully interested” at the time of my signature. I also understand that this signature does not indicate that the School intends to hire me nor does it bind me to accept work at the School.

Finally, I authorize the petitioners to update the charter and make any changes necessary to clarify the program and/or obtain approval.

Signature	Name	Phone	Date
1.			
2.			
3.			
4.			
5.			
6.			
7.			
8.			
9.			
10.			

I, Mark Kushner, lead petitioner, hereby certify that this charter petition has the required number of teacher signatures, exceeding more than half of the number of teachers projected to be working at the school during the first year of school operation.

Mark Kushner, Lead Petitioner
On Behalf of Flex Public Schools

Date

SUPPLEMENTAL DOCUMENTS

FOR THE K12 ACADEMY SAN FRANCISCO CHARTER PETITION

Submitted to the
San Francisco Unified Board of Education for Approval

On November 30, 2009

By

FLEX PUBLIC SCHOOLS

(A California Public Benefit Nonprofit Corporation)

NOTE:

THESE SUPPLEMENTAL DOCUMENTS ARE FOR INFORMATIONAL PURPOSES ONLY AND ARE SUBJECT TO CHANGE AND UPDATING WHEN NEEDED.

A CHANGE TO THESE MATERIALS IS NOT A MATERIAL CHANGE TO THE CHARTER.

THE SCHOOL WILL PROVIDE THE CHARTER AUTHORIZER WITH ANY UPDATES IF REQUESTED.

SUPPLEMENTAL DOCUMENTS

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SUPPLEMENTAL DOCUMENT # 1

FLEX PUBLIC SCHOOLS'S BOARD OF TRUSTEES

(In alphabetical order)

**Scott Donahue,
Entrepreneur and Board Member, Flex Public Schools**

Scott Donohue is an entrepreneur who has founded several companies in the telecommunications industry. He is currently the CEO of Coloma Broadcasting, LLC which owns FM radio stations in California's Central Valley.

In addition, Scott is on the Board of the San Francisco Friends School where he co-chairs a \$20 million capital campaign. He also serves as Chairman of the local Board of Year Up San Francisco Bay Area, a successful workforce development and education program for at-risk young adults.

Scott graduated from Wesleyan University with a BA in English. He lives in San Francisco with his wife Amory and two sons.

**Andrew K. Gordon, Esq.,
Partner, Duane Morris and
Board Member/Secretary, Flex Public Schools**

Mr. Gordon is a partner at Duane Morris LLP, one of country's leading law firms, with four offices in California and a total of over 700 lawyers throughout the country. Specializing in the areas of commercial and insurance litigation, environmental law and labor and employment law with a focus on complex multi-party trials, he has been one of the lead trial counsel in a number of significant complex insurance coverage matters in several western states and has been lead defense counsel in many other coverage cases which have resulted in favorable settlements prior to trial.

His commercial litigation experience includes director and officer liability, unfair competition claims, unfair lending practices, misappropriation of trade secrets, partnership disputes, obtaining and enforcing judgments against foreign entities, real estate nondisclosures and various other business torts. He counsels employers on employment issues and has litigated cases involving discrimination, disability and harassment issues, wrongful termination, trade secret violations, and wage and hour disputes.

Mr. Gordon is listed in *Chambers USA: America's Leading Lawyers for Business*, 2006-2009 editions, and has been named as one of California's Super Lawyers through a peer review process. He earned his BA at Amherst College and a J.D. at the University of San Francisco School of Law. He has been a Board member of Big Brothers/Big Sisters of Marin; President of Mill Valley Tennis Club; President of Bear Creek Association; and a Board member of the Giants Community Fund. He is married and lives in the San Francisco Bay Area with his wife and two children who have attended local public schools.

Mark Kushner

Board Member, Flex Public Schools

Mark is one of the country's leading charter experts as a charter school founder, state charter commissioner, and instructor on charter schools at Stanford University.

In 1995, he founded and led Leadership High School in San Francisco, one of the pioneering charter high schools dedicated to equity and excellence. In 2001, Mark next founded, and led as CEO, Leadership Public Schools ("LPS"), a prominent charter management organization dedicated to serving low-income students in California. LPS is now ably led by the former chief academic officer of Oakland Unified School District and Mark still serves on LPS's board. LPS operates schools in Richmond, Oakland, Hayward and San Jose. In 2008, Mark joined K12, Inc., the country's leading provider of online courses.

A former high school English teacher, coach, principal, and attorney, he founded and has served as a member of the California Advisory Commission on Charter Schools since 2001, which advises the California State Board of Education on all charter matters. Since 2006, he has also taught a course on School Choice and Charter Schools at Stanford University's Graduate School of Business and School of Education. Selected education honors include the Harvard Club of San Francisco's Secondary School Educator of the Year, and the Hart Vision Award for School Site Administrator, the highest award given to charter school educators in California.

Finally, Mark also serves as a trustee of San Francisco University High School and the Town School for Boys. Mr. Kushner earned a B.A. from Wesleyan University, and completed graduate work in literature, law and educational administration at The Centre for Medieval and Renaissance Studies, Oxford, University of San Francisco (J.D.), and Harvard University (Ed.M.). He is married to Dr. Mimi Winsberg and has two children.

David Lichtman, Chief Credit Officer, First Republic Bank, and Board Member/Treasurer, Flex Public Schools

David B. Lichtman is Executive Vice President and Chief Credit Officer, of First Republic Bank, a NYSE publicly traded company with over billions of dollars in assets. Mr. Lichtman has held the Senior Credit Officer position since 1995 and has held positions in all phases of lending operations since he joined the Bank in 1986.

He was previously one of the founding board members and treasurer of Leadership High School in San Francisco, one of the country's pioneering charter high schools. David earned his B.A. from Vassar College and his M.B.A from the Haas School of Business at the University of California, Berkeley. He lives in San Francisco with his wife and child.

**Catherine Walcott,
Director of Strategic Initiatives at West Ed,
and Board Member, Flex Public Schools**

Catherine Walcott is WestEd's Director of Strategic Initiatives, and works with federal, state, and district policymakers to address educational challenges through evidence-based approaches. West Ed is a federally-funded regional think tank focused on education.

Walcott directs WestEd's Fast Response Applied R&D Unit, which focuses on getting evidence-based information and unbiased analyses about current education issues and trends to policymakers and practitioners served by the Regional Educational Laboratory West and nationally. As a result of Walcott's leadership, the regional lab has published dozens of studies that help inform regional policymakers about pressing educational issues such as district improvement, teacher demand, postsecondary access, and re-enrolling dropouts. The lab has also hosted numerous events to bridge research, practice, and policy on a host of topics in the western region.

She also serves as the agency liaison to the state of California, functioning as a key point of contact with the California State Board of Education, the California Department of Education, and other state agencies.

Prior to joining WestEd, Walcott was a Senior Policy Advisor for the U.S. Department of Education, where she developed legislative proposals and policy guidelines related to school reform, particularly standards and assessment issues. She provided leadership on issues such as policy guidance for state reform plans, guidance for the development of state assessment systems, and peer reviews of numerous types of state plans (e.g., plans for standards-based improvement, assessment systems, technology plans).

Walcott also serves as an advisor to the *No Child Left Behind Alert* newsletter and is a board member of Partners in School Innovation and the Russian Hill Preschool. She received a BA in psychology from Stanford University and an MA in public policy from Harvard University. She is married with two children, and lives in San Francisco.

SUPPLEMENTAL DOCUMENT # 2

FLEX PUBLIC SCHOOL'S ADVISORS, SUPPORTERS AND PARTNERS

Mike Kirst, Emeritus Professor Stanford University and Former President, California State Board of Education

Michael W. Kirst is Professor Emeritus of Education and Business Administration at Stanford University. Professor Kirst was a member of the California State Board of Education (1975/1982) and its president from 1977 to 1981.

Dr. Kirst received his bachelor's degree in economics from Dartmouth College, his M.P.A. in government and economics from Harvard University, and his Ph.D. in political economy and government from Harvard.

Before joining the Stanford University faculty, Dr. Kirst held several positions with the federal government, including Staff Director of the U.S. Senate Subcommittee on Manpower, Employment and Poverty, and Director of Program Planning and Evaluation for the Bureau of Elementary and Secondary Education in the U.S. Office of Education (now the U.S. Department of Education). He was a Budget Examiner in the Federal office of Budget and Management, and Associate Director of the White House Fellows. He was a program analyst for the Title I ESEA Program at its inception in 1965.

Dr. Kirst is active in several professional organizations. He was a fellow at the Center for Advanced Study in Behavioral Sciences. He has been a member of the National Academy of Education since 1979. He was Vice President of the American Educational Research Association and a commissioner of the Education Commission of the States. Kirst co-founded Policy Analysis for California Education (PACE).

A prolific writer, Dr. Kirst has authored ten books, including *The Political Dynamics of American Education* (2005). As a policy generalist, Professor Kirst has published articles on school finance politics, curriculum politics, intergovernmental relations, as well as education reform policies. His recent book, *From High School to College* (2004), concerns improving student preparation for success in postsecondary education.

Eric Premack

Director, Charter Schools Development Center

Eric Premack is widely regarded as the country's premier charter school expert, particularly known for his expertise in education, finance, management, and labor relations issues and his in-depth grasp of the practical details of charter school operation and charter school legislation.

Prior to founding and being the Director of the Charter Schools Development Center (CSDC), Premack has been involved with the development of the charter school concept since its inception in his native Minnesota in the 1980s. He is a frequent speaker at state and national education conferences and charter school groups, advises state and national-

level policymakers, provides extensive consulting services to charter school developers and grantors, and served as staff to the U.S. Department of Education-sponsored National Study of Charter Schools. Premack served on the California State Superintendent's Charter School Advisory Committee, was an Advisor to the board of the California Network of Educational Charters (CANEC), and serves on the board of the East Bay Conservation Corps and St. Hope Corporation, both of which operate charter schools in northern California. He was awarded the Hart Vision Award for outstanding service to the charter school movement in California by CANEC.

Prior to joining CSDC, Premack was the Associate Director of Fiscal and Management Services with School Services of California, Inc. where he provided fiscal, labor relations, and management consulting services for dozens of California school districts and county offices of education. Previously, he was a K-12 education policy and finance analyst with California's non-partisan Office of the Legislative Analyst where he advised the Legislature on major K-12 education fiscal issues. He is a graduate of both the College and the Harris Graduate School of Public Policy (MA with a concentration in education policy) of the University of Chicago.

Nick Driver
Vice President, School Development and Outreach,
California Charter School Association

As the Vice President of School Development and Outreach for the Northern California Region Mr. Driver provides an array of services for existing charter schools and supports charter developers who are interested in opening up new charter schools in the Bay Area and Northern California coastal regions.

He earned a Bachelor's Degree in Asian Studies at the University of California at Berkeley. He brings a diverse background in journalism, international affairs, and education activism to his charter school work. In his role as General Manager he has visited more than 200 schools in 20 counties statewide. His local advocacy and support for charters has led to the creation of more than 100 new charter public schools during his tenure, while supporting existing charter schools to grow stronger and to focus on increasing student achievement. Nick continues to be involved in local education reform efforts.

He is the Vice-Chair of San Francisco Unified Board of Education's Parent Advisory Council, and assisted PAC becoming voting members of the SF Board of Education. Nick lends his expertise to local educational boards, serving on San Francisco's Alvarado Elementary School Site Council and the University of San Francisco's Center for the Pacific Rim. While with the Committee to Repair Our Schools, Nick coordinated fundraising and community involvement campaigns for local school bond campaigns. Nick worked as a journalist for the Los Angeles Times, the San Francisco Examiner, and United Press International. Nick's first hand entrepreneurship allowed him to run two enterprises that focus on international research and analysis.

**Paul Minney, Esq.,
Partner, Spector, Middleton, Young and Minney**

The School receives legal services from Spector, Middleton, Young & Minney, LLP (“SMYM”). SMYM has ten attorneys who dedicate their practice exclusively to charter school law. The firm’s attorneys provide legal counsel to over 350 charter schools as well as businesses and organizations providing support services to charter schools within the state. The School’s lead counsel, Paul Minney, has been involved in the charter school development process since the adoption of the Charter Schools Act in 1992. Lisa Corr is a special education charter expert, among other things.

**Stan Cohn
Partner, GVA Kidder**

Mr. Cohn is a Partner with GVA Kidder Mathews. He served as a managing principal of GVA Whitney Cressman since joining in 1997. Since 1978, he has been directly involved in over \$2 billion of investment and lease transactions on behalf of a wide range of clients, including Lincoln Property Company, Grosvenor International, Taylor Woodrow, the Hahn Company, BetaWest, Saks Fifth Avenue, Macy’s, and others.

Prior to joining GVA Kidder Mathews, Mr. Cohn served as director, Cushman & Wakefield’s Retail and Financial Services Groups. Mr. Cohn joined Cushman & Wakefield in 1986 and directed the firm’s retail capability in Northern California. Prior to that time, he was the senior member of Coldwell Banker’s Retail Group in San Francisco. He has been honored as one of the top 15 commercial brokers in Northern California by the *California Real Estate Journal*, and is a member of various real estate organizations, including the International Council of Shopping Centers and the Urban Land Institute.

For almost 30 years, he has specialized in assisting many of his clients implement their real estate strategies involving different product types in various markets. Major assignments have been completed with the Port of San Francisco, The Empire Group, Mitsubishi Trust and Banking, Saks Fifth Avenue, Gump’s and Zara.

He received his BA from University of California, Berkeley and his MS in Business (Sloan Fellowship) from Stanford University, Graduate School of Business. He lives with his wife and children in the San Francisco Bay Area.

**Sean St. Denis
Leadership High School Founding Class Member and Graduate, 2001**

Sean St. Denny was born and raised in San Francisco where he enrolled in 1997 as a freshman in the inaugural class of Leadership High School. He was drawn to the school by its fresh approach to education, its beautiful downtown location, and by his pioneering spirit. He was an active member of the Leadership community as a co-founder of multiple clubs, a student teacher, tutor, and a captain of the soccer team. After graduating from Leadership he went on to attend Johns Hopkins University where he studied Biomedical Engineering. He currently runs a family business in San Francisco.

K12 INC. A CURRICULUM AND EDUCATION SERVICES PROVIDER AND PARTNER

After an examination of the online courses, learning management systems, online assessments and online course school management available, Flex Public Schools is pleased, as an independent entity, to consider contracting with K12, Inc., the country's largest online provider of online courses, for management and educational services. K12 is widely regarded as having finest online curriculum available. They have unparalleled expertise in managing charter schools, and providing learning management systems to track course offerings, student progress, and student information, among other things. Their courses are aligned to the California state standards. They already have valid and reliable embedded lesson, unit and semester assessments.

With K12 as a contracted provider and partner, the School can benefit the community and its students by providing a powerful new educational model, one that combines the best of online education with the best of brick and mortar schools. It is intended that K12 will handle much of the online component, their area of expertise, while Flex Public Schools will handle the brick and mortar components, an area of our expertise.

As an independent entity, Flex Public Schools can choose any provider, now and in the future. We will make sure all contracted services and prices are appropriate and represent a fair-market value. Flex Public Schools will monitor and ensure that K12 does what they say they will do, for the good of the School and its students.

Note too, as explained in more detail in the Charter, that Flex Public Schools' mission also includes a directive to help school districts and others replicate this innovative educational model. In effect, Flex Public School aims to be a Research and Development partner for districts and charter authorizers, something charters schools were meant to do but rarely had the time, interest or capacity to do. With K12 as a contracted provider and partner, Flex Public Schools has even more capacity to serve the community, districts, and charter authorizers in this beneficial way.

SUPPLEMENTAL DOCUMENT # 3

Andrew H. Tisch

Andrew H. Tisch, K¹² board chairman, is chairman of the Executive Committee of Loews Corporation and he serves on the boards of directors of Bulova Corporation, Canary Wharf Group PLC, and Zale Corporation. He is also involved in other organizations—he is chairman of the Children's Hearing Institute; president-elect of the City Parks Foundation; member of the Visiting Committee, Harvard Business School; member of the Executive Committee and trustee, Wildlife Conservation Society; member of the Executive Committee and trustee, PENCIL, Inc.; member of the Dean's Council, Cornell University, Hotel Administration program; and a member of the Executive Committee, New York City Police Foundation. Mr. Tisch holds a B.S. from Cornell University and an M.B.A. from Harvard University.

Ron Packard

Ron Packard is founder and CEO of K¹², a vice president of Knowledge Universe, and a senior executive officer of Knowledge Schools, which provides high-quality childhood education in community and employer-sponsored centers, and invests in, incubates, and operates several charter school companies. Previously, Mr. Packard worked for McKinsey & Company as well as for Goldman Sachs in mergers and acquisitions. Mr. Packard holds a B.A. in Economics and Mechanical Engineering (with honors) from the University of California at Berkeley. As a Hughes scholar, he spent his undergraduate summers writing an image-processing language. He holds an M.B.A. (with honors) from the University of Chicago and he is a chartered financial analyst.

Steven B. Fink

Steven B. Fink, in addition to serving as a director of K¹², currently serves as the board Chairman of Leapfrog, Inc. Mr. Fink has been the chief executive officer of Lawrence Investments, LLC, a technology and biotechnology private equity investment firm that is controlled by Lawrence J. Ellison, since May 2000. Mr. Fink also serves as a vice chairman of Knowledge Universe (now renamed Krest LLC), a private company focused on building leading companies in areas relating to education, technology and career management and the improvement of individual and corporate performance, a position he has held since 1996. From 1981 to 1986, Mr. Fink served as chief executive officer and chairman of the board of directors of Anthony Manufacturing Company, a specialty glass and conductive coatings manufacturer. He currently serves as vice chairman of Heron International, a European real estate development company, and as non-executive chairman of the board of Spring Group

PLC, an information technology services company in the United Kingdom. Mr. Fink is a director of Nextera Enterprises, a former provider of economic consulting services that has sold its operating businesses, Nobel Learning Communities, Inc. (a non-sectarian, for-profit provider of education and educational services for the pre-elementary through twelfth grade market) and C-COR Incorporated (a provider of operations support software and technical services). He also serves on the boards of directors of privately held companies. Mr. Fink has a B.S. from the University of California, Los Angeles and a J.D. and an L.L.M. from New York University.

Thomas Wilford

Thomas Wilford is president and director of Alscott, Inc., a Boise-based firm that deals in real estate and other investments. He also is chief executive officer and a director of the J.A. and Kathryn Albertson Foundation. Prior to joining Alscott, Mr. Wilford acted as office managing partner for Ernst & Young in Alaska and for Ernst & Whinney's Audit, Tax, and Consulting division in Idaho, where he was also tax manager. Previously, Mr. Wilford was a tax partner with Watson, Wilford and Spackman, and acted as a data processing management consultant and an auditor for Ernst & Ernst in Chicago. A retired U.S. Air Force officer, Mr. Wilford holds bachelor's and master's degrees in business from the University of Minnesota, as well as certificates from the Effective Executive and Management in the Business Sector programs at the Wharton Business School.

Guillermo Bron

Guillermo Bron has served as Chairman of the Board and a director of United Pan Am Financial Corp. (UPFC) since April 1994, and as a director of Pan American Bank, FSB, a federally chartered savings association and former wholly owned subsidiary of UPFC, from 1994 until its dissolution in February 2005. Mr. Bron is a Managing Director of Acon Funds Management LLC, a private equity firm, and the Managing Member of PAFGP, LLC, the sole general partner of Pan American Financial, L.P. From 2000 to 2002, Mr. Bron was a director of Telemundo Group, Inc. Mr. Bron founded UPFC and organized a Hispanic investor group that acquired certain assets and assumed certain liabilities of the Bank's predecessor from the Resolution Trust Corporation in April 1994. From 1994 to 2003, Mr. Bron was an officer, director and principal stockholder of a general partner of Bastion Capital Fund, L.P., and a private equity investment fund primarily focused on the Hispanic Market. Previously, Mr. Bron was a Managing Director of Corporate Finance and Mergers and Acquisitions at Drexel Burnham Lambert. Mr. Bron holds a B.S. in Electrical Engineering and Management from Massachusetts Institute of Technology and an M.B.A. from Harvard University.

Dr. Mary Futrell

Dr. Mary Futrell is an accomplished leader in the field of education and has committed herself throughout her career to children, public education, and the profession of teaching. She is best known for serving six years as president of the National Education Association from 1983-1989. Ms. Futrell received a Bachelor of Arts degree in business education from Virginia State University and obtained a Master of Arts from the George Washington University. After teaching and holding various administrative positions in different secondary schools, Ms. Futrell joined the faculty at the George Washington University, while earning her

Ph.D. in education policy studies. In 1995 she was promoted to dean of the Graduate School of Education and Human Development. She is currently the director of the George Washington Institute for Curriculum Standards and Technology and the founding president of the World Confederation of the Teaching Profession. Formerly, she served as president of the Virginia Education Association, Education International, and ERAmerica. She has also served on the boards of the Kettering Foundation and the Carnegie Foundation for the Advancement of Teaching Leadership, and on the editorial board of Phi Delta Kappa. She has published articles in a number of scholarly journals, such as Education Record, Foreign Language Annals, and Education Administration Quarterly. She is also the recipient of numerous honors and awards, including more than twenty honorary degrees.

Jane M. Swift

Jane M. Swift joined us a director in August 2008. Ms. Swift served as Governor of the Commonwealth of Massachusetts from 2001 to 2003 after having served as Lieutenant Governor and as a member of the Massachusetts State Senate. Ms. Swift currently serves as an education advisor and principal of WNP Consulting, LLC, an organization that she also founded. Prior to WNP Consulting, Ms. Swift served as a general partner at Arcadia Partners L.P., a venture capital firm focused exclusively on the for-profit education industry. Ms. Swift has served as a director of Suburban Propane Partners L.P. since 2007 and she previously served as a director of Wellcare Health Plans, Inc. from 2004 to 2006. Ms. Swift holds a B.A. in American Studies from Trinity College. She has also held fellowships at Harvard University's John F. Kennedy School of Government and Williams College and she has received six honorary doctorates and numerous awards.

Nate Davis

Nate Davis joined the K12 Inc. Board of Directors in July 2009. Previously, Mr. Davis was Chief Executive Officer and President of XM Satellite Radio. He also served on the XM Board from 1999 through 2008. He is currently managing director of RANND Advisory Group in Oakton, Virginia. From 2000 - 2003, Mr. Davis was President and Chief Operating Officer, and Board Member of XO Communications Inc. Mr. Davis has also held senior executive positions at Nextel Communications (EVP, Network and Technical Service), MCI Telecommunications (CFO), and MCImetro (President and COO). Mr. Davis has previously served on the Board of several public and private firms including Capital Management Corporation, Charter Communications, and Telica Switching. Mr. Davis received an MBA from the Wharton School of the University of Pennsylvania, a Masters in Engineering Computer Science at the Moore School of the University of Pennsylvania, and a Bachelors of Engineering from Stevens Institute of Technology.

SUPPLEMENTAL DOCUMENT # 4

K12'S EDUCATION ADVISORY COMMITTEE

(In alphabetical order)

Thomas C. Boysen, Ed.D. Senior Vice President, K12 Inc and a former Kentucky Commissioner of Education, Los Angeles COO, SVP of the Milken Family Foundation, a school superintendent in three states and a high school teacher in Kenya. (Chair)

Barbara Byrd-Bennett, Ed.D. Executive -In-Residence at Cleveland State University, former CEO of the Cleveland Municipal School District, former Supervising Superintendent for the Chancellor's District in New York City and the former Superintendent for the Crown Heights/Flatbush School District in New York City.

Benjamin Canada, Ph.D., is an Associate Executive Director, Texas Association of School Boards and formerly school superintendent in Portland, Atlanta and Jackson, MS and Past President of the American Association of School Administrators (AASA).

Jo Lynne DeMary, Ed.D. Professor of Education and Director of Center for School Improvement, Virginia Commonwealth University and former VA State Superintendent.

David Driscoll, Ed.D. Education Consultant and former President of the Council of Chief State School Officers (CCSSO) and former MA Commissioner of Education and school district superintendent. Dr. Driscoll currently serves on the board of the National Assessment Governing Board (NAGB).

Chester Finn, Ed.D. President, Fordham Foundation and former Asst Secretary for USDO Office of Education and Research.

Charles Fowler Ed.D. Executive Director Suburban School Superintendents, formerly Nassau County BOCES Superintendent, a Florida County Superintendent and Fairfield, CT.

Mary Futrell, Ed.D. Dean, Graduate School of Education and Human Development, George Washington University. Formerly President of the National Education Association (NEA), President of Education International (EI), President of the Virginia Teachers Association and a classroom teacher for many years.

Michael Kirst, Ph.D. Professor Emeritus of Education and Business, Stanford University and a former President of the CA Board of education.

Eliot Levinson, Ph.D. CEO and founder of the BLE Group, an educational technology consulting firm that provides planning, marketing and implementation services to the education industry and school systems, has served as a teacher and school and district administrator, a senior scientist at the Rand Corporation and an adjunct faculty member at MIT and Harvard.

William Librera, Ed.D. Professor, Rutgers University and former New Jersey Commissioner of Education and school district superintendent.

Dale Mann, Ph.D. President, Interactive Inc and Professor Emeritus, Columbia University Teachers College and School for International and Public Affairs.

Thomas Payzant, Ed.D. Professor, Harvard Graduate School of Education and formerly Superintendent of Boston Schools, Assistant Secretary for Elementary and Secondary Education and Superintendent of San Diego City Schools and Oklahoma City Schools.

Betty Rosa, Ed.D., an education consultant, is formerly Superintendent of New York City Community School District #8 and before that a teacher of bilingual and special education and an assistant principal and principal in the City Schools. She serves on key corporate and not-for-profit advisory boards including the Alumni Council of the Harvard Graduate School of Education from which she has her doctorate.

Robert Spillane, Ph.D. Joined the CAN Corporation March 1, 2006 as Vice President and Director of the Center for Education. He was Superintendent of Schools in Fairfax County, Virginia; Boston, Massachusetts; New Rochelle, New York; and Glassboro, New Jersey. He was the New York State Deputy Commissioner of Education for four years, and he has taught and lectured at several universities, including Columbia University, Harvard University, Fordham University, and New York University.

Bernice Stafford, M.A. Principal Consultant, Center for Interactive Learning and Collaboration (CILC), formerly Vice President of School Strategies and Evaluation, PLATO Learning, and Co-Founder and Senior Executive, Lightspan, Inc.

Note: The professional affiliations of the K12 Education Advisory Committee members are shown to identify the individuals, and do not necessarily imply the support of their organization.

SUPPLEMENTAL DOCUMENT # 5

DRAFT

SUSPENSION AND EXPULSION POLICY AND PROCEDURES

This Pupil Suspension and Expulsion Policy has been established in order to promote learning and protect the safety and well being of all students at the K12 Academy San Francisco ("School"). When the policy is violated, it may be necessary to suspend or expel a student from regular classroom instruction. This policy and procedures has been prepared to provide due process to all students. The list of offenses and procedures provide adequate safety for students, staff, and visitors to the school and serves the best interests of the school's pupils and their parents/guardians.

Staff shall enforce disciplinary rules and procedures fairly and consistently among all students. This Policy and its Procedures will clearly describe discipline expectations, and it will be printed and distributed as part of the Student/Parent Handbook which is provided to each student at the beginning of the school year.

The School's administration shall ensure that students and their parents/guardians are notified in writing upon enrollment of all discipline policies and procedures. The notice shall state that these Policy and Procedures are available on request at the Head of School's office.

Discipline includes but is not limited to advising and counseling students, conferring with parents/guardians, detention during and after school hours, use of alternative educational environments, suspension and expulsion. Suspended or expelled students shall be excluded from all school and school-related activities unless otherwise agreed during the period of suspension or expulsion.

The School does not have the authority to expel students from the school district where the school is located or where the student lives. Expulsion from the appropriate school district will be pursuant to school district policies and procedures. Accordingly, the terms suspension and expulsion used in these policies only refers to suspension from the K12 Academy, not necessarily any school district.

Corporal punishment shall not be used as a disciplinary measure against any student. Corporal punishment includes the willful infliction of or willfully causing the infliction of physical pain on a student. For purposes of the Policy, corporal punishment does not include an employee's use of force that is reasonable and necessary to protect the employee, students, staff or other persons or to prevent damage to school property.

A student identified as an individual with disabilities or for whom the School has a basis of knowledge of a suspected disability pursuant to the Individuals with Disabilities Education Improvement Act of 2004 ("IDEIA") or who is qualified for services under Section 504 of the Rehabilitation Act of 1973 ("Section 504") is subject to the same grounds for suspension and expulsion and is accorded the same due process procedures applicable to regular education students except when federal and state law mandates additional or different procedures. The School will follow all applicable federal and state laws when

imposing any form of discipline on a student identified as an individual with disabilities or for whom the School has a basis of knowledge of a suspected disability or who is otherwise qualified for such services or protections in according due process to such students.

A. Grounds for Suspension and Expulsion of Students

A student may be suspended or expelled for prohibited misconduct if the act is related to school activity or school attendance occurring at the School or at any other school or a School sponsored event, occurring at anytime including but not limited to: a) while on school grounds; b) while going to or coming from school; c) during the lunch period, whether on or off the school campus; d) during, going to, or coming from a school-sponsored activity.

B. Suspension Offenses

1. Discretionary Suspension Offenses. Students may be suspended for any of the following acts when it is determined the pupil:

- a) Caused, attempted to cause, or threatened to cause physical injury to another person.
- b) Willfully used force of violence upon the person of another, except self-defense.
- c) Unlawfully possessed, used, sold or otherwise furnished, or was under the influence of any controlled substance, as defined in Health and Safety Code 11053-11058, alcoholic beverage, or intoxicant of any kind.
- d) Unlawfully offered, arranged, or negotiated to sell any controlled substance as defined in Health and Safety Code 11053-11058, alcoholic beverage or intoxicant of any kind, and then sold, delivered or otherwise furnished to any person another liquid substance or material and represented same as controlled substance, alcoholic beverage or intoxicant.
- e) Committed or attempted to commit robbery or extortion.
- f) Caused or attempted to cause damage to school property or private property.
- g) Stole or attempted to steal school property or private property.
- h) Possessed or used tobacco or products containing tobacco or nicotine products, including but not limited to cigars, cigarettes, miniature cigars, clove cigarettes, smokeless tobacco, snuff, chew packets and betel. This section does not prohibit the use of his or her own prescription products by a pupil.
- i) Committed an obscene act or engaged in habitual profanity or vulgarity.

- j) Unlawfully possessed or unlawfully offered, arranged, or negotiated to sell any drug paraphernalia, as defined in Health and Safety Code 11014.5.
- k) Disrupted school activities or otherwise willfully defied the valid authority of supervisors, teachers, administrators, other school officials, or other school personnel engaged in the performance of their duties.
- l) Knowingly received stolen school property or private property.
- m) Possessed an imitation firearm, i.e.: a replica of a firearm that is so substantially similar in physical properties to an existing firearm as to lead a reasonable person to conclude that the replica is a firearm.
- n) Committed or attempted to commit a sexual assault as defined in Penal code 261, 266c, 286, 288, 288a or 289, or committed a sexual battery as defined in Penal Code 243.4.
- o) Harassed, threatened, or intimidated a student who is a complaining witness or witness in a school disciplinary proceeding for the purpose of preventing that student from being a witness and/or retaliating against that student for being a witness.
- p) Unlawfully offered, arranged to sell, negotiated to sell, or sold the prescription drug Soma.
- q) Engaged in, or attempted to engage in hazing. For the purposes of this subdivision, "hazing" means a method of initiation or preinitiation into a pupil organization or body, whether or not the organization or body is officially recognized by an educational institution, which is likely to cause serious bodily injury or personal degradation or disgrace resulting in physical or mental harm to a former, current, or prospective pupil. For purposes of this section, "hazing" does not include athletic events or school-sanctioned events.
- r) Made terrorist threats against school officials and/or school property. For purposes of this section, "terroristic threat" shall include any statement, whether written or oral, by a person who willfully threatens to commit a crime which will result in death, great bodily injury to another person, or property damage in excess of one thousand dollars (\$1,000), with the specific intent that the statement is to be taken as a threat, even if there is no intent of actually carrying it out, which, on its face and under the circumstances in which it is made, is so unequivocal, unconditional, immediate, and specific as to convey to the person threatened, a gravity of purpose and an immediate prospect of execution of the threat, and thereby causes that person reasonably to be in sustained fear for his or her own safety or for his or her immediate family's safety, or for the protection of school property, or the personal property of the person threatened or his or her immediate family.

- s) Committed sexual harassment, as defined in Education Code Section 212.5. For the purposes of this section, the conduct described in Section 212.5 must be considered by a reasonable person of the same gender as the victim to be sufficiently severe or pervasive to have a negative impact upon the individual's academic performance or to create an intimidating, hostile, or offensive educational environment. This section shall apply to pupils in any of grades 4 to 12, inclusive.
- t) Caused, attempted to cause, threaten to cause or participated in an act of hate violence, as defined in subdivision (e) of Section 233 of the Education Code. This section shall apply to pupils in any of grades 4 to 12, inclusive.
- u) Intentionally harassed, threatened or intimidated a student or group of students to the extent of having the actual and reasonably expected effect of materially disrupting class work, creating substantial disorder and invading student rights by creating an intimidating or hostile educational environment. This section shall apply to pupils in any of grades 4 to 12, inclusive.
- v) Engaged in an act of bullying, including, but not limited to, bullying committed by means of an electronic act, as defined in subdivisions (f) and (g) of Section 32261 of the Education Code , directed specifically toward a pupil or school personnel.
- w) A pupil who aids or abets, as defined in Section 31 of the Penal Code, the infliction or attempted infliction of physical injury to another person may be subject to suspension, but not expulsion, except that a pupil who has been adjudged by a juvenile court to have committed, as an aider and abettor, a crime of physical violence in which the victim suffered great bodily injury or serious bodily injury shall be subject to discipline pursuant to subdivision (1).

2. Non- Discretionary Suspension Offenses: Students must be suspended and recommended for expulsion for any of the following acts when it is determined the pupil:

- a) Possessed, sold, or otherwise furnished any firearm, knife, explosive, or other dangerous object unless, in the case of possession of any object of this type, the students had obtained written permission to possess the item from a certificated school employee, with the Head of School or designee's concurrence.

C. Suspension Procedure

Suspensions shall be initiated according to the following procedures:

1. Conference

Suspension shall be preceded, if possible, by a conference conducted by the Head of School or the Head of School's designee with the student and his or her parent and, whenever practical, the teacher, supervisor or school employee who referred the student to the Head of School. The conference may be omitted if the Head of School or designee determines that an emergency situation exists. An "emergency situation" involves a clear and present danger to the lives, safety or health of students or school personnel. If a student is suspended without this conference, both the parent/guardian and student shall be notified of the student's right to return to school for the purpose of a conference.

At the conference, the pupil shall be informed of the reason for the disciplinary action and the evidence against him or her and shall be given the opportunity to present his or her version and evidence in his or her defense.

This conference shall be held within two school days, unless the pupil waives this right or is physically unable to attend for any reason including, but not limited to, incarceration or hospitalization.

No penalties may be imposed on a pupil for failure of the pupil's parent or guardian to attend a conference with school officials. Reinstatement of the suspended pupil shall not be contingent upon attendance by the pupil's parent or guardian at the conference.

2. Notice to Parents/Guardians

At the time of suspension, the Head of School or designee shall make a reasonable effort to contact the parent/guardian by telephone or in person. Whenever a student is suspended, the parent/guardian shall be notified in writing of the suspension and the date of return following suspension. This notice shall state the specific offense committed by the student. In addition, the notice may also state the date and time when the student may return to school. If school officials wish to ask the parent/guardian to confer regarding matters pertinent to the suspension, the notice may request that the parent/guardian respond to such requests without delay.

3. Suspension Time Limits/Recommendation for Expulsion

Suspensions, when not including a recommendation for expulsion, shall not exceed five (5) consecutive school days per suspension.

Upon a recommendation of Expulsion by the Head of School or Head of School's designee, the pupil and the pupil's guardian or representative will be invited to a conference to determine if the suspension for the pupil should be extended pending an expulsion hearing. This determination will be made by the Head of School or designee upon either of the following determinations: 1) the pupil's presence will be disruptive to the education process; or 2) the pupil poses a threat or danger to others. Upon either determination, the pupil's suspension will be extended pending the results of an expulsion hearing.

D. Expellable Offenses

1. Discretionary Expellable Offenses: Students may be expelled for any of the following acts when it is determined the pupil:

- a) Caused, attempted to cause, or threatened to cause physical injury to another person.
- b) Willfully used force of violence upon the person of another, except self-defense.
- c) Unlawfully possessed, used, sold or otherwise furnished, or was under the influence of any controlled substance, as defined in Health and Safety Code 11053-11058, alcoholic beverage, or intoxicant of any kind.
- d) Unlawfully offered, arranged, or negotiated to sell any controlled substance as defined in Health and Safety Code 11053-11058, alcoholic beverage or intoxicant of any kind, and then sold, delivered or otherwise furnished to any person another liquid substance or material and represented same as controlled substance, alcoholic beverage or intoxicant.
- e) Committed or attempted to commit robbery or extortion.
- f) Caused or attempted to cause damage to school property or private property.
- g) Stole or attempted to steal school property or private property.
- h) Possessed or used tobacco or products containing tobacco or nicotine products, including but not limited to cigars, cigarettes, miniature cigars, clove cigarettes, smokeless tobacco, snuff, chew packets and betel. This section does not prohibit the use of his or her own prescription products by a pupil.
- i) Committed an obscene act or engaged in habitual profanity or vulgarity.
- j) Unlawfully possessed or unlawfully offered, arranged, or negotiated to sell any drug paraphernalia, as defined in Health and Safety Code 11014.5.

- k) Disrupted school activities or otherwise willfully defied the valid authority of supervisors, teachers, administrators, other school officials, or other school personnel engaged in the performance of their duties.
- l) Knowingly received stolen school property or private property.
- m) Possessed an imitation firearm, i.e.: a replica of a firearm that is so substantially similar in physical properties to an existing firearm as to lead a reasonable person to conclude that the replica is a firearm.
- n) Committed or attempted to commit a sexual assault as defined in Penal code 261, 266c, 286, 288, 288a or 289, or committed a sexual battery as defined in Penal Code 243.4.
- o) Harassed, threatened, or intimidated a student who is a complaining witness or witness in a school disciplinary proceeding for the purpose of preventing that student from being a witness and/or retaliating against that student for being a witness.
- p) Unlawfully offered, arranged to sell, negotiated to sell, or sold the prescription drug Soma.
- q) Engaged in, or attempted to engage in hazing. For the purposes of this subdivision, "hazing" means a method of initiation or preinitiation into a pupil organization or body, whether or not the organization or body is officially recognized by an educational institution, which is likely to cause serious bodily injury or personal degradation or disgrace resulting in physical or mental harm to a former, current, or prospective pupil. For purposes of this section, "hazing" does not include athletic events or school-sanctioned events.
- r) Made terrorist threats against school officials and/or school property. For purposes of this section, "terroristic threat" shall include any statement, whether written or oral, by a person who willfully threatens to commit a crime which will result in death, great bodily injury to another person, or property damage in excess of one thousand dollars (\$1,000), with the specific intent that the statement is to be taken as a threat, even if there is no intent of actually carrying it out, which, on its face and under the circumstances in which it is made, is so unequivocal, unconditional, immediate, and specific as to convey to the person threatened, a gravity of purpose and an immediate prospect of execution of the threat, and thereby causes that person reasonably to be in sustained fear for his or her own safety or for his or her immediate family's safety, or for the protection of school property, or the personal property of the person threatened or his or her immediate family.
- s) Committed sexual harassment, as defined in Education Code Section 212.5. For the purposes of this section, the conduct described in Section 212.5 must be considered by a reasonable person of the same gender as the victim to

be sufficiently severe or pervasive to have a negative impact upon the individual's academic performance or to create an intimidating, hostile, or offensive educational environment. This section shall apply to pupils in any of grades 4 to 12, inclusive.

- t) Caused, attempted to cause, threaten to cause or participated in an act of hate violence, as defined in subdivision (e) of Section 233 of the Education Code. This section shall apply to pupils in any of grades 4 to 12, inclusive.
- u) Intentionally harassed, threatened or intimidated a student or group of students to the extent of having the actual and reasonably expected effect of materially disrupting class work, creating substantial disorder and invading student rights by creating an intimidating or hostile educational environment. This section shall apply to pupils in any of grades 4 to 12, inclusive.
- v) Engaged in an act of bullying, including, but not limited to, bullying committed by means of an electronic act, as defined in subdivisions (f) and (g) of Section 32261 of the Education Code , directed specifically toward a pupil or school personnel.
- w) A pupil who aids or abets, as defined in Section 31 of the Penal Code, the infliction or attempted infliction of physical injury to another person may be subject to suspension, but not expulsion, except that a pupil who has been adjudged by a juvenile court to have committed, as an aider and abettor, a crime of physical violence in which the victim suffered great bodily injury or serious bodily injury shall be subject to discipline pursuant to subdivision (1).

2. Non -Discretionary Expellable Offenses: Students must be expelled for any of the following acts when it is determined pursuant to the procedures below that the pupil:

- a) Possessed, sold, or otherwise furnished any firearm, knife, explosive, or other dangerous object unless, in the case of possession of any object of this type, the students had obtained written permission to possess the item from a certificated school employee, with the Head of School or designee's concurrence.

If it is determined by the Governing Board that a student has brought a fire arm or destructive device, as defined in Section 921 of Title 18 of the United States Code, on to campus or to have possessed a firearm or dangerous device on campus, the student shall be expelled for one year, pursuant to the Federal Gun Free Schools Act of 1994.

The term "firearm" means (A) any weapon (including a starter gun) which will or is designed to or may readily be converted to expel a projectile by the action of an explosive; (B) the frame or receiver of any such weapon; (C) any firearm muffler or firearm silencer; or (D) any destructive device. Such term does not include an antique firearm.

The term "destructive device" means (A) any explosive, incendiary, or poison gas, including but not limited to: (i) bomb, (ii) grenade, (iii) rocket having a propellant charge of more than four ounces, (iv) missile having an explosive or incendiary charge of more than one-quarter ounce, (v) mine, or (vi) device similar to any of the devices described in the preceding clauses.

E. Authority to Expel

A student may be expelled either by the Board following a hearing before it or by the Board upon the recommendation of an Administrative Panel to be assigned by the Board as needed. The Administrative Panel should consist of at least three members. The Administrative Panel may recommend expulsion of any student found to have committed an expellable offense.

F. Expulsion Procedures

Students recommended for expulsion are entitled to a hearing to determine whether the student should be expelled. Unless postponed for good cause, the hearing shall be held within thirty (30) school days after the Head of School or designee determines that the Pupil has committed an expellable offense.

In the event an administrative panel hears the case, it will make a recommendation to the Board for a final decision whether to expel. The hearing shall be held in closed session unless the pupil makes a written request for a public hearing three (3) days prior to the hearing.

Written notice of the hearing shall be forwarded to the student and the student's parent/guardian at least ten (10) calendar days before the date of the hearing. Upon mailing the notice, it shall be deemed served upon the pupil. The notice shall include:

1. The date and place of the expulsion hearing;
2. A statement of the specific facts, charges and offenses upon which the proposed expulsion is based;
3. A copy of the School's disciplinary rules which relate to the alleged violation;
4. Notification of the student's or parent/guardian's obligation to provide information about the student's status at the school to any other school district or school to which the student seeks enrollment;
5. The opportunity for the student or the student's parent/guardian to appear in person or to employ and be represented by counsel or a non-attorney advisor;

6. The right to inspect and obtain copies of all documents to be used at the hearing;
7. The opportunity to confront and question all witnesses who testify at the hearing;
8. The opportunity to question all evidence presented and to present oral and documentary evidence on the student's behalf including witnesses.

G. Special Procedures for Expulsion Hearings Involving Sexual Assault or Battery Offenses

The School may, upon a finding of good cause, determine that the disclosure of either the identity of the witness or the testimony of that witness at the hearing, or both, would subject the witness to an unreasonable risk of psychological or physical harm. Upon this determination, the testimony of the witness may be presented at the hearing in the form of sworn declarations which shall be examined only by the School, Panel Chair or the hearing officer in the expulsion. Copies of these sworn declarations, edited to delete the name and identity of the witness, shall be made available to the pupil.

1. The complaining witness in any sexual assault or battery case must be provided with a copy of the applicable disciplinary rules and advised of his/her right to (a) receive five days notice of his/her scheduled testimony, (b) have up to two (2) adult support persons of his/her choosing present in the hearing at the time he/she testifies, which may include a parent, guardian, or legal counsel, and (c) elect to have the hearing closed while testifying.
2. The School must also provide the victim a room separate from the hearing room for the complaining witness' use prior to and during breaks in testimony.
3. At the discretion of the person or panel conducting the hearing, the complaining witness shall be allowed periods of relief from examination and cross-examination during which he or she may leave the hearing room.
4. The person conducting the expulsion hearing may also arrange the seating within the hearing room to facilitate a less intimidating environment for the complaining witness.
5. The person conducting the expulsion hearing may also limit time for taking the testimony of the complaining witness to the hours he/she is normally in school, if there is no good cause to take the testimony during other hours.
6. Prior to a complaining witness testifying, the support persons must be admonished that the hearing is confidential. Nothing in the law precludes the person presiding over the hearing from removing a support person whom the presiding person finds is disrupting the hearing. The person conducting the

hearing may permit any one of the support persons for the complaining witness to accompany him or her to the witness stand.

7. If one or both of the support persons is also a witness, the School must present evidence that the witness' presence is both desired by the witness and will be helpful to the School. The person presiding over the hearing shall permit the witness to stay unless it is established that there is a substantial risk that the testimony of the complaining witness would be influenced by the support person, in which case the presiding official shall admonish the support person or persons not to prompt, sway, or influence the witness in any way. Nothing shall preclude the presiding officer from exercising his or her discretion to remove a person from the hearing whom he or she believes is prompting, swaying, or influencing the witness.
8. The testimony of the support person shall be presented before the testimony of the complaining witness and the complaining witness shall be excluded from the courtroom during that testimony.
9. Especially for charges involving sexual assault or battery, if the hearing is to be conducted in the public at the request of the pupil being expelled, the complaining witness shall have the right to have his/her testimony heard in a closed session when testifying at a public meeting would threaten serious psychological harm to the complaining witness and there are no alternative procedures to avoid the threatened harm. The alternative procedures may include videotaped depositions or contemporaneous examination in another place communicated to the hearing room by means of closed-circuit television.
10. Evidence of specific instances of a complaining witness' prior sexual conduct is presumed inadmissible and shall not be heard absent a determination by the person conducting the hearing that extraordinary circumstances exist requiring the evidence be heard. Before such a determination regarding extraordinary circumstance can be made, the witness shall be provided notice and an opportunity to present opposition to the introduction of the evidence. In the hearing on the admissibility of the evidence, the complaining witness shall be entitled to be represented by a parent, legal counsel, or other support person. Reputation or opinion evidence regarding the sexual behavior of the complaining witness is not admissible for any purpose.

H. Students with Disabilities

A pupil identified as an individual with disabilities or for whom the School has a basis of knowledge of a suspected disability pursuant to the Individuals with Disabilities Education Improvement Act ("IDEIA") or who is qualified for services under Section 504 of the Rehabilitation Act of 1973 ("Section 504") is subject to the same grounds for disciplinary action, including suspension and expulsion, and is accorded the same due process procedures applicable to regular

education pupils except when federal and state law mandates additional or different procedures. The School will follow the IDEIA, Section 504, and all applicable federal and state laws when imposing any form of discipline on a pupil identified as an individual with disabilities or for whom the School has a basis of knowledge of a suspected disability or who is otherwise qualified for such services or protections in accordance with due process to such pupils. The following procedures shall be followed when a student with a disability is considered for suspension or expulsion. These procedures will be updated if there is a change in the law.

1. NOTIFICATION OF DISTRICT

The School shall immediately notify the District and coordinate the procedures in this policy with the District the discipline of any student with a disability or student who the School or District would be deemed to have knowledge that the student had a disability.

2. SERVICES DURING SUSPENSION

Students suspended for more than ten (10) school days in a school year shall continue to receive services so as to enable the student to continue to participate in the general education curriculum, although in another setting, and to progress toward meeting the goals set out in the child's IEP; and receive, as appropriate, a functional behavioral assessment or functional analysis, and behavioral intervention services and modifications, that are designed to address the behavior violation so that it does not recur. These services may be provided in an interim alternative educational setting.

3. PROCEDURAL SAFEGUARDS/MANIFESTATION DETERMINATION

Within ten (10) school days of a recommendation for expulsion or any decision to change the placement of a child with a disability because of a violation of a code of student conduct, the School, the parent, and relevant members of the IEP Team shall review all relevant information in the student's file, including the child's IEP, any teacher observations, and any relevant information provided by the parents to determine:

1. If the conduct in question was caused by, or had a direct and Substantial relationship to, the child's disability; or
2. If the conduct in question was the direct result of the local educational agency's failure to implement the IEP.

If the School, the parent, and relevant members of the IEP Team determine that either of the above is applicable for the child, the conduct shall be determined to be a manifestation of the child's disability. If the School, the parent, and relevant members of the IEP Team make the determination that the conduct was a manifestation of the child's disability, the IEP Team shall:

1. Conduct a functional behavioral assessment or a functional analysis assessment, and implement a behavioral intervention plan for such

child, provided that the School had not conducted such assessment prior to such determination before the behavior that resulted in a change in placement;

2. If a behavioral intervention plan has been developed, review the behavioral intervention plan if the child already has such a behavioral intervention plan, and modify it, as necessary, to address the behavior; and
3. Return the child to the placement from which the child was removed, unless the parent and the School agree to a change of placement as part of the modification of the behavioral intervention plan.

If the School, the parent, and relevant members of the IEP team determine that the behavior was not a manifestation of the student's disability and that the conduct in question was not a result of the failure to implement the IEP, then the School may apply the relevant disciplinary procedures to children with disabilities in the same manner and for the same duration as the procedures would be applied to students without disabilities.

4. DUE PROCESS APPEALS

The parent of a child with a disability who disagrees with any decision regarding placement, or the manifestation determination, or the School believes that maintaining the current placement of the child is substantially likely to result in injury to the child or to others, may request an expedited administrative hearing through the Special Education Unit of the Office of Administrative Hearings.

When an appeal relating to the placement of the student or the manifestation determination has been requested by either the parent or the school, the student shall remain in the interim alternative educational setting pending the decision of the hearing officer or until the expiration of the forty-five (45) day time period provided for in an interim alternative educational setting, whichever occurs first, unless the parent and the School agree otherwise.

5. SPECIAL CIRCUMSTANCES

School personnel may consider any unique circumstances on a case-by-case basis when determining whether to order a change in placement for a child with a disability who violates a code of student conduct.

The Head of School or designee may remove a student to an interim alternative educational setting for not more than forty-five (45) days without regard to whether the behavior is determined to be a manifestation of the student's disability in cases where a student

1. Carries or possesses a weapon, as defined in 18 USC 930, to or at school, on school premises, or to or at a school function;

2. Knowingly possesses or uses illegal drugs, or sells or solicits the sale of a controlled substance, while at school, on school premises, or at a school function; or
3. Has inflicted serious bodily injury, as defined by 20 USC 1415(k)(7)(D), upon a person while at school, on school premises, or at a school function.

6. INTERIM ALTERNATIVE EDUCATIONAL SETTING

The student's interim alternative educational setting shall be determined by the student's IEP team.

7. PROCEDURES FOR STUDENTS NOT YET ELIGIBLE FOR SPECIAL EDUCATION SERVICES

A student who has not been identified as an individual with disabilities pursuant to IDEIA and who has violated the district's disciplinary procedures may assert the procedural safeguards granted under this administrative regulation only if the School had knowledge that the student was disabled before the behavior occurred.

The School shall be deemed to have knowledge that the student had a disability if one of the following conditions exists:

1. The parent/guardian has expressed concern in writing, or orally if the parent/guardian does not know how to write or has a disability that prevents a written statement, to School supervisory or administrative personnel, or to one of the child's teachers, that the student is in need of special education or related services.
2. The parent has requested an evaluation of the child.
3. The child's teacher, or other School personnel, has expressed specific concerns about a pattern of behavior demonstrated by the child, directly to the director of special education or to other School supervisory personnel.

If the School knew or should have known the student had a disability under any of the three (3) circumstances described above, the student may assert any of the protections available to IDEIA-eligible children with disabilities, including the right to stay-put. If the School had no basis for knowledge of the student's disability, it shall proceed with the proposed discipline. The School shall conduct an expedited evaluation if requested by the parents; however the student shall remain in the education placement \ determined by the School pending the results of the evaluation.

The School shall not be deemed to have knowledge of that the student had a disability if the parent has not allowed an evaluation, refused services, or if the student has been evaluated and determined to not be eligible.

I. Record of Hearing

A record of the hearing shall be made and may be maintained by any means, including electronic recording, as long as a reasonably accurate and complete written transcription of the proceedings can be made.

J. Presentation of Evidence

While technical rules of evidence do not apply to expulsion hearings, evidence may be admitted and used as proof only if it is the kind of evidence on which reasonable persons can rely in the conduct of serious affairs. A recommendation by the Administrative Panel to expel must be supported by substantial evidence that the student committed an expellable offense.

Findings of fact shall be based solely on the evidence at the hearing. While hearsay evidence is admissible, no decision to expel shall be based solely on hearsay. Sworn declarations may be admitted as testimony from witnesses of whom the Board, Panel or designee determines that disclosure of their identity or testimony at the hearing may subject them to an unreasonable risk of physical or psychological harm.

If, due to a written request by the expelled pupil, the hearing is held at a public meeting, and the charge is committing or attempting to commit a sexual assault or committing a sexual battery as defined in Education Code Section 48900, a complaining witness shall have the right to have his or her testimony heard in a session closed to the public.

The decision of the Administrative Panel shall be in the form of written findings of fact and a written recommendation to the Board who will make a final determination regarding the expulsion. The final decision by the Board shall be made within ten (10) school days following the conclusion of the hearing. The Decision of the Board is final.

If the expulsion hearing panel decides not to recommend expulsion, the pupil shall immediately be returned to his/her educational program.

K. Written Notice to Expel

The Head of School or designee following a decision of the Board to expel shall send written notice of the decision to expel, including the Board's adopted findings of fact, to the student or parent/guardian. This notice shall also include the following:

1. Notice of the specific offense committed by the student
2. Notice of the student's or parent/guardian's obligation to inform any new district in which the student seeks to enroll of the student's status with the School.

The Head of School or designee shall send a copy of the written notice of the decision to expel to the County.

This notice shall include the following:

- a) The student's name
- b) The specific expellable offense committed by the student

The Board's decision to expel shall be final.

L. Disciplinary Records

The School shall maintain records of all student suspensions and expulsions at the School. Such records shall be made available to the County upon request.

M. Expelled Pupils/Alternative Education

Pupils who are expelled shall be responsible for seeking alternative education programs including, but not limited to, programs within the County or their school district of residence.

N. Rehabilitation Plans

Students who are expelled from the School shall be given a rehabilitation plan upon expulsion as developed by the Board at the time of the expulsion order, which may include, but is not limited to, periodic review as well as assessment at the time of review for readmission. The rehabilitation plan should include a date not later than one year from the date of expulsion when the pupil may reapply to the School for readmission.

O. Readmission

The decision to readmit a pupil or to admit a previously expelled pupil from another school district or charter school shall be in the sole discretion of the Board following a meeting with the Head of School and the pupil and guardian or representative to determine whether the pupil has successfully completed the rehabilitation plan and to determine whether the pupil poses a threat to others or will be disruptive to the school environment. The Head of School shall make a recommendation to the Board following the meeting regarding his or her determination. The pupil's readmission is also contingent upon the School's capacity at the time the student seeks readmission.

SUPPLMENTAL DOCUMENT # 6

FLEX PUBLIC SCHOOLS' ARTICLES OF INCORPORATION

**ARTICLES OF INCORPORATION
OF
FLEX SCHOOLS**

(A California Nonprofit Public Benefit Corporation)

I.

The name of the Corporation shall be Flex Schools.

II.

The Corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for public and charitable purposes. The specific purposes for which this Corporation is organized are for the advancement of education, including but not limited to operating and supporting schools and other educational services.

The Corporation is organized and operated exclusively for educational and charitable purposes pursuant to and within the meaning of Section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue Law. Notwithstanding any other provision of these articles, the Corporation shall not, except to an insubstantial degree, engage in any other activities or exercise of power that do not further the purposes of the Corporation. The Corporation shall not carry on any other activities not permitted to be carried on by: (a) a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code; or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

III.

The name and address in the State of California of this Corporation's initial agent for service of process is:

Mark Kushner
70 Carmel Street
San Francisco, CA 94117

IV.

All corporate property is irrevocably dedicated to the purposes set forth in the second article above. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to any of its directors, members, trustees, officers or other private persons except that the Corporation shall be authorized and empowered to pay

SUPPLEMENTAL DOCUMENT # 7

FLEX PUBLIC SCHOOLS' BYLAWS

BYLAWS OF FLEX SCHOOLS

(dba Flex Public Schools)

(A California Nonprofit Public Benefit Corporation)

**ART
NAME**

ICLE I

Section 1. NAME. The name of this corporation is Flex Schools, dba Flex Public Schools.

**ARTICLE
PR**

II

INCIPAL OFFICE OF THE CORPORATION

Section 1. PRINCIPAL OFFICE OF THE CORPORATION. The principal office for the transaction of the activities and affairs of this corporation is 70 Carmel Street, San Francisco, CA 94117. The Board of Directors ("Board" or "Board of Trustees") may change the location of the principal office. Any such change of location must be noted by the Secretary on these bylaws opposite this Section; alternatively, this Section may be amended to state the new location.

Section 2. OTHER OFFICES OF THE CORPORATION. The Board, with individual directors) may at any time establish branch or subordinate offices at any place or places where this corporation is qualified to conduct its activities.

ARTICLE

III

GENERAL AND SPECIFIC PURPOSES; LIMITATIONS

Section 1. GENERAL AND SPECIFIC PURPOSES. The purpose of this corporation is to manage, operate, guide, direct and promote the advancement of education, including but not limited to the operation and support of charter schools, other types of schools, and other educational services. Also in the context of these purposes, the Corporation shall not, except to an insubstantial degree, engage in any other activities or exercise of power that do not further the purposes of the Corporation.

The Corporation shall not carry on any other activities not permitted to be carried on by: (a) a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code; or (b) a corporation, contributions to which are deductible under section 170(c)(2) of the Internal

Revenue Code, or the corresponding section of any future federal tax code. No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

**ARTICLE IV
AND DEFINITIONS**

CONSTRUCTION

Section 1. CONSTRUCTION AND DEFINITIONS. Unless the context indicates otherwise, the general provisions, rules of construction, and definitions in the California Nonprofit Corporation Law shall govern the construction of these bylaws. Without limiting the generality of the preceding sentence, the masculine gender includes the feminine and neuter, the singular includes the plural, and the plural includes the singular, and the term "person" includes both a legal entity and a natural person.

**ARTICLE V
OF ASSETS**

ARTICLE DEDICATION

Section 1. DEDICATION OF ASSETS. This corporation's assets are irrevocably dedicated to public benefit purposes as set forth in the Articles of Incorporation. No part of the net earnings, properties, or assets of the corporation, on dissolution or otherwise, shall inure to the benefit of any private person or individual, or to any Trustee or officer of the corporation. On liquidation or dissolution, all properties and assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation shall be distributed to a nonprofit fund, foundation, or corporation that is organized and operated exclusively for charitable purposes and that has established its exempt status under Internal Revenue Code section 501(c)(3).

**ARTICLE VI
CORPORATIONS WITHOUT MEMBERS**

ARTICLE

Section 1. CORPORATIONS WITHOUT MEMBERS. This corporation shall have no voting members within the meaning of the Nonprofit Corporation Law. The corporation's Board may, in its discretion, admit individuals to one or more classes of nonvoting members; the class or classes shall have such rights and obligations as the Board finds appropriate.

**ARTICLE VII
BOARD OF TRUSTEES**

ARTICLE

Section 1. GENERAL POWERS. Subject to the provisions and limitations of the California Nonprofit Public Benefit Corporation Law and any other applicable laws, and subject to any limitations of the articles of incorporation or bylaws, the corporation's activities and affairs shall be managed, and all corporate powers shall be exercised, by or under the direction of the Board. The Board may delegate the management of the corporation's activities to any person(s), management company or committees, however composed, provided that the activities and affairs of the corporation shall be managed and all corporate powers shall be exercised under the ultimate direction of the Board.

Section 2. SPECIFIC POWERS. Without prejudice to the general powers set forth in Section 1 of these bylaws, but subject to the same limitations, the Board shall have the power to:

- a. Appoint and remove, at the pleasure of the Board, all corporate officers, agents, and employees; prescribe powers and duties for them as are consistent with the law, the articles of incorporation, and these bylaws; fix their compensation; and require from them security for faithful service.
- b. Change the principal office or the principal business office in California from one location to another; cause the corporation to be qualified to conduct its activities in any other state, territory, dependency, or country; conduct its activities in or outside California; and designate a place in California for holding any meeting of members.
- c. Borrow money and incur indebtedness on the corporation's behalf and cause to be executed and delivered for the corporation's purposes, in the corporate name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecations, and other evidences of debt and securities.
- d. Adopt and use a corporate seal; prescribe the forms of membership certificates; and alter the forms of the seal and certificates.

Section 3. DESIGNATED TRUSTEES AND TERMS. The number of Trustees shall be no less than 3 and no more than 7, unless changed by amendments to these bylaws. All Trustees shall be designated by the Board. The Board shall consist of at least 3 Trustees unless changed by amendment to these bylaws.

Except for the initial Board, each Trustee shall hold office unless otherwise removed from office in accordance with these bylaws for 3 year(s) and until a successor Trustee has been designated and qualified. The terms of the initial Board shall expire on June 30, 2013 in order to have Trustee terms align with our fiscal year.

The initial Board shall be as follows:

<u>NAME</u>	<u>EXPIRATION OF TERM</u>
Scott Donahue	June 30, 2013
Andrew Gordon	June 30, 2013
Mark Kushner	June 30, 2013
David Lichtman	June 30, 2013
Catherine Wolcott	June 30, 2013

Section 4. RESTRICTION ON INTERESTED PERSONS AS TRUSTEES. No more than 49 percent of the persons serving on the Board may be interested persons. An interested person is (a) any person compensated by the corporation for services rendered to it within the previous 12 months, whether as a full-time or part-time employee, independent contractor, or otherwise, excluding any reasonable compensation paid to a Trustee as Trustee; and (b) any brother, sister, ancestor, descendant, spouse, brother-in-law, sister-in-law, son-in-law, daughter-in-law, mother-in-law, or father-in-law of such person. However, any violation of this paragraph shall not affect the validity or enforceability of transactions entered into by the corporation. The Board may adopt other policies circumscribing potential conflicts of interest.

Section 5. TRUSTEES' TERM. Each Trustee shall hold office for 3 years and until a successor Trustee has been designated and qualified.

Section 6. NOMINATIONS BY COMMITTEE. The Chairman of the Board or, if none, the President will appoint a committee to designate qualified candidates for election to the Board before the date of any election. The nominating committee shall make its report at least seven (7) days before the date of the election or at such other time as the Board may set and the Secretary shall forward to each Board member, with the notice of meeting required by these bylaws, a list of all candidates nominated by committee.

Section 7. USE OF CORPORATE FUNDS TO SUPPORT NOMINEE. If more people have been nominated for Trustee than can be elected, no corporation funds may be expended to support a nominee without the Board's authorization.

Section 8. EVENTS CAUSING VACANCIES ON BOARD. A vacancy or vacancies on the Board shall occur in the event of (a) the death, resignation, or removal of any Trustee; (b) the declaration by resolution of the Board of a vacancy in the office of a Trustee who has been convicted of a felony, declared of unsound mind by a court order, or found by final order or judgment of any court to have breached a duty under California Nonprofit Public Benefit Corporation Law, Chapter 2, Article 3; (c) the increase of the authorized number; or (d) the failure of the members, at any meeting of members at which any Trustee or Trustees are to be elected, to elect the number required to be elected at such meeting; and (e) termination of employment with the Charter School.

Section 9. RESIGNATION. Except as provided below, any Trustee may resign by giving written notice to the Chairman of the Board, if any, or to the President, or the Secretary, or to the Board. The resignation shall be effective when the notice is given unless the notice specifies a later time for the resignation to become effective. If a Trustee's resignation is effective at a later time, the Board may elect a successor to take office as of the date when the resignation becomes effective.

Section 10. TRUSTEE MAY NOT RESIGN IF NO TRUSTEE REMAINS. Except on notice to the California Attorney General, no Trustee may resign if the corporation would be left without a duly elected Trustee or Trustees.

Section 11. REMOVAL. Any Trustee may be removed, with or without cause, by the vote of the majority of the members of the entire Board at a regular or special meeting called for that purpose.

Section 12. VACANCIES FILLED BY BOARD. Vacancies on the Board may be filled by approval of the Board or, if the number then in office is less than a quorum, by (a) the unanimous consent of the Trustees then in office, (b) the affirmative vote of a majority of the Trustees then in office at a meeting held according to notice or waivers of notice complying with Corporations Code Section 5211, or (c) a sole remaining Trustee.

Section 13. NO VACANCY ON REDUCTION OF NUMBER. Any reduction of the authorized number of Trustees shall not result in any Trustees being removed before his or her term of office expires.

Section 14. REIMBURSEMENT. Trustees may receive reimbursement for their expenses as Trustees or officers.

Section 15. CREATION AND POWERS OF COMMITTEES. The Board, by resolution adopted by a majority of the Trustees then in office, may create one or more committees, each consisting of two or more voting Trustees and, if the board so chooses, non-members of the Board, , to serve at the pleasure of the Board. Appointments to committees of the Board shall be by majority vote of the then number of voting board members. The Board may appoint one or more Trustees as alternate members of any such committee, who may replace any absent member at any meeting. Any such committee shall have all the authority of the Board, to the extent provided in the Board ' resolution, except that no committee may:

- a. Take any final action on any matter that, under the California Nonprofit Public Benefit Corporation Law, also requires approval of the members or approval of a majority of all members;
- b. Fill vacancies on the Board or any committee of the Board;
- c. Fix compensation of the Trustees for serving on the Board or on any committee;
- d. Amend or repeal bylaws or adopt new bylaws;
- e. Amend or repeal any resolution of the Board that by its express terms is not so amendable or subject to repeal;
- f. Create any other committees of the Board or appoint the members of committees of the Board;
- g. Expend corporate funds to support a nominee for Trustee if more people have been nominated for Trustee than can be elected; or
- h. Approve any contract or transaction to which the corporation is a party and in which one or more of its Trustees has a material financial interest.

Section 16. MEETINGS AND ACTION OF COMMITTEES. Meetings and actions of committees of the Board shall be governed by, held, and taken under the provisions of these bylaws concerning meetings, other Board ' actions, and the Brown Act, if applicable, except that the time for general meetings of such committees and the calling of special meetings of such committees may be set either by Board ' resolution or, if none, by resolution of the committee. Minutes of each meeting shall be kept and shall be filed with the corporate records. The Board may adopt rules for the governance of any committee as long as the rules are consistent with these bylaws. If the Board has not adopted rules, the committee may do so.

Section 17. NON-LIABILITY. No Trustee shall be personally liable for the debts, liabilities, or other obligations of this corporation.

Section 18. COMPLIANCE WITH LAWS GOVERNING STUDENT RECORDS. The Charter School and the Board shall comply with all applicable provisions of the Family Education Rights Privacy Act ("FERPA") as set forth in Title 20 of the United States Code Section 1232g and attendant regulations as they may be amended from time to time.

ARTICLE VIII CHARTER SCHOOL RELATED MEETINGS

Section 1. PLACE OF BOARD MEETINGS. Meetings shall be held at the principal office of the Corporation. The Board may designate that a meeting be held at any place within California that has been designated by resolution of the Board or in the notice of the meeting.

Section 2. MEETINGS; ANNUAL MEETINGS, BROWN ACT. All meetings of the Board and its committees relating to charter school matters shall be called, noticed, and held in compliance with the provisions of the Ralph M. Brown Act ("Brown Act"). (Chapter 9 (commencing with Section 54950) of Division 2 of Title 5 of the Government Code).

The Board shall meet annually for the purpose of organization, appointment of officers, and the transaction of such other business as may properly be brought before the meeting. This meeting shall be held at a time, date, and place as may be specified and noticed by the Board.

Section 3. REGULAR MEETINGS. Regular meetings of the Board, including annual meetings, shall be held at such times and places as may from time to time be fixed by the Board. At least 72 hours before a regular meeting relating to charter school matters will be discussed, the Board, or its designee shall post an agenda containing a brief general description of each item of business to be transacted or discussed at the meeting.

Section 4. SPECIAL MEETINGS. Special meetings of the Board for any purpose may be called at any time by the Chairman of the Board, if there is such an officer, or a majority of the Board. If a Chairman of the Board has not been elected then the President is authorized to call a special meeting in place of the Chairman of the Board. The party calling a special meeting shall determine the place, date, and time thereof.

Section 5. NOTICE OF SPECIAL MEETINGS. In accordance with the Brown Act, special meetings of the Board relating to charter school matters may be held only after twenty-four (24) hours notice is given to each Trustee and to the public through the posting of an agenda. Pursuant to the Brown Act, the Board shall adhere to the following notice requirements for special meetings:

- a. Any such notice shall be addressed or delivered to each Trustee at the Trustee's address as it is shown on the records of the Corporation, or as may have been given to the Corporation by the Trustee for purposes of notice, or, if an address is not shown on the Corporation's records or is not readily ascertainable, at the place at which the meetings of the Board are regularly held.
- b. Notice by mail shall be deemed received at the time a properly addressed written notice is deposited in the United States mail, postage prepaid. Any other written notice shall be deemed received at the time it is personally delivered to the recipient or is delivered to a common carrier for transmission, or is actually

transmitted by the person giving the notice by electronic means to the recipient. Oral notice shall be deemed received at the time it is communicated, in person or by telephone or wireless, to the recipient or to a person at the office of the recipient whom the person giving the notice has reason to believe will promptly communicate it to the receiver.

- c. The notice of special meeting shall state the time of the meeting, and the place if the place is other than the principal office of the Corporation, and the general nature of the business proposed to be transacted at the meeting. No business, other than the business the general nature of which was set forth in the notice of the meeting, may be transacted at a special meeting.

Section 6. QUORUM. A majority of the voting Trustees then in office shall constitute a quorum. If a quorum is present, the affirmative vote of the majority of the voting power represented at the meeting, entitled to vote, and voting on any matter shall be a decision of the Board . Should there be less than a majority of the Trustees present at any meeting, the meeting shall be adjourned. Voting Trustees may not vote by proxy.

Section 7. TELECONFERENCE MEETINGS. Members of the Board may participate in teleconference meetings so long as all of the following requirements in the Brown Act are complied with:

- a. At a minimum, a quorum of the members of the Board shall participate in the teleconference meeting from locations within the boundaries of the school district in which the Charter School operates;
- b. All votes taken during a teleconference meeting shall be by roll call;
- c. If the Board elects to use teleconferencing, it shall post agendas at all teleconference locations with each teleconference location being identified in the notice and agenda of the meeting;
- d. All locations where a member of the Board participates in a meeting via teleconference must be fully accessible to members of the public and shall be listed on the agenda;¹
- e. Members of the public must be able to hear what is said during the meeting and shall be provided with an opportunity to address the Board directly at each teleconference location; and

¹ This means that members of the Board of Trustees who choose to utilize their homes or offices as teleconference locations must open these locations to the public and accommodate any members of the public who wish to attend the meeting at that location.

Section 8. ADJOURNMENT. A majority of the Trustees present, whether or not a quorum is present, may adjourn any Board meeting to another time or place. If a meeting is adjourned for more than twenty-four (24) hours, notice of such adjournment to another time or place shall be given, prior to the time schedule for the continuation of the meeting, to the Trustees who were not present at the time of the adjournment, and to the public in the manner prescribed by any applicable public open meeting law.

ARTICLE IX NON-CHARTER SCHOOL RELATED MEETINGS

Section 1. PLACE OF BOARD MEETINGS. The corporation is authorized to conduct educational services from time to time unrelated to the operations of charter schools. Meetings regarding these non-charter related matters, and notice of such meetings shall be conducted pursuant to these Bylaws and according to the requirements of the California public benefit nonprofit corporations code.

Meetings shall be held at the principal office of the corporation. The Board may designate that a meeting be held at any place within California that has been designated by resolution of the Board or in the notice of the meeting.

Section 2. MEETINGS BY TELEPHONE OR OTHER TELECOMMUNICATIONS EQUIPMENT. Any Board meeting may be held by conference telephone, video screen communication, or other communications equipment. Participation in a meeting under this Section shall constitute presence in person at the meeting if all of the following apply:

- (a) Each member participating in the meeting can communicate concurrently with all other members.
- (b) Each member is provided the means of participating in all matters before the Board, including the capacity to propose, or to interpose an objection to, a specific action to be taken by the corporation.
- (c) The Board has adopted and implemented a means of verifying both of the following:
 - (1) A person communicating by telephone, video screen, or other communications equipment is a director entitled to participate in the Board meeting.
 - (2) All statements, questions, actions or votes were made by that director and not by another person not permitted to participate as a director.

Section 3. NOTICE OF MEETINGS. Regular meetings of the Board may be held without notice if conducted pursuant to these Bylaws. Special meetings of the Board shall be held upon four (4) days written notice by first-class mail or forty-eight (48) hours notice delivered personally or by telephone, electronic mail, facsimile, or telegraph. If sent by mail or telegraph, the notice shall be deemed to be delivered on its deposit in the mails or on its delivery to the telegraph company. Such notices shall be addressed to each director at his or her address as shown on the books of the Corporation. Notice of time and place of holding an adjourned meeting need not be given to absent Trustees if the time and place of the adjourned meeting are fixed at the meeting adjourned and if such adjourned meeting is held no more than twenty-four (24) hours from the time of the original meeting. Notice shall be given of any adjourned regular or special meeting to Trustees absent from the original meeting if the adjourned meeting is held more than twenty-four (24) hours from the time of the original meeting.

The notice shall state the time of the meeting and the place, if the place is other than the corporation's principal office and the business to be transacted at the meeting.

Section 4. WAIVER OF NOTICE AND CONSENT TO HOLD MEETINGS. The transactions of any meeting of the Board, however called and noticed or wherever held, are as valid as though the meeting had been duly held after proper call and notice, provided a quorum, as hereinafter defined, is present and provided that either before or after the meeting each Trustee not present signs a waiver of notice, a consent to holding the meeting, or an approval of the minutes thereof. All such waivers, consents, or approvals shall be filed with corporate records or made a part of the minutes of the meeting.

Section 5. ACTION WITHOUT MEETING. Any action that the Board is required or permitted to take may be taken without a meeting if all Board members consent in writing to the action; provided, however, that the consent of any director who has a material financial interest in a transaction to which the Corporation is a party and who is an "interested director" as defined in Corporations Code section 5233 shall not be required for approval of that transaction. Such action by written consent shall have the same force and effect as any other validly approved action of the Board. All such consents shall be filed with the minutes of the proceedings of the Board.

ARTICLE X OFFICERS OF THE CORPORATION

Section 1. OFFICES HELD. The officers of this corporation shall be a President, a Secretary, and a Chief Financial Officer, who shall be known as the "Treasurer." The corporation, at the Board's direction, may also have a Chairman of the Board, one or more Vice-Presidents, one or more assistant secretaries, one or more assistant treasurers, and such other officers as may be appointed under Article VIII, Section 4, of these bylaws. The

officers in addition to the corporate duties set forth in this Article VIII shall also have administrative duties as set forth in any applicable contract for employment or job specification.

Section 2. **DUPLICATION OF OFFICE HOLDERS.** Any number of offices may be held by the same person, except that neither the Secretary nor the Treasurer may serve concurrently as either the President or the Chairman of the Board.

Section 3. **ELECTION OF OFFICERS.** The officers of this corporation shall be chosen annually by the Board and shall serve at the pleasure of the Board, subject to the rights of any officer under any employment contract.

Section 4. **APPOINTMENT OF OTHER OFFICERS.** The Board may appoint and authorize the Chairman of the Board, the President, or another officer to appoint any other officers that the corporation may require. Each appointed officer shall have the title and authority, hold office for the period, and perform the duties specified in the bylaws or established by the Board.

Section 5. **REMOVAL OF OFFICERS.** Without prejudice to the rights of any officer under an employment contract, the Board may remove any officer with or without cause. An officer who was not chosen by the Board may be removed by any other officer on whom the Board confers the power of removal.

Section 6. **RESIGNATION OF OFFICERS.** Any officer may resign at any time by giving written notice to the Board. The resignation shall take effect on the date the notice is received or at any later time specified in the notice. Unless otherwise specified in the notice, the resignation need not be accepted to be effective. Any resignation shall be without prejudice to any rights of the corporation under any contract to which the officer is a party.

Section 7. **VACANCIES IN OFFICE.** A vacancy in any office because of death, resignation, removal, disqualification, or any other cause shall be filled in the manner prescribed in these bylaws for normal appointment to that office, provided, however, that vacancies need not be filled on an annual basis.

Section 8. **CHAIRMAN OF THE BOARD.** If a Chairman of the Board is elected, he or she shall preside at the Board's meetings and shall exercise and perform such other powers and duties as the Board may assign from time to time. If there is no President, the Chairman of the Board shall also be the chief executive officer and shall have the powers and duties of the President of the corporation set forth in these bylaws. If a Chairman of the Board is elected, there shall also be a Vice-Chairman of the Board. In the absence of the Chairman, the Vice-Chairman shall preside at Board meetings and shall exercise and perform such other powers and duties as the Board may assign from time to time.

Section 9. **VICE-CHAIRMAN OF THE BOARD.** The Vice-Chairman shall preside at Board meetings in the absence of the Chairman of the Board and shall exercise and perform such other powers and duties as the Board may assign from time to time.

Section 10. PRESIDENT. Subject to such supervisory powers as the Board may give to the Chairman of the Board, if any, and subject to the control of the Board, and subject to President's contract of employment, the President shall be the general manager of the corporation and shall supervise, direct, and control the corporation's activities, affairs, and officers as fully described in any applicable employment contract, agreement, or job specification. The President shall have such other powers and duties as the Board or the bylaws may require.

Section 11. VICE-PRESIDENTS. If the President is absent or disabled, the Vice-Presidents, if any, in order of their rank as fixed by the Board, or, if not ranked, a Vice-President designated by the Board, shall perform all duties of the President. When so acting, a Vice-President shall have all powers of and be subject to all restrictions on the President. The Vice-Presidents shall have such other powers and perform such other duties as the Board or the bylaws may require.

Section 12. SECRETARY. The Secretary shall keep or cause to be kept, at the corporation's principal office or such other place as the Board may direct, a book of minutes of all meetings, proceedings, and actions of the Board and of committees of the Board. The minutes of meetings shall include the time and place that the meeting was held; whether the meeting was annual, regular, special, or emergency and, if special or emergency, how authorized; the notice given; and the names of the Trustees present at Board and committee meetings, and, how any recusals pursuant to our conflict of interest policy were effected, if any.

The Secretary shall keep or cause to be kept, at the principal California office, a copy of the articles of incorporation and bylaws, as amended to date.

The Secretary shall give, or cause to be given, notice of all meetings of the Board and of committees of the Board that these bylaws require to be given. The Secretary shall keep the corporate seal, if any, in safe custody and shall have such other powers and perform such other duties as the Board or the bylaws may require.

Section 13. TREASURER. Treasurer shall keep and maintain, or cause to be kept and maintained by staff responsible for financial matters, adequate and correct books and accounts of the corporation's properties and transactions. The Treasurer shall send or cause to be given to Trustees such financial statements and reports as are required to be given by law, by these bylaws, or by the Board. The books of account shall be open to inspection by any Trustee at all reasonable times.

The Treasurer shall (a) deposit, or cause to be deposited, all money and other valuables in the name and to the credit of the corporation with such depositories as the Board may designate; (b) disburse the corporation's funds as the Board may order; (c) render to the President, Chairman of the Board, if any, and the Board, when requested, an account of all transactions as Treasurer and of the financial condition of the corporation; and (d) have such other powers and perform such other duties as the Board, contract, job specification, or the bylaws may require.

If required by the Board, the Treasurer shall give the corporation a bond in the amount and with the surety or sureties specified by the Board for faithful performance of the duties of the office and for restoration to the corporation of all of its books, papers, vouchers, money, and other property of every kind in the possession or under the control of the Treasurer on his or her death, resignation, retirement, or removal from office.

ARTICLE **XI**
CONTRACTS WITH TRUSTEES

Section 1. **CONTRACTS WITH TRUSTEES.** The Corporation shall not enter into a contract or transaction in which a Trustee directly or indirectly has a material financial interest (nor any other corporation, firm, association, or other entity in which one or more of this Corporation's Trustees are Trustees have a material financial interest) unless all of the following apply:

- a. The Trustee with a material financial interest in the proposed contract or transaction discloses his/her direct or indirect financial interest in such contract or transaction in good faith and said disclosure is noted in the Board meeting minutes.
- b. The Trustee with a material financial interest in the proposed contract or transaction recuses himself/herself from any participation whatsoever in the proposed contract or transaction (i.e., the interested Trustee who recuses himself/herself shall refrain from voting on the matter and shall leave the room during Board discussion and when the final vote is taken).
- c. Such contract or transaction is authorized in good faith by a majority of the Board by a vote sufficient for that purpose.
- d. Before authorizing or approving the transaction, the Board considers and in good faith decides after reasonable investigation that the corporation could not obtain a more advantageous arrangement with reasonable effort under the circumstances.
- e. The corporation for its own benefit enters into the transaction, which is fair and reasonable to the corporation at the time the transaction was entered into.

This Section does not apply to a transaction that is part of an educational or charitable program of this corporation if it (a) is approved or authorized by the corporation in good faith and without unjustified favoritism and (b) results in a benefit to one or more Trustees or their families because they are in the class of persons intended to be benefited by the educational or charitable program of this corporation.

ARTICLE **XII**
CONTRACTS **WITH NON-TRUSTEE DESIGNATED EMPLOYEES**

Section 1. **CONTRACTS WITH NON-TRUSTEE DESIGNATED EMPLOYEES.** The Corporation shall not enter into a contract or transaction in which a non-Trustee

designated employee (e.g., officers and other key decision-making employees) directly or indirectly has a material financial interest unless all of the requirements in the Conflict of Interest Policy have been fulfilled.

ARTICLE

XIII

LOANS TO TRUSTEES AND OFFICERS

Section 1. LOANS TO TRUSTEES AND OFFICERS. This corporation shall not lend any money or property to or guarantee the obligation of any Trustee or officer without the approval of the California Attorney General; provided, however, that the corporation may advance money to a Trustee or officer of the corporation for expenses reasonably anticipated to be incurred in the performance of his or her duties if that Trustee or officer would be entitled to reimbursement for such expenses of the corporation.

ARTICLE XIV

INDEMNIFICATION

Section 1. INDEMNIFICATION. To the fullest extent permitted by law, this corporation shall indemnify its Trustees, officers, employees, and other persons described in Corporations Code Section 5238(a), including persons formerly occupying any such positions, against all expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred by them in connection with any "proceeding," as that term is used in that section, and including an action by or in the right of the corporation by reason of the fact that the person is or was a person described in that section. "Expenses," as used in this bylaw, shall have the same meaning as in that section of the Corporations Code.

On written request to the Board by any person seeking indemnification under Corporations Code Section 5238 (b) or Section 5238 (c) the Board shall promptly decide under Corporations Code Section 5238 (e) whether the applicable standard of conduct set forth in Corporations Code Section 5238 (b) or Section 5238 (c) has been met and, if so, the Board shall authorize indemnification.

**ARTICLE
INSURANCE**

XV

Section 1. INSURANCE. This corporation shall have the right to purchase and maintain insurance to the full extent permitted by law on behalf of its Trustees, officers, employees, and other agents, to cover any liability asserted against or incurred by any Trustee, officer, employee, or agent in such capacity or arising from the Trustee's, officer's, employee's, or agent's status as such.

**ARTICLE
MAINTENANCE**

**XVI
OF CORPORATE RECORDS**

Section 1. MAINTENANCE OF CORPORATE RECORDS. This corporation shall keep:

- a. Adequate and correct books and records of account;
- b. Written minutes of the proceedings of the Board and committees of the Board;
and
- c. Such reports and records as required by law.

INSPEC

ARTICLE XVII TION RIGHTS

Section 1. **TRUSTEES' RIGHT TO INSPECT.** Every Trustee shall have the right at any reasonable time to inspect the corporation's books, records, documents of every kind, physical properties, and the records of each subsidiary as permitted by California and federal law. The inspection may be made in person or by the Trustee's agent or attorney. The right of inspection includes the right to copy and make extracts of documents as permitted by California and federal law. This right to inspect may be circumscribed in instances where the right to inspect conflicts with California or federal law (e.g., restrictions on the release of educational records under FERPA) pertaining to access to books, records, and documents.

Section 2. **ACCOUNTING RECORDS AND MINUTES.** On written demand on the corporation, any Trustee may inspect, copy, and make extracts of the accounting books and records and the minutes of the proceedings of the Board and committees of the Board at any reasonable time for a purpose reasonably related to the Trustee's interest as a Trustee. Any such inspection and copying may be made in person or by the Trustee's agent or attorney. This right of inspection extends to the records of any subsidiary of the corporation.

Section 3. **MAINTENANCE AND INSPECTION OF ARTICLES AND BYLAWS.** This corporation shall keep at its principal California office the original or a copy of the articles of incorporation and bylaws, as amended to the current date, which shall be open to inspection by the Trustees at all reasonable times during office hours. If the corporation has no business office in California, the Secretary shall, on the written request of any Trustee, furnish to that Trustee a copy of the articles of incorporation and bylaws, as amended to the current date.

ARTICLE RE

XVIII QUIRED REPORTS

Section 1. **ANNUAL REPORTS.** The Board shall cause an annual report to be sent to itself (the members of the Board) within 120 days after the end of the corporation's fiscal year. That report shall contain the following information, in appropriate detail:

- a. The assets and liabilities, including the trust funds, or the corporation as of the end of the fiscal year;
- b. The principal changes in assets and liabilities, including trust funds;
- c. The corporation's revenue or receipts, both unrestricted and restricted to particular purposes;
- d. The corporation's expenses or disbursement for both general and restricted purposes;
- e. Any information required under these bylaws; and
- f. An independent accountant's report or, if none, the certificate of an authorized officer of the corporation that such statements were prepared without audit from the corporation's books and records.

Section 2. ANNUAL STATEMENT OF CERTAIN TRANSACTIONS AND INDEMNIFICATIONS. As part of the annual report to all Trustees, or as a separate document if no annual report is issued, the corporation shall, within 120 days after the end of the corporation's fiscal year, annually prepare and mail or deliver to each Trustee and furnish to each Trustee a statement of any transaction or indemnification of the following kind:

- a. Any transaction (i) in which the corporation, or its parent or subsidiary, was a party, (ii) in which an "interested person" had a direct or indirect material financial interest, and (iii) which involved more than \$50,000 or was one of several transactions with the same interested person involving, in the aggregate, more than \$50,000. For this purpose, an "interested person" is either:
 - (1) Any Trustee or officer of the corporation, its parent, or subsidiary (but mere common Trusteeship shall not be considered such an interest); or
 - (2) Any holder of more than 10 percent of the voting power of the corporation, its parent, or its subsidiary. The statement shall include a brief description of the transaction, the names of interested persons involved, their relationship to the corporation, the nature of their interest, provided that if the transaction was with a partnership in which the interested person is a partner, only the interest of the partnership need be stated.

ARTICLE XIX BYLAW AMENDMENTS

Section 1. BYLAW AMENDMENTS. The Board may adopt, amend or repeal any of these Bylaws by a majority of the Trustees present at a meeting duly held at which a quorum is present, except that no amendment shall make any provisions of these Bylaws inconsistent with the corporation's Articles of Incorporation, or any laws.

ARTICLE XX FISCAL YEAR

Section 1. FISCAL YEAR OF THE CORPORATION. The fiscal year of the Corporation shall begin on July 1st and end on June 30th of each year.

As of 9/25/09

SUPPLEMENTAL DOCUMENT # 8
SAMPLE K12 ADMINISTRATION AND EDUCATIONAL SERVICES AGREEMENT

K12
EDUCATIONAL, ADMINISTRATIVE, AND TECHNOLOGY
SERVICES AGREEMENT

Between the

Flex Public Schools, a California public benefit nonprofit corporation

and K12 Inc.

This Education, Administrative, and Technology Services Agreement (the "Agreement") is made and entered into as of the ____ day of _____, 2009, by and between K12 Inc., a Delaware corporation ("K12"), and the Flex Public Schools, a California nonprofit corporation ("the Academy").

RECITALS

A. The Academy has a charter (the "Initial Charter") with the School District (the "Initial Sponsor") granted pursuant to the _____ (Section ____ et seq. of the _____ Education Code (the "_EC")) allowing the Academy to operate a school for students in [insert grade level] through high school graduation. The Initial Charter expires on June 30,_____.

B. The Board of Directors of the Academy (the "Governing Authority") may carry out any act and ensure the performance of any function by the Academy that is in compliance with the _____ Constitution, the __EC, the Elementary and Secondary Education Act, the Individuals with Disabilities in Education Act, other applicable federal, state or local statutes, ordinances and regulations, any amendments to or recodification of the aforementioned laws, and executive orders, case law and other rulings applicable to _____ Public Charter schools (collectively, "Applicable Law").

- C. K12 was established, among other things, for the following purposes:
- o promoting and encouraging new methods of effective education;
 - o implementing innovative and effective instructional systems in elementary and secondary education.

D. The Academy and K12 entered a Management Agreement on _____("Management Agreement") whereby the Governing Authority agreed to govern and oversee, and K12 agreed to manage and operate the Academy, as permitted by Applicable Law and the Initial Charter. The Academy and K12 seek to continue their contractual relationship whereby the Governing Authority will continue to govern and oversee the Academy, and K12 will

continue to manage and operate the Academy, as permitted by Applicable Law and the Renewal Charter.

NOW, THEREFORE, the parties mutually agree as follows:

ARTICLE I

STATUS AND NATURE OF PROGRAM TO BE OFFERED

1.01 Duties and Responsibilities of the Academy.

(a) General Oversight. The Governing Authority will be responsible for monitoring K12's performance under, and compliance with, the terms of this Agreement.

(b) Academy Policies. The parties acknowledge and agree that in providing services hereunder K12 will recommend various policies for the operation of the Academy and will implement procedures consistent with those policies, but that the Governing Authority retains ultimate responsibility for adopting policies and for overseeing K12's implementation of procedures consistent with those policies, such that the policies and their implementation are in compliance with Applicable Law. By way of example and without limiting the foregoing, the Governing Authority will approve the adoption of policies relating to the budget, authorization of expenditures, curriculum, admissions procedures, student conduct, school calendars, procedures for resolution of parent or student complaints and disputes between the Academy and its employees, and the responsible use of computer equipment and other instructional property. The Governing Authority will provide K12 written copies of all policies adopted for the Academy and must notify K12 promptly in writing of any changes to such policies adopted by the Governing Authority and shall provide K12 with copies thereof. Subject to the provisions of Section 7.01(e), K12 must comply with any changes in such policies within thirty (30) of its receipt of written notice and a copy thereof.

(c) Educational Program. The Governing Authority will be responsible for adopting educational goals, curriculum, methods of pupil assessment, admissions policy, student recruitment policy, school calendar, school day schedule, and age and grade range of pupils to be enrolled at the Academy (the "Educational Program"), all of which must be consistent with Applicable Law and the Renewal Charter.

(d) Employment of Teachers. In accordance with Section 6.05, unless otherwise agreed in writing by K12 and the Governing Authority, the Academy will employ the Academy's teachers and will be responsible for all costs associated with their employment (including, without limitation, salaries, benefits, travel, professional development and other Academy related expenses). The Governing Authority will review recommendations made by K12 regarding the hiring or dismissal of teachers by the Academy, but will have the authority to determine in its sole discretion whether any person to be employed by the Academy as a teacher shall be hired or any teacher employed by the Academy shall be dismissed. In the case where the parties agree that K12 will employ the Academy's teachers, and without violating Applicable Law, K12 will have the authority to determine in its sole discretion whether any person to be employed by K12 as a teacher shall be hired or any teacher employed by K12 shall be dismissed. The Governing Authority may hear appeals to disciplinary measures imposed by the Academy's administration on

teachers employed by the Academy, and the Governing Authority may also formulate and implement binding decisions on disciplinary matters relating to teachers employed by the Academy.

(e) Compliance of Academy Personnel with Applicable Training Requirements. The Academy will be responsible for ensuring that all Academy personnel have necessary in-service training in accordance with all requirements of Applicable Law.

(f) Financial Matters. In accordance with Section 2.02(d)(i), except for any budget approved prior to the effective date of this Agreement, the Governing Authority will adopt an annual budget for each school year during the Term (as defined in Section 3.01). The Governing Authority will not unreasonably withhold its approval of any budget or modifications thereto proposed by K12 and will review and act upon each such proposed budget and any such proposed modifications within thirty (30) days following the submission thereof by K12. The Governing Authority may request that K12 (i) prepare and submit to the Governing Authority reports on the finances of the Academy in addition to those financial reports required by Applicable Law or (ii) provide the Governing Authority such other information as reasonably necessary and appropriate to enable the Governing Authority to monitor the performance of the Academy under this and related agreements, including the effectiveness and efficiency of the Academy's operations. Any requests made by the Governing Authority hereunder shall be made in writing. In accordance with Section 5.05(a), the Governing Authority will review any recommendations made by K12 regarding the solicitation by K12 on behalf of the Academy of grants and donations from public funds through competitive grant processes or from private sources and will approve or disapprove of such solicitation. To the extent required by Applicable Law, the Governing Authority will supervise the administration of grant funds from third parties and ensure that such grant funds are used in accordance with applicable statutory and regulatory requirements and the terms of the pertinent grant agreements. The Governing Authority will arrange for an independent audit of the Academy's financial condition on an annual basis.

(g) Annual Reports to Sponsor. The Academy, with the assistance of K12, will provide the Sponsor on an annual basis a report setting forth the information required.

(h) Compliance with Applicable Law. The Academy will perform its obligations under this Agreement in a manner consistent with the requirements of Applicable Law, the Renewal Charter, the Academy/Sponsor Agreement (as defined in Section 2.06(a)) and the Sponsor's and the Academy's policies. Without limiting the generality of the foregoing, the Academy will maintain the confidentiality of personnel, student and other records in accordance with the requirements of Applicable Law.

ARTICLE II

EDUCATIONAL, ADMINISTRATIVE, AND TECHNOLOGY SERVICES

2.01 Educational Services. During the Term, K12 and its Affiliates (as defined in Section 12.17 below) will provide or cause to be provided to the Academy the following educational services (the "Educational Services"):

(a) Curriculum. For each school year during the Term, (i) K12® Curriculum (a/k/a Online School or OLS) for grades [INSERT GRADE LEVELS], in each case in

Language Arts, Math, Science, and History, and, if required by Applicable Law and generally offered by K12 to its customers, Art and Music and (ii) K12® Curriculum (a/k/a Online School or OLS) for such additional grades for which K12 generally offers curriculum to its customers, in each case for such courses required by Applicable Law;

(b) Instructional Tools. Such instructional tools and supplies, including without limitation textbooks and multi-media teaching tools, as K12 determines in its discretion to be necessary to deliver the Educational Program to students;

(c) Computers. Such computers, monitors and software as K12 determines in its discretion to be necessary to deliver the Educational Program to students; and

(d) Additional Educational Services. Any other services (i) designated as “Educational Services” in the Addendum to this Agreement or (ii) agreed to in writing by the parties from time to time.

2.02 Administrative Services. During the Term, K12 and its Affiliates (as defined in Section 12.17 below) will provide or cause to be provided to the Academy the following administrative services (the “Administrative Services”):

(a) Personnel Management. Management of all personnel providing Educational Services, Administrative Services, and Technology Services;

(b) Facility Management. Management of the administrative facility of the Academy (the “Facility”) consistent with any and all leases or other documents pertaining to the Facility;

(c) Business Administration. Administration of all business aspects and day-to-day management of the Academy. These services shall include:

(i) Consultation, and services as liaison for the Academy, with the Sponsor, and other governmental offices and agencies;

(ii) Provision of advice regarding special education programs, processes, and reimbursements;

(iii) Preparation of forms, operations manuals, handbooks, guides, and policies and procedures;

(iv) Consultation with respect to, and monitoring and oversight of, state reporting systems;

(v) Assistance to the Academy in applying for grants; and

(vi) Provision of such other administrative and consulting services as agreed in writing by the parties from time to time.

(d) Budgeting and Financial Reporting.

(i) Preparation of a proposed annual budget for the Academy, including projected revenues and capital and opening expenditures. The parties agree that

the last budget approved by the Governing Authority prior to the effective date of this Agreement will serve as the approved annual budget of the Academy for the 2005-2006 fiscal year. The proposed budget for subsequent years will be submitted by K12 to the Governing Authority on or before May 31 preceding the start of the applicable school year covered by such proposed budget. On or prior to October 31 of each school year during the Term, K12 will submit to the Governing Authority any proposed modifications of the annual budget for that school year to take into account the actual student enrollment for such school year. K12 shall also submit to the Governing Authority from time to time any other proposed modifications of the annual budget as K12 shall deem from time to time to be necessary or desirable, to acted upon by the Governing Authority consistent with Applicable Law.

(ii) Provision to the Governing Authority on a quarterly basis of detailed statements of all revenues received, from whatever source, with respect to the Academy and detailed statements of all direct expenditures for services rendered to or on behalf of the Academy.

(iii) Provision to the Governing Authority of all financial reports required under Applicable Law.

(iv) Subject to any confidentiality obligations imposed on K12 by third parties, provision to the Governing Authority of such other information requested by the Governing Authority pursuant to Section 1.01(f) hereof, in each case within a reasonable time following such written request therefore.

(e) Finances.

(i) In accordance with the expenditure authorization policy adopted by the Governing Authority, payment, within commercially reasonable periods of time or as required by any agreement governing same, of the Academy Expenses (as defined in Section 5.03), out of the Academy funds managed by K12.

(ii) All Academy funds will be maintained in an account(s) belonging to the Academy over which designated representatives of K12 will have signature authority as approved by the Governing Authority. The Academy will immediately transfer to such account(s) all funds and/or other revenues received by the Academy from any source, including but not limited to per pupil payments or reimbursements received from the local school district, state, and/or any other source, as well as any and all contributions received by the Academy.

(f) Maintenance of Financial and Student Records.

(i) Maintenance of accurate financial records pertaining to the operation of the Academy and retention all such records for a period of seven (7) years (or longer if required by Applicable Law) from the close of the fiscal year to which such books, accounts, and records relate.

(ii) Maintenance of accurate student records pertaining to students enrolled at the Academy in the manner required by Applicable Law, and retention of

such records on behalf of the Academy at the Facility until this Agreement is terminated, at which time such records will be retained by and become the sole responsibility of the Academy.

(g) Pupil Recruitment. Recruitment of students, including preparation of marketing materials and advertisements;

(h) Admissions. Implementation of the Academy's admissions policy, including management of the application and enrollment process;

(i) Student Discipline. Provision of necessary information with respect to, and cooperation with the Academy in handling, all student disciplinary matters, including without limitation attendance and truancy matters;

(j) Annual Reports to Sponsor. Provision of assistance to the Academy with respect to the annual report described in Section 1.01(g);

(k) Sponsor Policies. Provision of assistance to the Academy in complying with all applicable Sponsor policies as reasonably interpreted by the Academy to apply to the Academy;

(l) Instructional Property. Preparation, and submission to the Governing Authority, of proposed policies and procedures regarding the responsible use of computer equipment and other instructional property;

(m) Public and Governmental Relations. Conduct public and governmental relations on the behalf of the Academy with the community, the media and relevant governmental offices and agencies; and

(n) Additional Administrative Services. Any other services (i) designated as "Administrative Services" in the Addendum to this Agreement, or (ii) agreed to in writing by the parties from time to time.

2.03 Technology Services. During the Term, K12 and its Affiliates (as defined in Section 12.17 below) will provide or cause to be provided to the Academy the following technology services (the "Technology Services"):

(a) Integration. Integration of K12's technology and data systems with the Academy's curriculum;

(b) Data Collection and Analysis. Collection, analysis and presentation of student and financial data, in formats mutually agreeable to K12 and the Academy;

(c) Pupil Performance Reports. Preparation of reports on pupil academic performance using K12's standard formats;

(d) Technology Training. Training of school staff, and parents and students on technology systems;

(e) Academy Web Site. Development, design, publication, and maintenance of

the Academy's interactive web site;

(f) Internal Academy Networks. Supervision of the construction and installation of the Academy's internal computer and telephone network;

(g) Web Site Tools. Development of community tools on the Academy's web site (including threaded discussions, message boards, password protection, moderation functionality, etc.);

(h) System Configurations. Determination of hardware configurations (including software and operating systems) for the Academy's technology needs;

(i) Troubleshooting. Support to the Academy's administration in troubleshooting system errors; and

(j) Additional Technology Services. Any other services (i) designated as "Technology Services" in the Addendum to this Agreement or (ii) agreed to in writing by the parties from time to time.

2.04 Place of Performance, Provision of Offices. K12 will maintain and keep the records and books of the Academy at the Facility. K12 may maintain electronic or paper copies of records and provide other services elsewhere, unless prohibited by Applicable Law. The Academy recognizes and agrees that, for purposes of the Family Educational Rights and Privacy Act and the _____ Open Records Act, K12 has a legitimate educational interest for purposes of disclosure of student records maintained by K12 as to Academy students.

2.05 Standard of K12 Performance.

General. It is understood by both parties that the services provided by K12 under this Agreement, including the Addendum, will be provided to the extent deemed necessary and appropriate by K12 in its professional judgment and discretion to satisfy the requirements of Applicable Law, the Renewal Charter and the Agreement, dated _____, 200_ between the Academy and the Sponsor (the "Academy/Sponsor Agreement") and the Sponsor's and the Academy's policies.

(b) Confidentiality of Records. K12 will maintain the confidentiality of personnel, student and other records in accordance with the requirements of Applicable Law.

(c) Licensure or Other EC Requirements. Except as otherwise provided in this Agreement or in the Renewal Charter, all personnel performing Educational Services or Administrative Services for K12 on behalf of the Academy must comply with all applicable licensure or other requirements of the ___EC and any regulations promulgated thereunder applicable to persons who perform such services.

ARTICLE III

TERM

3.01 Term. This Agreement will become effective _____ and will end on _____ unless sooner terminated under Article VII (the "Term").

3.02 Renewal. Not later than one hundred eighty (180) days prior to the expiration of the Renewal Charter and ending on the expiration date of the Renewal Charter, the parties will discuss in good faith renewal of this Agreement effective upon renewal of the Renewal Charter.

ARTICLE IV

RELATIONSHIP OF THE PARTIES

4.01 Status of the Parties. K12 is not a division or any part of the Academy. The Academy is a body corporate authorized under the __EC and is not a division or a part of K12. The relationship between the parties was developed and entered into through arms-length negotiations and is based solely on the terms of this Agreement and those of any other agreements that are being entered into between the parties simultaneously herewith as described in Section 12.06 may be created in the future from time to time between the parties. K12 will operate as an independent contractor to the Academy and will be responsible for delivering the services required by this Agreement. Nothing herein will be construed to create a partnership or joint venture by or between the Academy and K12. Neither party will be the agent of another except to the extent otherwise specifically provided by this Agreement where K12 is authorized to take action on behalf of the Academy or the Governing Authority. The Academy will in no case represent to third parties, and will whenever needed disclaim to such parties, any ability to bind K12 to any duty imposed by contract, other than this Agreement or as otherwise agreed in writing by K12.

4.02 No Related Parties or Common Control; Certain Permitted Participations. Except (i) as contemplated by this Agreement or any agreement between the Academy and any Affiliate (as defined in Section 12.17) of K12 with respect to the provision of services described hereunder, including without limitation, any agreement to provide instructional tools or computers pursuant to Sections 2.01(a) or (b) or (ii) for any arrangement for the lease of real property entered into by K12 or any of its Affiliates on behalf of the Academy or any guarantee or similar arrangements made by K12 or any of its Affiliates for the benefit of the Academy, K12 will not have any role or relationship with the Academy that, in effect, substantially limits the Academy's ability to exercise its rights, including termination rights, under this Agreement. None of the voting power of the Governing Authority will be vested in K12 or its directors, trustees, members, managers, officers, shareholders, or employees, and none of the voting power of the Board of Directors or shareholders of K12 will be vested in the Academy or its directors, trustees, members, managers, officers, shareholders, or employees. Each party agrees that it will not take any action that would cause the Academy and K12 to be members of the same control group, as defined in Section 1.150 et seq. of the regulations under the Internal Revenue Code of 1986 as amended (or its successor) (the "IRC"), or related persons, as defined in Section 144(a)(3) of the IRC. The

Academy agrees to take such action as is necessary to permit employees or agents of K12 to have a nonvoting presence at Governing Authority meetings, including executive sessions, during the Term of this Agreement, provided that, the inclusion of employees or agents of K12 in executive sessions will be at the discretion of the Governing Authority and is not inconsistent with Applicable Law.

4.03 Other Schools. The parties acknowledge that this arrangement is not exclusive and that K12 will have the right to render similar services to other persons or entities including other public or private schools or institutions within and outside of the State of _____ (“Other Schools”). K12 will maintain separate accounts for reimbursable expenses incurred on behalf of the Academy and Other Schools, if any. All grants or donations received by the Academy, or by K12 for the specific benefit of the Academy, will be maintained in separate accounts and used solely for the Academy.

ARTICLE V

PAYMENTS

5.01 Definitions; Payments.

(a) “Qualified Gross Revenues” means revenues and income received by the Academy from the following sources: Charter School Block Grant and other charter school state funding, Title I of the Elementary and Secondary Education Act of 1965, as amended (20 U.S.C. §6301 et seq., as amended) and other federal funding, and other income or revenue sources provided by law and obtained by the Academy which are not specifically excluded herein.

(b) “Public Contributions and Grants” means all contributions and grants received by the Academy through public funds granted as a matter of right or practice to charter schools or through non-competitive grant processes, which are to assist in the improvement of the Facility, the implementation of the Educational Program, and/or day-to-day Academy operations.

(c) “Other Revenue Sources” means all other funds paid to, earned by, or donated to the Academy (as described in Section 5.05(a) below) other than Qualified Gross Revenues and Public Contributions and Grants.

(d) Educational Services Fee. In consideration of K12’s provision of the Educational Services, the Academy will pay K12 for the Educational Services at the prevailing rates charged by K12 from time to time, provided that K12 may not increase such rates more than once in any calendar year (the “Educational Services Fee”). The Educational Services Fee shall be set forth on Exhibit 1 attached hereto and K12 will modify such exhibit from time to time to reflect any changes in its prevailing rates, subject to any limitations imposed by the foregoing sentence.

(e) Administrative Services Fee. In consideration of the value of the Administrative Services provided by K12, the Academy will pay K12 and its Affiliates for the Administrative Services at the prevailing rates charged by K12 from time to time, provided that K12 may not increase such rates more than once in any calendar year (the “Administrative Services Fee”). The Administrative Services Fee shall be set forth on Exhibit 2 attached hereto and K12 will modify such exhibit from time to time to reflect any changes in its prevailing rates, subject to any limitations imposed by the foregoing sentence.

(f) Technology Services Fee. In consideration of the value of the Technology Services provided by K12, the Academy will pay K12 and its Affiliates for the Technology Services at the prevailing rates charged by K12 from time to time, provided that K12 may not increase such rates more than once in any calendar year (the "Technology Services Fee"). The Technology Services Fee shall be set forth on Exhibit 3 attached hereto and K12 will modify such exhibit from time to time to reflect any changes in its prevailing rates, subject to any limitations imposed by the foregoing sentence.

(g) General.

(i) The foregoing fees described in this Section 5.01 are in addition to, and not duplicative of, any fees payable by the Academy to any Affiliate of K12 pursuant to any separate agreement between the Academy and such Affiliate.

(ii) Except as otherwise set forth in this Agreement, K12 assumes the risk that its fees will not allow it to operate profitably or to cover fully the costs of business during any given period.

(iii) The parties hereto acknowledge and agree that as of the date of this Agreement, the fees payable to K12 hereunder are reasonable, necessary, and fair market value compensation for services rendered.

5.02 Timing of Payments; Loans; Grants.

(a) K12 Invoices. Within twenty (20) days after the end of each calendar month, K12 will prepare and submit to the Governing Authority an invoice for the Educational Services Fee, the Administrative Services Fee and the Technology Services Fee for the prior calendar month. Each of the Administrative Services Fee and the Technology Services Fee will be calculated based upon the approved budget in effect for the applicable calendar month. Payment of such invoice will be due thirty (30) days following the submission thereof.

(b) Year-End Adjustments. Within thirty (30) days after completion of the Academy's audited financial statements for each fiscal year, K12 will prepare and submit to the Governing Authority (i) a statement of the amount of any Incentive Fee payable with respect to such fiscal year, including the calculation of such amount (which calculation will be based upon the Academy's audited financial statements for such fiscal year) and (ii) a statement of the total amounts of the Administrative Services Fees and Technology Services Fees payable with respect to such fiscal year, including the calculation of such amounts (which calculations will be based upon the Academy's audited financial statements for such fiscal year). If the total amount of the Administrative Services Fees or the Technology Services Fees calculated in accordance with the foregoing sentence exceeds the total amount invoiced by K12 pursuant to Section 5.02(a), then the excess amount will be payable to K12; if such total amount is less than the total amount invoiced by K12 pursuant to Section 5.02(a), then the shortfall amount will be payable to the Academy. Payment of any Incentive Fee, or excess Administrative Services Fees or excess Technology Fees payable to K12 will be due thirty (30) days after the submission of the statement thereof. Reimbursement to the Academy of any overpayment of Administrative Services Fees or Technology Services Fees will be due thirty (30) days after the submission of the statement

thereof, provided, that K12 may elect in its sole discretion to set-off the amount any such overpayment against any outstanding obligations of the Academy to K12 or any Affiliate of K12.

(c) Payment Out of Academy Funds Managed by K12; Interest. K12 is specifically authorized to pay itself, out of the Academy funds managed by K12, the fees set forth in Section 5.01 of this Agreement in accordance with the provisions of Sections 5.02(a) and (b). Any payment required under this Article V that is not paid when due will be subject to interest on the amount in arrears calculated at the prime rate of interest announced by Bank of America as its prime rate plus 2% per annum, for the time overdue.

5.03 Academy Expenses. The Academy will be responsible for all debts, liabilities, and obligations incurred by the Governing Authority and by K12 on behalf of the Academy (collectively, "Academy Expenses"). Academy Expenses shall include but not be limited to the following: fees payable to the Sponsor; fees payable to K12; legal fees for representation of the Academy and/or the Governing Authority; directors' and officers' liability insurance, general liability insurance, worker's compensation coverage and other insurance coverage; accounting, audit, and/or tax preparation fees for the Academy; taxes, if any; fees for required background investigations of Academy personnel, whether employed by K12 or the Academy; other fees and/or expenses involved in oversight of the Academy or K12 under this Agreement; Facility expenses (e.g., rent, maintenance, etc.); teacher training; ongoing professional development expenses, including travel reimbursements; administrative staff' office, travel, and other expenses; student support staff salaries, benefits, travel, phone, conferences, and other expenses; teacher salaries, benefits, travel, phone, conferences, and other expenses; instructional tools, and supplies, including textbooks and multi-media teaching tools for students, teachers and administrators; lease fees for computers and printers; Internet service provider acquisition, distribution, and re-deployment expenses for students, teachers, and administrators; proctored examinations; school outings and events; special education services (except Director of Special Education salary as provided by K12 in Section 6.03 of this Agreement); annual report expenses; and all other discretionary expenses approved in the budget by the Governing Authority from time to time.

5.04 Academy Advances and Loans.

(a) Academy Advances. In the event that the cash receipts of the Academy available from time to time (other than amounts payable to K12 pursuant to this Agreement, any other agreement between K12 and the Academy or any agreement between any Affiliate of K12 and the Academy) are insufficient to cover payment of Academy Expenses on a timely basis, K12 will advance to the Academy from time to time such amounts as will be necessary to allow payment of such Academy Expenses on a timely basis provided that, K12 will have no obligation to make any advances to the Academy in any fiscal year for expenditures (i) for any items that are in excess of the lesser of the amount proposed therefore by K12 for the budget or the amount budgeted therefore in the approved budget or (ii) for any matters as to which K12 or any other person or entity is entitled to indemnification under Section 9.02. The advances will be due and owing to K12 by the Academy forty-five (45) days after K12 advances the funds.

(b) Any amounts owed by the Academy to K12 or any Affiliate of K12 with respect to any period ending on or before the last day of each fiscal year of the Term, or, if earlier, on the date of the termination of this Agreement shall be converted into a loan by K12 to the Academy; such conversion shall be effective on the later of (i) the last day of such fiscal year or, if earlier, the date of the termination of this Agreement, and (ii) the date on which such amount is

payable under Section 5.02(a) or (b) or any other applicable agreement. Any loans described in this Section 5.04(b) will be evidenced by a promissory note in the form of Exhibit 5 attached hereto.

5.05 Other Revenue Sources.

(a) Grants and Donations for the Academy. The Academy and K12 may, together or independently, on behalf of the Academy, solicit and receive grants and donations from public funds through competitive grant processes or through private sources consistent with the mission of the Academy and the Renewal Charter; provided, however, that any solicitation of such grants and donations by K12 will be subject to the prior approval of the Governing Authority. For purposes of calculation of the fee payable to K12 under Section 5.01 such grants and donations will be deemed to be "Other Revenue Sources".

(b) Grants and Donations for K12. Nothing in this Section 5.05 will be construed to prohibit K12 from soliciting funds or grants solely for its own general corporate purposes and using such funds or grants solely for such purposes.

ARTICLE VI

PERSONNEL AND TRAINING

6.01 General Personnel Responsibility.

(a) Authority Over K12 Employees. Except as set forth in Section 6.02, K12 will have the sole responsibility and authority to determine staffing levels, and to evaluate, assign, discipline, supervise, dismiss, and transfer K12 employees that are necessary to carry out the Educational Services, the Administrative Services, the Technology Services, and any other programs and services provided under this Agreement. If the Governing Authority has a problem or concern about the job performance of a K12 employee, the Governing Authority will discuss the matter with the HOS (defined in Section 6.02 below) who will in turn notify K12 School Management to discuss next steps. In the event the Governing Authority has a concern or is not satisfied with the HOS's the job performance, the Governing Authority will provide K12 official notice pursuant to Section 12.09, and set forth the specific issues and requested action with supporting documentation.

(b) Determination of Employer Entity. K12, in consultation with the Governing Authority, will determine whether the personnel other than teachers who perform services at the Academy shall be employees of K12 and make recommendations pursuant to Section 6.06 below. The parties anticipate that, except as otherwise required by Applicable Law or to the extent necessary for the Academy to maintain its status as a tax-exempt organization under Section 501(c)(3) of the IRC, the Head of School, the Director of Special Education, the Business manager and other administrative staff provided by K12 pursuant to this Agreement will be employees of K12. In the event that at any time or from time to time K12 determines that it is necessary or desirable that any of the K12 employees providing services under this Agreement become an employee of the Academy because of a change in functional duties to a Student Support Staff position, K12 shall notify the Academy of such determination in writing and upon the agreement of the Governing Authority such K12 employee shall become an employee of the Academy on substantially the same terms and conditions on which he or she was employed by K12 immediately prior to such change in employer; such change shall become effective on the date specified by K12 in such notice. In the event that at any time or from time to time K12 determines that it is necessary or

desirable that any of the Academy employees become an employee of K12 because of change in the employee's functional duties to an administrative position, K12 shall notify the Academy of such determination in writing and upon the agreement of the Governing Authority such Academy employee shall become an employee of K12 on substantially the same terms and conditions on which he or she was employed by the Academy immediately prior to such change in employer; such change shall become effective on the date specified by K12 in such notice.

(c) Background Investigations. K12 will be responsible for arranging for criminal background checks to be conducted on its employees to the extent required under Applicable Law. The Academy, with K12's oversight, will be responsible for arranging for criminal background checks to be conducted on Academy employees to the extent required under Applicable Law. The Academy, under K12's oversight, will maintain the documentary evidence of the background checks of Academy employees at the Facility. Upon request by the Academy, K12 will provide to the Academy documentary evidence of K12 employee background checks or evidence of application therefore, subject to any confidentiality requirements imposed by Applicable Law.

6.02 Head of School. K12 will employ and will determine the employment terms for the position of Head of School ("HOS"), a position as defined under Applicable Law as Chief Executive Officer. Except as otherwise required by Applicable Law and set forth in this Section 6.02, K12 will have the sole authority to select, supervise, evaluate, discipline and dismiss the HOS. In the event of a vacancy in the position of HOS, K12 will advertise the position, identify and interview candidates, and submit the final candidate for HOS to the Governing Authority to interview and approve. The Governing Authority will not unreasonably withhold their approval of K12's recommended HOS candidate. In the event that the Governing Board does not approve of K12's selection of a candidate for HOS, the Governing Authority will provide K12 with written notification of the Governing Authority's dissatisfaction. K12 will present another candidate to the Governing Authority for interview and approval that will not be unreasonably withheld. The Governing Authority will have to make a selection between the two candidates presented by K12. In accordance with Applicable Law, the Governing Board will provide K12 with feedback on the HOS's job performance in November and April of each year. In the event the Governing Board is not satisfied with the HOS's job performance or has another issue concerning the HOS before the scheduled performance evaluations, the Governing Board will follow the process outlined in Section 6.01(a).

6.03 Director of Special Education. K12 will employ and will determine the employment terms for the position of Director of Special Education. The Director of Special Education will report directly to the HOS. Except as otherwise required by Applicable Law, K12, through the HOS, will have the sole authority to select, supervise, evaluate, discipline and dismiss the Director of Special Education.

6.04 Business Manager. K12 will employ and will determine the employment terms for the position of Business Manager. The Business Manager will report directly to the HOS. Except as otherwise required by Applicable Law, K12, through the HOS, will have the sole authority to select, supervise, evaluate, discipline and dismiss the Business Manager.

6.05 Teachers. Subject to the provisions of Section 1.01(d), the K12 employees

assigned to the Academy will recruit, supervise and discipline teachers, including master and lead teachers, to assist in the provision of the Educational Services and Administrative Services. Unless otherwise agreed in writing by K12 and the Governing Authority, teachers will be employed by the Academy, and the Academy will be responsible for all costs associated with the employment of such teachers (including, without limitation, salaries, benefits, travel, professional development and other Academy related expenses). K12 will determine, in consultation with the Academy, the initial number and assignments of Academy teachers and will make recommendations to the Governing Authority with respect to the hiring and dismissal of Academy teachers who are employees of the Academy. K12 will have the ultimate authority, after consulting with the Academy during the budget process, to determine an appropriate ratio of teachers to pupils for the Academy, subject to the terms and conditions of the Renewal Charter. Academy teachers may work on a full- or part-time basis. Each Academy teacher must be qualified in his or her grade levels and subjects, hold a valid teaching certificate issued by PDE under the PEC to the extent required under Applicable Law, and have applied for or undergone a criminal background check and unprofessional conduct check to the extent required under Applicable Law. K12 will provide the Academy and the Sponsor with documentary evidence of its compliance with this Section 6.05, subject to any confidentiality requirements imposed by Applicable Law. The Governing Authority may hear appeals to disciplinary measures imposed by the Academy's administration on teachers employed by the Academy, and the Governing Authority may also formulate and implement binding decisions on disciplinary matters relating to teachers employed by the Academy. In the event that the Governing Authority and K12 agree in writing, consistent with Applicable Law, that K12 will employ the teachers directly, then K12 will be empowered to formulate and implement binding decisions on such disciplinary matters pertaining to said teachers.

6.06 Additional Staff.

(a) Administrative Staff. K12 will employ and determine the employment terms for additional administrative staff as K12 shall determine to be required to provide the Educational Services, Administrative and Technology Services (which may include an Principals, Assistant Principals, Administrative Assistants, Registrar, Operations Manager, Project Managers, Financial Analyst, Student Notification Coordinator, Receptionist, Accounts Payable). Such administrative staff may work at the Academy on a full- or part-time basis. K12 will have the sole authority to select, supervise, evaluate, discipline and dismiss the administrative.

(b) Student Support Staff. The Academy shall employ Student Support Staff and the Academy will be responsible for all costs associated with the employment of such staff (including, without limitation, salaries, benefits, travel and other Academy related expenses). Student Support Staff is defined as any position that provide direct services to teachers, students and parents (which may include Special Education Coordinators, Registrar, Guidance Counselor, Nurse, Community Relations Coordinator, Truancy Officer, Related Services Coordinator). From time to time, K12 will recommend to the Academy the addition or elimination of specific Student Support Staff positions for action by the Governing Authority, approval of which will not be unreasonably withheld. All Student Support Staff positions will be the sole responsibility of the Academy. K12, in consultation with the Governing Authority, will recruit, set the terms of employment, hire, supervise, discipline and terminate Student Support Staff.

6.07 Training. K12 will provide training in K12's instructional methods, curriculum, educational program, and support technology to the Academy's teachers on a regular basis. K12 will provide other personnel with such training as K12 determines to be reasonable and necessary under the circumstances. The Academy will be responsible for ensuring that all teachers, administrative staff and student support staff have all the in-service training required by Applicable Law.

ARTICLE VII

TERMINATION OF AGREEMENT

7.01 Events of Termination.

(a) Termination Rights of Both Parties. Either party may terminate this Agreement in the event that:

(i) the other party fails to remedy a breach or to fulfill any material condition, term, provision, representation, warranty, covenant, or obligation contained in this Agreement within ninety (90) days after written notice by the non-breaching party of such breach or non-fulfillment, provided, however, that if the breach or non-fulfillment is not reasonably capable of being cured, no such notice and opportunity to cure shall be required; or

(ii) a material reduction occurs in per-pupil funding available from the State of _____ below the amount for the prior fiscal year.

Such termination shall be effective, (i) in the case of a termination pursuant to clause (i) of the foregoing sentence, immediately upon written notice by the terminating party to the other party, and (ii) in the case of a termination pursuant to clause (ii) of the foregoing sentence, (A) immediately upon written notice by the terminating party to the other party, if notice or publication of such reduction is given prior to the commencement of the school year to which such reduction is applicable or (B) sixty (60) days following written notice by the terminating party to the other party, if notice or publication of such reduction is given during the school year to which such reduction is applicable.

(b) Termination by Mutual Written Consent. This Agreement may be terminated by mutual consent by both parties, such termination to be effective at such time, and upon such other terms, as set forth in such written consent.

(c) Termination Upon Loss of Renewal Charter. This Agreement will terminate immediately upon the termination of the Renewal Charter or the Academy/Sponsor Agreement.

(d) Termination for Failure to Approve Budget K12 may terminate this Agreement effective immediately upon written notice to the Academy in the event that the Governing Authority does not approve a budget or modifications to a budget within sixty (60) days following the submission of a proposal therefore by K12.

(e) Termination in the Event of Certain Changes in the Renewal Charter, the Academy/Sponsor Agreement or Academy Policies K12 may terminate this Agreement effective

immediately upon written notice to the Academy in the event that the Renewal Charter or the Academy/Sponsor Agreement is amended or the Governing Authority or the Sponsor adopts or amends a policy, in each case without the prior written approval of K12, and the effect of such amendment or policy could reasonably be determined to require K12 to increase materially the level of services required to be provide hereunder or to increase materially the financial risk to K12 arising from its performance of its obligations hereunder.

(f) Termination Upon Notice. This Agreement may be terminated by either K12 or the Academy upon twenty-four (24) months written notice to the other party.

7.02 Change in Applicable Law. If any change in Applicable Law that is enacted after the date hereof could reasonably be expected to have a material adverse effect on the ability of any party to carry out its obligations under this Agreement, such party, upon written notice to the other party (which notice may be given at any time following enactment of such change in Applicable Law, whether or not such change is effective on the date of such enactment or is effective at a later date), may request renegotiation of this Agreement. Such renegotiation will be undertaken in good faith. If the parties are unable to renegotiate and agree upon revised terms within one hundred twenty (120) days after such notice of renegotiation, then this Agreement will be terminated effective at the end of the school year in which such notice was given, unless earlier termination is necessary to protect the health, welfare, or safety of students.

7.03 Effect of Termination. Except as otherwise agreed by the parties in writing, termination does not relieve the Academy of any obligations for payments outstanding to K12 as of the date of termination or other obligations that continue upon termination as provided in this Agreement. In addition to the foregoing, (i) upon termination of this Agreement pursuant to Section 7.01(a)(i), the non-breaching party shall be entitled to seek any remedies to which it shall be entitled at law or in equity and (ii) upon termination of this Agreement pursuant to Section 7.01(a)(ii), 7.01(c), 7.01(d), 7.01(e) or 7.02, the Academy shall pay K12 fifty percent (50%) of the obligations that would have otherwise arisen under the contract for the academic year in which the Agreement is terminated, within thirty (30) days following date of such termination.

ARTICLE VIII

INTELLECTUAL PROPERTY MATTERS

8.01 Right of Academy to Use Name.

- (a) Right of Academy to Use K12 in Name of Academy. K12 hereby grants the Academy a royalty free, non-exclusive, non-transferable and revocable license during the Term to use K12 in the name of the School, or as long as the School is being managed by K12 or the Academy is using primarily the K12 curriculum.
- (b) Change of Name. In the event that the School decides to change their name or not to use K12 in their name, as is their right, the School and not K12 will be responsible for any reporting requirements for a change of name and/or a change of the charter if needed. In that situation, the School will have no more rights to the use of the name.

8.02 Intellectual Property of K12.

(a) Rights of K12 in K12 Proprietary Materials. The Academy acknowledges and agrees that K12 owns all intellectual property rights and interests in and to K12's intellectual property, including but not limited to trade secrets, know-how, proprietary data, documents and written materials in any format, artwork, graphics, charts, software, licenses, marketing materials, website design for K12 and its Affiliates, web site design for the Academy and curricular materials (collectively, "K12 Proprietary Materials"). The Academy further acknowledges and agrees that it has no intellectual property interest or claims in the K12 Proprietary Materials and has no right to use the K12 Proprietary Materials unless expressly agreed to in writing by K12.

(b) License of K12 Proprietary Materials. K12 hereby grants the Academy a royalty-free, non-exclusive, non-transferable license, during the Term and for a period of ninety (90) days following the expiration or earlier termination of this Agreement, to use and distribute the K12 Proprietary Materials in connection with the Academy's operations as contemplated in this Agreement. Notwithstanding the foregoing, the Academy will not be permitted (i) to modify or otherwise create, or permit third parties to modify or otherwise create, derivative works from or using the K12 Proprietary Materials, (ii) to sublicense any rights under this Section 8.02(b) without the advance written approval of K12, which approval may be withheld by K12 in its sole discretion or (iii) to frame any website owned by K12 or K12. Upon the termination of such license, the Academy will cease use of the K12 Proprietary Materials, and the Governing Authority will return all K12 Proprietary Materials to K12 promptly, including those in the possession of the Governing Authority, the Academy, teachers and school employees participating in the Academy, and students participating in the Academy.

(c) Rights of K12 in K12 Proprietary Marks. The Academy acknowledges and agrees that, as between it on the one hand and K12 on the other, K12 owns all intellectual property rights and interests in and to K12's trademarks, service marks and trade names (including K12, K12 (& Design), trade names, trade dress, and the logo design featured in Exhibit 3 (the "Academy Logo")) (collectively, "K12 Proprietary Marks"). The Academy further acknowledges and agrees that it has no intellectual property interest or claims in the K12 Proprietary Marks and has no right to use the K12 Proprietary Marks unless expressly agreed to in writing in advance by K12, which agreement K12 may withhold in its sole discretion.

(d) License of K12 Proprietary Marks. K12 hereby grants the Academy a royalty-free, non-exclusive, non-transferable license, during the Term and for a period of ninety (90) days following the expiration or earlier termination of this Agreement, to use the K12 Proprietary Marks relating to the Academy solely in connection with the Academy's operations as contemplated in this Agreement. Notwithstanding the foregoing, the Academy will not be permitted to sublicense any rights under this Section 8.02(d) without the advance written approval of K12, which approval may be withheld by K12 in its sole discretion. Upon the termination of such license, and the Academy will cease use of the K12 Proprietary Marks.

(e) Limitations on Use of K12 Proprietary Materials and K12 Proprietary Marks by the

Academy. The Academy will use the K12 Proprietary Materials and the K12 Proprietary Marks only as provided in this Agreement and will not alter them in any way, nor will the Academy act or permit action in any way that would impair the rights of K12 in them. The Academy's authorized use will not create any right, title or interest in or to the K12 Proprietary Materials or the K12 Proprietary Marks. K12 will have the right to monitor the quality of the Academy's use of the K12 Proprietary Materials and the K12 Proprietary Marks, and the Academy will notify K12 promptly in writing of any known infringement thereof. Any references to or use of the K12 Proprietary Materials or the K12 Proprietary Marks by the Academy will contain the appropriate trademark, copyright or other legal notice provided from time to time by K12 and will be subject to additional trademark usage standards developed by K12 and modified from time to time by K12 with advance notice in writing.

ARTICLE IX

INDEMNIFICATION

9.01 Indemnification of the Academy. K12 will indemnify, defend, and save and hold the Academy and all of its employees, officers, directors, trustees, subcontractors, and agents, their respective successors and permitted assigns, harmless against any and all claims, demands, suits, or other forms of liability including without limitation costs and reasonable attorneys' fees (each a "Claim") that may arise out of, or by reason of, any (a) breach of any representation or warranty, covenant or agreement made or to be performed by K12 pursuant to this Agreement, (b) noncompliance by K12 with any Applicable Law in connection with the Academy's operations, but excluding any Claims that arise from conduct undertaken in accordance with the Governing Authority's or the Academy's instructions, procedures or written policies or in accordance with the Sponsor's written policies, except where such instructions arise from and are in accordance with specific advice or explicit recommendations formally provided by K12, and (c) act or omission of K12 or any of its employees, officers, directors, trustees, subcontractors or agents in connection with the Academy's operations that results in injury, death, or loss to person or property except to the extent any Claims arise out of actions or omissions of the Academy.

9.02 Indemnification of K12. The Academy will indemnify, defend, and save and hold K12 and each other Affiliate of K12 and all of their respective employees, officers, directors, trustees, subcontractors, and agents, their respective successors and permitted assigns, harmless against any and all Claims that may arise out of, or by reason of, any (a) breach or any representation or warranty, covenant or agreement made or to be performed by the Academy pursuant to this Agreement or the Renewal Charter, (b) noncompliance by the Academy with any Applicable Law in connection with the Academy's operations, and (c) act or omission of the Academy or any of its employees, officers, directors, trustees, subcontractors or agents in connection with the Academy's operations that results in injury, death, or loss to person or property except to the extent any Claims arise out of actions or omissions of K12.

9.03 Indemnification Procedures.

(a) Notice Requirement. Each person or entity seeking indemnification hereunder (an "Indemnified Person") must give written notice to the of the existence of a Claim promptly after such Indemnified Person first receives notice of the existence of the potential Claim, provided that such Indemnified Person will not be foreclosed from seeking indemnification hereunder by any

failure to provide such prompt notice except and only to the extent the actually incurs an incremental expense or otherwise has been materially prejudiced as a result of such delay.

(b) Defense and Settlement of Claims. Each Indemnified Person seeking indemnification hereunder will permit the indemnifying party (at the expense of the indemnifying party) to assume the defense of such Claim, provided, that (i) counsel for the indemnifying party who will conduct the defense of such Claim must be reasonably satisfactory to such Indemnified Person and (ii) such Indemnified Person may participate in such defense at such Indemnified Person's expense. Except with the prior written consent of the Indemnified Person seeking indemnification hereunder, the indemnifying party, in the defense of any Claim, will not consent to entry of any judgment or enter into any settlement. In the event that any Indemnified Person seeking indemnification hereunder has been advised by counsel for the indemnifying party that such Indemnified Person may have available to it one or more defenses or counterclaims that are different from or in addition to one or more of those that may be available to the indemnifying party in respect of such Claim and, in such counsel's reasonable opinion, such counsel could not assert such defenses or counterclaims without creating a conflict of interest, such Indemnified Person will have the right to take over and assume control over the defense of such claim at the sole cost of the indemnifying party, provided that if such Indemnified Person does so take over and assume control, such Indemnified Person will not settle such claim without the written consent of the indemnifying party. In the event that the indemnifying party does not accept the defense of any matter as above provided, the Indemnified Person seeking indemnification hereunder will have the right to defend against such Claim, provided that such Indemnified Person will not settle such Claim without the written consent of the indemnifying party. In any event, any Indemnified Person seeking indemnification hereunder and the indemnifying party will cooperate in the defense of any claim subject to this Article IX.

ARTICLE X

INSURANCE

10.01 Insurance Coverage.

(a) Liability Coverage. The Academy will initiate and maintain [for a period of two (2) years after the expiration or termination of this Agreement], at its own expense, comprehensive general liability insurance, including product liability, contractual liability (applicable to the indemnification obligations of the Academy set forth in Section 9.02, and advertising injury insurance, with reputable and financially secure insurance carriers to cover the operations of the Academy, for not less than [\$5,000,000] (combined single limit for bodily injury and property damage per occurrence and in the aggregate). Such insurance will include K12 and its Affiliates and their respective trustees, directors, officers, employees, contractors and agents as additional insureds within thirty (30) days after the date of this Agreement. Such insurance will be written to cover claims incurred, discovered, manifested, or made during or after the Term.

(b) Evidence of Insurance. The Academy will furnish a certificate of insurance evidencing such coverage to K12 within thirty (30) days after the date of this Agreement. Thereafter, the Academy will provide thirty (30) days' advance written notice to K12 of any cancellation or material adverse change to such insurance.

(c) Insurance Coverage No Limitation on K12's Rights. The Academy's insurance will

be primary coverage and any insurance K12 may purchase shall be excess and non-contributory. The minimum amounts of insurance coverage required herein will not be construed to impose any limitation on the Academy's indemnification obligations under Section 9.02.

10.02 Workers' Compensation Insurance. Each of the Academy and K12 will initiate and maintain workers' compensation insurance for its respective employees working at or for the Academy, as required by Applicable Law.

10.03 Cooperation. All parties will comply with any information or reporting requirements required by the other party's insurer(s), to the extent reasonably practicable.

ARTICLE XI

REPRESENTATIONS AND WARRANTIES

11.01 Representations and Warranties of K12. K12 hereby represents and warrants to the Academy:

(a) Organization and Good Standing. K12 is a limited liability company duly organized, validly existing, and in good standing under the laws of the State of Delaware and is a wholly owned subsidiary of K12 Inc.

(b) Power and Authority; Authorization; Binding and Enforceable Agreement. K12 has full limited liability company power and authority to execute and deliver this Agreement and to perform its obligations hereunder. This Agreement has been duly authorized and executed by K12 and constitutes the valid and legally binding obligation of K12, enforceable against K12 in accordance with its terms, except as such enforceability may be limited by bankruptcy, insolvency, reorganization, moratorium, fraudulent conveyance, and other laws of general applicability relating to or affecting creditors' rights and by general principles of equity.

11.02 Representations and Warranties of the Academy. The Academy hereby represents and warrants to K12:

(a) Organization and Good Standing. The Academy is a non-profit corporation duly organized, validly existing, and in good standing under the laws of the State of _____.

(b) Power and Authority; Authorization; Binding and Enforceable Agreement. The Academy has full corporate power and authority to execute and deliver this Agreement and to perform its obligations hereunder. This Agreement has been duly authorized by the Governing Authority and duly executed by the Academy and constitutes the valid and legally binding obligation of the Academy, enforceable against the Academy in accordance with its terms and conditions, except as such enforceability may be limited by bankruptcy, insolvency, reorganization, moratorium, fraudulent conveyance, and other laws of general applicability relating to or affecting creditors' rights and by general principles of equity.

(c) Authority Under Applicable Law. The Academy has the authority under Applicable Law to (i) contract with a private entity to provide the Educational Services, Administrative Services and Technological Services and all other programs and services under this Agreement, (ii) to

execute, deliver, and perform this Agreement and (iii) to incur the obligations provided for under this Agreement.

(d) Effectiveness and Enforceability of the Renewal Charter and the Academy/Sponsor Agreement. Each of the Renewal Charter and the Academy/Sponsor Agreement is in full force and effect and constitutes a valid and binding obligation of each party thereto, enforceable in accordance with its terms except as such enforceability may be limited by bankruptcy, insolvency, reorganization, moratorium, fraudulent conveyance, and other laws of general applicability relating to or affecting creditors' rights and by general principles of equity.

(e) Non-Contravention. There does not exist, and the execution and delivery of this Agreement by the Academy and the performance by the Academy of its obligations hereunder will not constitute, under the Renewal Charter, the Academy/Sponsor Agreement or any other agreement, contract, note, lease, license, or other instrument to which the Academy is party or by which it or any of its properties or assets is bound, any violation, breach or event of default or event or condition that, after notice or lapse of time or both, would constitute a violation, breach event of default thereunder by the Academy or, to the knowledge of the Academy, any other party thereto. The Academy has delivered to K12 a true and complete copy of each of the Renewal Charter and the Academy/Sponsor Agreement.

(f) Certain Provisions of the Renewal Charter. The Renewal Charter authorizes the Academy to operate and receive the federal, state and local education funds identified in this Agreement, as well as other revenues, and otherwise vests the Academy with all powers necessary and desirable for carrying out the Educational Program and other activities contemplated in this Agreement.

(g) Compliance of Educational Program with Applicable Law. The Educational Program will comply with, and the Academy will ensure that it will continue to comply with, Applicable Law.

(h) Provision of Authority to K12. The Academy has provided and will provide K12 with all authority and power necessary and proper for K12 to undertake its responsibilities, duties, and obligations provided for in this Agreement.

(i) Renewal of the Renewal Charter. The Academy will use best efforts to renew the Renewal Charter upon expiration.

(j) No Rights in K12 Proprietary Materials or the K12 Proprietary Marks. The Academy has no intellectual property rights or claims in the K12 Proprietary Materials or the K12 Proprietary Marks and will make no such claims in the future.

11.03 Mutual Warranties. Each party warrants to the other that there are no pending actions, claims, suits, or proceedings, to its knowledge, threatened against it, which if adversely determined, would have a material adverse effect on its ability to perform its obligations under this Agreement.

ARTICLE XII

MISCELLANEOUS

12.01 Coordination; Exercise of Approval or Consent Rights.

(a) Coordination and Consultation. The parties will coordinate the performance of their respective activities hereunder and will establish such procedures as they shall mutually agree to be effective for achieving the purposes of this Agreement and allowing each of them to perform its obligations and exercise its rights under this Agreement. Without limiting the generality of the foregoing, K12's legal counsel and the Academy's legal counsel will consult from time to time with respect to the requirements of Applicable Law, the Renewal Charter, the Academy/Sponsor Agreement and the Academy's and the Sponsor's policies as they relate to the operations of the Academy.

(b) Approval or Consent Rights. In performing services and its other obligations under this Agreement, or in exercising its rights under this Agreement, including granting or withholding any consents or approvals or making any requests of the other party, each party must act reasonably (including as to the timing of its actions) except to the extent that this Agreement provides that it may act as it determines "in its sole judgment" or "its sole discretion," or words to that effect, in the applicable provision. Whenever it is provided in this Agreement that the parties will or may agree as to a certain matter, each party will have the right to agree or disagree in its sole discretion following good faith discussions.

12.02 Non-Solicitation. The Academy hereby agrees that it will not solicit K12 employees and will refrain from hiring K12 employees without the prior approval and written consent of K12 either during the Term or for one year after termination of this Agreement. K12 hereby agrees that it will not solicit Academy employees and will refrain from hiring Academy employees without the prior approval and written consent of the Academy either during the Term or for one year after termination of this Agreement.

12.03 Dispute Resolution. In the event of a dispute between the parties arising under or relating to this Agreement, the parties will attempt to resolve such dispute in good faith as set forth in this Section 12.03. Within five (5) business days after either party provides written notice of its desire to initiate the dispute resolution procedures set forth in this Section 12.03, a representative of each party will begin discussions to resolve such dispute and shall work together in good faith to resolve such dispute. If such dispute is not resolved within ten (10) business days after such initial notice, then either party may escalate such dispute upon written notice. Within three (3) business days after such escalation notice, an executive of K12 designated by K12 and a member of the Governing Authority designated by the Governing Authority will begin discussions to resolve such dispute and shall work together in good faith to resolve such dispute. If such dispute is not resolved within ten (10) business days after such further escalation notice, then either party may refer the dispute to non-binding mediation upon written notice. Within ten (10) business days after such notice, the parties will convene with a professional mediator mutually agreed upon by the parties, or absent mutual agreement, a professional mediator selected through the selection procedures administered by the American Arbitration Association. Each party will cause the individuals specified herein to devote a reasonable amount of time to the dispute resolution procedures set forth in this Section 12.03, with the reasonableness of such amount to be

determined in light of the common goal for such individuals to resolve such dispute within the applicable time periods set forth herein. Such individuals will attend meetings and participate in telephone conferences or video conferences as reasonably requested by either party. If the dispute is not resolved within twenty (20) business days after the first convening with a mediator as described above, either party may declare an impasse concluding the mediation process. Neither party may initiate or pursue any legal proceeding relating to a dispute arising under or relating to this Agreement until the parties have completed the dispute resolution procedures set forth in this Section 12.03; provided that nothing in this Section 12.03 shall prohibit either party from seeking or obtaining an order for injunctive relief. The dispute resolution procedures described herein will be deemed complete upon the earlier to occur of the following: (i) the parties mutually agree in writing to discontinue the dispute resolution procedures; and (ii) the relevant dispute is not resolved within the time periods provided under herein. Each party will bear its own costs and expenses associated with the dispute resolution procedures set forth in this Section 12.03, except that the parties will share equally any fees payable to a professional mediator. Notwithstanding the foregoing, either party may, upon determination at its sole discretion that the delay occasioned by the above procedure would cause it to suffer irreparable harm, seek immediate judicial relief as available in law or equity, and the initiation of any judicial proceeding will suspend the dispute resolution procedures set forth in this Section 12.03. The decision of a party not to seek judicial relief during the pendency of the above described dispute resolution procedures will not create any inference respecting the presence or absence of irreparable harm.

12.04 Jurisdiction and Venue. Each party: (a) irrevocably and unconditionally consents and submits to the jurisdiction of the state and federal courts located in the Commonwealth of Virginia for purposes of any action, suit or proceeding arising out of or relating to this Agreement; (b) agrees that service of any process, summons, notice or document by U.S. registered mail to the address set forth opposite the name of such party at the end of this Agreement shall be effective service of process for any such action, suit or proceeding brought against such party; (c) irrevocably and unconditionally waives any objection to the laying of venue of any action, suit or proceeding arising out of or relating to this Agreement in any state or federal court located in the Commonwealth of Virginia, and (d) irrevocably and unconditionally waives the right to plead or claim, and irrevocably and unconditionally agrees not to plead or claim, that any action, suit or proceeding arising out of or relating to this Agreement that is brought in any state or federal court located in the Commonwealth of Virginia has been brought in an inconvenient forum.

12.05 Force Majeure. Notwithstanding any other sections of this Agreement, no party will be liable for any delay in performance or inability to perform due to acts of God or due to war, riot, terrorism, civil war, embargo, fire, flood, explosion, sabotage, accident, labor strike, or other acts beyond its reasonable control and unrelated to its fault or negligence.

12.06 Governing Law. The laws of the Commonwealth of Virginia without regard to its conflict of laws provisions will govern this Agreement, its construction, and the determination of any rights, duties, and remedies of the parties arising out of or relating to this Agreement.

12.07 Entire Agreement. This Agreement, including the Addendum and the Exhibits hereto (all of which constitute part of this Agreement), constitutes the entire agreement of the parties with respect to the subject matter hereof, and supersedes all previous oral and written, and all contemporaneous oral, negotiations, commitments, agreements and understandings relating

hereto

12.08 Counterparts, Facsimile Transmissions. This Agreement may be executed in counterparts, each of which will be deemed an original, but both of which will constitute one and the same instrument. Each party may rely on facsimile signature pages as if such facsimile pages were originals.

12.09 Official Notices. All notices and other communications required by the terms of this Agreement will be in writing and sent to the parties hereto at the addresses set forth below (and such addresses may be changed upon proper notice to such addressees). Notice may be given by: (i) certified or registered mail, postage prepaid, return receipt requested, (ii) reputable overnight carrier, postage prepaid, (iii) facsimile (with confirmation of transmission by sender's facsimile machine), or (iv) personal delivery (with written receipt confirming such delivery). Notice will be deemed to have been given (i) two days after mailing as described in clauses (i) and (ii) of the foregoing sentence, (ii) on the date of personal delivery or (iii) on the date of transmission of a facsimile if on a business day during normal business hours (or, if not, the next succeeding business day). Electronic mail does not constitute official notice under this Agreement. The addresses of the parties are:

For K12 :

To:
President, K12 Inc.
230 Corporate Park Drive
Herndon, VA 20171
(Fax) 703-288-6740

With a copy to:
General Counsel, K12 Inc.
230 Corporate Park Drive
Herndon, VA 20171
(Fax) 703-288-6740

For the Academy:

To:
[to be provided by Academy]

With a copy to:

[to be provided by Academy]

12.10 Assignment. Except as otherwise provided in this Agreement, neither party may assign or delegate any rights or obligations under this Agreement without the prior written consent of the other party. Except as prohibited by Applicable Law or the Renewal Charter, K12 may assign all of its rights and obligations under this Agreement to any person or entity that controls K12, is controlled by K12, or is under common control with K12 or to any successor in interest that acquires all or substantially all of the assets of K12. K12 may delegate the performance of its duties hereunder to any person or entity but shall be responsible for the performance, in accordance with the terms of this Agreement, of any services performed by its delegees.

12.11 Amendment. This Agreement will not be altered, amended, modified, or supplemented except in a written document executed by the parties.

12.12 Waiver. No waiver of any provision of this Agreement will be effective unless in writing, nor will such waiver constitute a waiver of any other provision of this Agreement, nor will such waiver constitute a continuing waiver unless otherwise expressly stated.

12.13 Severability. The parties intend that each provision hereof constitute a separate agreement between them. Accordingly, the provisions hereof are severable and in the event that any provision of this Agreement shall be deemed invalid or unenforceable in any respect by a court of competent jurisdiction, the remaining provisions hereof will not be affected, but will, subject to the discretion of such court, remain in full force and effect, and any invalid or unenforceable provision will be deemed, without further action on the part of the parties, amended and limited to the extent necessary to render the same valid and enforceable and reflect the intent of the parties. To the extent that any of the services to be provided by K12 are found to be overbroad or an invalid delegation of authority by the Academy, such services will be construed to be limited to the extent necessary to make the services valid and binding.

12.14 Successors and Assigns. This Agreement will be binding upon, and inure to the benefit of, the parties and their respective successors and permitted assigns.

12.15 No Third-Party Rights. This Agreement is made for the sole benefit of the Academy and K12 and their respective successors and permitted assigns. Except as set forth in Articles VIII and IX and except for each Affiliate of K12, which shall be a third party beneficiary of this Agreement, nothing in this Agreement will create or be deemed to create a relationship between the parties to this Agreement, or any of them, and any third person, including a relationship in the nature of a third-party beneficiary or fiduciary.

12.16 Survival of Termination. All representations, warranties, and indemnities made in this Agreement will survive termination of this Agreement as will the provisions of Section 7.03, Article VIII and this Article XII.

12.17 Affiliate of K12 Defined. For purposes of this Agreement, an "Affiliate" of K12 is an entity that controls, is controlled by, or under common control with, K12 and "control" means the possession, directly or indirectly, of the power to direct or cause the direction of the management policies of an entity, whether through the ownership of securities, by contract or otherwise.

12.18 Headings and Captions. The headings and captions appearing in this Agreement have been included only for convenience and shall not affect or be taken into account in the interpretation of this Agreement.

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the date and year first above written.

_____, a _____ corporation

By: _____

Its: _____

K12 Inc., a Delaware corporation

By: _____

Its: _____

Addendum 1

K12 Services for and on behalf of the Academy

The list of services below provide an indication of the nature and type of services that K12 is prepared to provide to the Academy. K12 and the Academy will work together to see that the services provided fit with the particular priorities and needs of the Academy and that the services are adapted over time to conform with the changing issues and needs of the Academy.

Educational Services

Student Account Management System

- ❑ Research, study, and select a Web-based student information system to handle student records, grades, attendance, registration, enrollment, health, and other necessary information
- ❑ Set up and maintain student information and accounting systems
- ❑ Provide electronic security of student records (through the use of encryption, firewalls, etc.
- ❑ Prepare for, supervise, and implement all system roll-overs at the end of each academic year
- ❑ Maintain and improve SAMS to meet evolving student and teacher requirements
- ❑ Design and implement systems in support of student performance research and analysis

Administrative Services

Human Resources

- ❑ Place advertisements for administration, teacher, and staff recruiting
- ❑ Organize recruiting sites for teaching staff interviews
- ❑ Review and sort resumes
- ❑ Assemble interview team
- ❑ Conduct interviewing (including second- and third-round, if necessary)
- ❑ Correspond with applicants regarding the status of their applications
- ❑ Check references / certification / background checks of finalists
- ❑ Prepare employment agreements for teachers on behalf of the Governing Authority
- ❑ Negotiate and secure benefits for health, retirement, etc. for teachers on the Academy's behalf
- ❑ Manage employee benefits for the Academy

Financial

- ❑ Assist in establishing a line of credit for the Academy's day-to-day operations on the Academy's behalf, if required
- ❑ Hire and train the Academy's Business Manager
- ❑ Set up third-party accounting, reporting and planning software
- ❑ Establish the Academy's chart of accounts according to state guidelines
- ❑ Prepare periodic budget assessments
- ❑ Prepare periodic reports on actual performance as compared to approved budget
- ❑ Prepare annual budget for adoption by the Governing Authority
- ❑ Perform accounting services for the Academy
- ❑ Prepare and file required non-profit filings
- ❑ Assist with the administration of federal entitlement programs (e.g., Title I, I.D.E.A.)
- ❑ Assist in identifying and developing fundraising and revenue enhancements on behalf of the Academy
- ❑ Administer school payroll
- ❑ Establish and implement policies and procedures to maintain proper internal controls
- ❑ Assist and coordinate in third-party audit of the Academy

Legal

- ❑ Work with local counsel to the Governing Authority, if any, on legal matters affecting or of the Academy

Facilities

- ❑ Research and identify a location for the Academy
- ❑ Negotiate a lease and or leasehold improvements on the Academy's behalf as required

Administration

- ❑ Hire Head of School , Assistant Head of School (as needed), Director of Technology (as needed), Director of Special Education, Business Manager, and other administrators, as needed
- ❑ Propose policies and procedures for the Academy
- ❑ Assist with creating a secure filing system
- ❑ Enter student data into the Academy's student information system and generate administrative reports
- ❑ Plan and arrange school orientation sessions
- ❑ Arrange contracts with school districts, education services centers, and professional service providers for special education and other support services on the Academy's behalf
- ❑ Manage day-to-day operations with families, students, teachers, Governing Authority, press, vendors, contractors, districts, education service centers, etc.
- ❑ Oversee compliance with the Academy's policies and procedures, subject to Governing Authority oversight
- ❑ Report to the Governing Authority all significant developments in the Academy
- ❑ Manage budgets, personnel, and human resources issues
- ❑ Prepare the Academy to meet reporting and audit requirements

- ❑ Prepare the Academy for the accreditation process
- ❑ Represent the Academy at conferences and Open Houses
- ❑ Work with school staff to create, design, and arrange for the publication and dissemination the Academy's annual report
- ❑ Arrange for and attend meetings with individuals and groups interested in the Academy
- ❑ Develop community outreach strategy and connect with local organizations (e.g., YMCA's, Boys & Girls Clubs)
- ❑ Work regularly with the administration to develop human resources policies, bonus plans, and strategic plans for staffing, development, and growth
- ❑ Participate in the charter renewal process with the Governing Authority, as needed

Logistics

- ❑ Arrange for the negotiation, selection, contracting, distribution, leasing, and re-shipment or return (as necessary) of computers and printers for families, administrators, and teachers
- ❑ Arrange for the negotiation, selection, contracting, distribution, and re-shipment or return (as necessary) of instructional materials for students, administrators, and teachers on the Academy's behalf
- ❑ Create, design, and deliver virtual school binders to Academy teachers and administrators
- ❑ Set up and disseminate K12 login and password accounts to students, teachers, and administrators and manage changes to those accounts
- ❑ Collect fees from the school for any unreturned school property including materials and computers

Marketing and Design Team

- ❑ Design look and feel and maintain the content of the Academy-specific web site
- ❑ Design teacher, administrator, and student recruitment ads
- ❑ Design school recruitment materials
- ❑ Design school letterhead, cards, and logos
- ❑ Design school application and enrollment forms
- ❑ Design and code school calendars, threaded discussion groups, message boards, and other community-building aspects of the Academy-specific web site

Procurement

- ❑ Identify and source all curriculum and assessment materials necessary for the Educational Program
- ❑ Negotiate a distribution agreement with the Academy's school supply vendors on the Academy's behalf
- ❑ Negotiate a distribution agreement with the Academy's curriculum providers on the Academy's behalf
- ❑ Negotiate agreements with the Academy's professional service providers and testing centers for proctored examinations on the Academy's behalf

Admissions, Enrollment, and Pupil Recruitment

- ❑ Create, design, and publish the Academy's applications and enrollment packages and make them available on the Academy-specific web site for downloading
- ❑ Answer enrollment questions from potential families (phone, mail, and e-mail) and assist the Academy in managing the enrollment process, including the processing of paperwork and data entry
- ❑ Apprise families of their status in the Academy's enrollment process
- ❑ Work with the Academy to conduct a random lottery, by grade, if required
- ❑ Assist with public relations and demand creation for the Academy and its Open Houses and other events via mail, e-mail, newspapers, magazines, journals, radio, television, community forums, town hall meetings, and other forms of communication and outreach on the Academy's behalf
- ❑ Assist with the drafting and distribution of Academy press releases

Family Services

- ❑ Field and respond to incoming calls, letters, faxes, and e-mails about the Academy, its curriculum, the application/enrollment process, instructional materials, etc.
- ❑ Conduct focus groups, surveys, interviews, observation sessions, and/or user testing on the online school program to obtain feedback on how to improve the program
- ❑ Create "feedback buttons" on lessons so that students, parents, and teachers may send in lesson comments and suggestions; respond to suggestions and implement improvements
- ❑ Assist the Academy with setting up school outings and events throughout the year
- ❑ Assist with setting up and implementing special education policies, procedures, and services for children with special needs
- ❑ Conduct exit interviews for those who withdraw in order to learn more about how to improve the program for families

Teacher Training and Professional Development

- ❑ Advise and assist with the creation of teacher training materials for new and returning teachers
- ❑ Create and mail new student packages, including the "K12 Start-Up Guide" to newly enrolled families
- ❑ Assist with the design and implementation of parent orientation sessions
- ❑ Administer a discussion board for Academy teachers. Teachers may post questions or feedback on any topics relating to the role of a Virtual Academy teacher and get answers/feedback from teachers at other Academies and/or K12 personnel
- ❑ Provide teacher performance evaluation models to the Academy and advise the Academy on effective ways to measure teacher performance in a virtual setting
- ❑ Collect, analyze, and disseminate research on teacher quality in a virtual environment
- ❑ Work with the Academy to address the continuing professional development needs of the administration and staff

Charter Renewal

- ❑ Assist the Governing Authority with the development of the Academy's charter renewal application, including working with the Governing Authority to develop any necessary budgetary information
- ❑ Present and defend the Academy's charter renewal application with the Governing Authority before the Sponsor/Agency, as necessary, at public hearings

Technology Services

- ❑ Develop, design, publish, and maintain the Academy-specific interactive web site
- ❑ Negotiate a contract for and supervise the construction and installation of the Academy's internal computer and telephone network on the Academy's behalf
- ❑ Negotiate contracts with software vendors and office set-up vendors on the Academy's behalf
- ❑ Support teachers and customer care associates in answering technology-related questions from students, parents, teachers, and administrators
- ❑ Research, study, and select a web-filtering device to restrict student access to inappropriate materials on the Internet
- ❑ Assist with local, state, and federal reporting requirements
- ❑ Prepare the Academy for attendance and other audits
- ❑ Attend administrative training sessions on the web-based student information system to stay current with new plug-ins, fixes, and functionality
- ❑ Design and implement inventory management systems with the Academy's distribution and hardware vendors, as well as recycling programs, as needed
- ❑ Develop community tools on the Academy-specific web site (including threaded discussions, message boards, password protection, moderation functionality, etc.)
- ❑ Determine hardware configurations (including software and operating systems) for the Academy's technology needs
- ❑ Conduct teacher and administrator training in all the Academy's technology systems
- ❑ Support the Academy's administration in troubleshooting system errors
- ❑ Arrange for the wired or wireless network on the Academy's behalf
- ❑ Arrange for the set-up of the network on the Academy's behalf
- ❑ Arrange for the installation of the PBX phone system on the Academy's behalf
- ❑ Identify the requirements and software to meet the computing needs of the Academy's students, teachers and administrators

Project Management

- ❑ Oversee changes to the Academy-specific web site to maintain quality assurance and make sure that there are not "version control" problems
- ❑ Coordinate security, creative, and content issues pertaining to the Academy-specific web site
- ❑ Coordinate web hosting contracts and relationships with vendors, as needed, on the Academy's behalf
- ❑ Handle technical design and content issues for the Academy-specific web site and send issues to the appropriate person or division for resolution
- ❑ Coordinate media planning and activities to support student recruitment efforts

Exhibit 1

Prevailing Rates for Educational Services

The prices have not yet been set for 2010-2011 school year.

Prices for districts and schools supported by K12 are aligned with schools managed and operated by K12. The Academy will provide the sponsoring district with these prices if requested.

Exhibit 2

Prevailing Rates for Administrative Services

The prices have not yet been set for 2010-2011 school year.

Prices for districts and schools supported by K12 are aligned with schools managed and operated by K12. The Academy will provide the sponsoring district with these prices if requested.

Exhibit 3

Prevailing Rates for Technology Services

The prices have not yet been set for 2010-2011 school year.

Prices for districts and schools supported by K12 are aligned with schools managed and operated by K12. The Academy will provide the sponsoring district with these prices if requested.

Exhibit 4

Educational Experience Survey Question

This following question will be posed to Academy parents in the month of June, via Websurveyor.net and reported to the Academy no later than August of the same calendar year. The question will be given to a random stratified sample of Academy parents. Upon request, K12 will provide the Governing Board or its designee with the ability to view the survey data for audit purposes.

	Very satisfied	Satisfied	Dissatisfied	Very dissatisfied
Quality of lesson content				
Age-appropriateness of content				
Instructional approach				
Quality of lesson materials				
Planning and Progress tools				
Amount of time spent preparing for lessons				
Amount of time spent working on lessons				
Quality of hardware (computer, monitor, printer)				
Delivery of shipped-in supplies (lesson materials, computer, etc.)				
Support provided by Virtual Academy teacher(s)				
Support provided by Customer Care/Tech Support				
Your student's progress				
Your student's attitude toward learning				

SUPPLEMENTAL DOCUMENT #9

SAMPLE K12 HIGH SCHOOL COURSE CATALOG



High School Course Catalog 2009-2010 School Year

Multiple Levels for Diverse Learners

K¹² provides more than 105 high school courses designed to help you earn your high school diploma, find your own path, and follow it to post-high school success—whether that's in college or in the workforce. With the K¹² curriculum it's your education and your choice.

K¹² offers Math, English, Science, and History courses in multiple levels—**Core, Comprehensive, Honors, and Advanced Placement® (AP®)**—to meet the needs of diverse learners. You can also take up to four years of a world language (depending on the language), and choose from a variety of electives, including anthropology, Web design, and digital photography.

Unlike other programs, where a student must be in a particular “academic path”, the K¹² program allows students to chart their own course, choosing from among the four levels of courses to match their aptitude and goals. So, if a student excels in Math and Science, they may take all Honors/AP® courses in those subjects, while choosing from among the Core and Comprehensive English and History courses. These multiple course levels prevent you from being “locked in” to one level of a particular subject, and account for natural progress and growth.

Online Courses Designed for Online Delivery

K¹² serves more online courses to the K–12 market than any other online curriculum provider—and it's in large part because K¹² sets the highest standard of course quality.

K¹² never just scans a textbook and calls it an online course. K¹² courses are designed and developed for online delivery from the outset. The K¹² team of curriculum experts and course designers start from scratch, thoroughly scoping out the learning objectives for each course. They map out a strategy for how best to accomplish those objectives using online text, graphics, charts, illustrations, interactive demonstrations, offline reading materials or activities, and interactive online discussions. Then, usability testing is conducted with the intended audience to make sure students can easily navigate through the lessons and master the intended learning objectives.

K¹² knows that the combination of rich, engaging content with interesting, interactive demonstrations and activities helps students absorb and retain information. The use of graded assignments and assessments further allows students to demonstrate progress toward learning objectives.

Four Levels of Core Subjects

With the K¹² high school curriculum, students can harness the power of individualized learning by choosing from the following four levels of Math, English, Science, and History courses:

The K¹² Core courses are similar to the standard courses offered by many other programs. They meet all academic requirements for each course area, both for graduation and for potential admission into a wide range of colleges. In K¹² Core courses, topics are broken into discrete modules that are taught in tandem with the framework students need to develop strong study skills. Rich, engaging content with interesting, interactive demonstrations and activities help students in our Core courses to absorb and retain the information presented. Optional content and activities are also available to students wishing to study a particular topic in more depth.

K¹² Comprehensive courses are designed for students with a strong foundational knowledge and aptitude in the subject area being covered, as well as solid study skills. As a result, students in our Comprehensive courses do more extensive writing and research projects, and tackle problems that require more analytical thinking. Course projects and activities also demand more independent thinking and self-discipline than projects in Core courses. As with Core courses, additional content and activities are provided to students wishing to delve more deeply into a topic.

K¹² Honors courses hold students to a greater degree of accountability, and demand even greater independence and self-discipline than their Comprehensive counterparts. Students synthesize and evaluate information and concepts from multiple sources and read texts typically assigned in college-level courses. Students also demonstrate college-level writing in essays that require analysis of primary and secondary sources, responsible use of evidence, and comprehensive citation of sources. Successful completion of prerequisites, teacher/school counselor recommendation, and a strong interest in the subject are recommended for enrollment in a K¹² Honors course.

K¹² Advanced Placement® (AP®) courses are college-level courses that follow curriculum specified by the College Board. Like K¹² Honors courses, AP® courses require a greater degree of self-discipline for in-depth study of the subject. These courses are designed to prepare students for success on AP® exams, providing students the opportunity to earn credit at most of the nation's colleges and universities. Successful completion of prerequisites, teacher/school counselor recommendation, and a strong interest in the subject are recommended for enrollment in an AP® course.

K¹² 2009-2010 High School Course List

<p>English</p> <p>Core ENG102: Literary Analysis and Composition I ENG202: Literary Analysis and Composition II ENG302: American Literature ENG402: British and World Literature</p> <p>Comprehensive ENG103: Literary Analysis and Composition I ENG203: Literary Analysis and Composition II ENG303: American Literature ENG403: British and World Literature</p> <p>Honors/AP* ENG104: Honors Literary Analysis and Composition I ENG204: Honors Literary Analysis and Composition II ENG304: Honors American Literature ENG404: Honors British and World Literature ENG500: AP* English Language and Composition ENG510: AP* English Literature and Composition</p> <p>Electives ENG010: Journalism</p>	<p>Mathematics</p> <p>Core MTH102: Math Foundations MTH112: Pre-Algebra MTH122: Algebra I MTH202: Geometry MTH302: Algebra II MTH312: Business and Consumer Math*</p> <p>Comprehensive MTH113: Pre-Algebra MTH123: Algebra I MTH203: Geometry MTH303: Algebra II MTH403: Pre-Calculus/Trigonometry</p> <p>Honors/AP* MTH124: Honors Algebra I MTH204: Honors Geometry MTH304: Honors Algebra II MTH500: AP* Calculus AB MTH510: AP* Statistics</p> <p>Electives BUS030: Personal Finance*</p>	<p>World Languages</p> <p>Comprehensive WLG100: Spanish I WLG200: Spanish II WLG300: Spanish III WLG110: French I WLG210: French II WLG310: French III WLG120: German I WLG220: German II WLG130: Latin I WLG230: Latin II WLG140: Chinese I WLG240: Chinese II</p> <p>Honors/AP* WLG500: AP* Spanish Language WLG510: AP* French Language</p>
<p>History and Social Sciences</p> <p>Core HST102: World History HST202: Modern World Studies HST212: Geography and World Cultures* HST302: U.S. History HST312: Modern U.S. History HST402: U.S. Government and Politics* HST412: U.S. and Global Economics*</p> <p>Comprehensive HST103: World History HST203: Modern World Studies HST213: Geography and World Cultures* HST303: U.S. History HST313: Modern U.S. History HST403: U.S. Government and Politics* HST413: U.S. and Global Economics*</p> <p>Honors/AP* HST204: Honors Modern World Studies HST304: Honors U.S. History HST314: Honors Modern U.S. History HST500: AP* U.S. History HST510: AP* U.S. Government and Politics* HST520: AP* Macroeconomics* HST530: AP* Microeconomics* HST540: AP* Psychology*</p> <p>Electives HST010: Anthropology* HST020: Psychology* HST030: Macroeconomics*</p>	<p>Science</p> <p>Core SCI102: Physical Science SCI112: Earth Science SCI202: Biology SCB02: Chemistry</p> <p>Comprehensive SCI113: Earth Science SCI203: Biology SCB03: Chemistry SCI403: Physics</p> <p>Honors/AP* SCI114: Honors Earth Science SCI204: Honors Biology SCB04: Honors Chemistry SCI404: Honors Physics SC500: AP* Biology SC510: AP* Chemistry SC520: AP* Physics B</p> <p>Electives SCI010: Environmental Science SCI020: Life Science: Oceanography*</p>	<p>Electives and Additional Courses</p> <p>ART010: Fine Art ART020: Music Appreciation BUS010: Business Communication and Career Exploration** BUS020: Business and Personal Relationships* BUS030: Personal Finance* BUS040: Introduction to Entrepreneurship* (Available Winter 2010) ENG010: Journalism HST010: Anthropology* HST020: Psychology* HST030: Macroeconomics* SCI010: Environmental Science SCI020: Life Science: Oceanography* OTH010: Skills for Health* OTH020: Physical Education* OTH030: Career Planning* OTH040: Study Skills and Learning Strategies*</p> <p>Technology and Computer Science TCH010: Computer Literacy I* TCH020: Computer Literacy II* TCH030: Digital Photography and Graphics* TCH040: Web Design* TCH050: Digital Video Production* TCH060: C++ Programming* TCH070: Game Design I* TCH080: Game Design II* TCH090: Online Game Design* TCH016: Flash Animation* TCH017: 3D Art I—Modeling* TCH018: 3D Art II—Animation* (Available Winter 2010) TCH019: Computer-Aided Design (CAD)* (Available Winter 2010)</p> <p>Orientation ORN010: Online Learning 09-10 ORN020: Finding Your Path—Planning for Career and College</p>

*This is a one-semester course.

English

ENG102: Literary Analysis and Composition I

In this course, students work on their written and oral communication skills, while strengthening their ability to understand and analyze works of literature, both classic and modern.

Literature: Students read short stories, poetry, drama, novels, essays, and informative articles. The course sharpens reading comprehension skills and engages readers in literary analysis as they consider important human issues and challenging ideas. Students also learn to read for information in nonfiction texts.

Language Skills: Students learn to express their ideas effectively. They sharpen their composition skills through focus on writing good paragraphs and essays in a variety of genres, such as persuasive and research essays. Students plan, organize, and revise written works in response to feedback on drafts. In grammar, usage, and mechanics lessons, students expand their understanding of parts of speech, phrases and clauses, sentence analysis and structure, agreement, punctuation, and other conventions. Vocabulary lessons build knowledge of Greek and Latin words that form the roots of many English words. Students use word origins and derivations to determine the meaning of new words as they increase their vocabularies.

Course length: Two semesters

Materials: *Explorations: An Anthology of Literature, Volume A; English Language Handbook; Vocabulary from Classical Roots, Book B; Julius Caesar for Young People*

Prerequisites: Middle school English/language arts

Note: This course is only for students who are new to the K¹² curriculum. Students who have taken K¹² Intermediate English A or B, or K¹² middle school Literary Analysis and Composition courses, should not enroll in this course.

ENG103: Literary Analysis and Composition I

This course challenges students to improve their written and oral communication skills, while strengthening their ability to understand and analyze literature in a variety of genres.

Literature: Students read a broad array of short stories, poetry, drama, novels, autobiographies, essays, and famous speeches. The course guides students in the close reading and critical analysis of classic works of literature, and helps them appreciate the texts and the contexts in which the

works were written. Literary selections range from classic works such as Shakespeare's *Romeo and Juliet* to contemporary pieces by authors such as Maya Angelou

Language Skills: Students broaden their composition skills by examining model essays in various genres by student and published writers. Through in-depth planning, organizing, drafting, revising, proofreading, and feedback, they hone their writing skills. Students build on their grammar, usage, and mechanics skills with in-depth study of sentence analysis and structure, agreement, and punctuation, reinforced by online activities (Skills Updates). Student vocabularies are enhanced through the study of Greek and Latin root words, improving students' ability to decipher the meanings of new words.

Course length: Two semesters

Materials: *Classics for Young Readers, Volume B; Classics for Young Readers, Volume B: An Audio Companion; BK English Language Handbook, Level 1; Vocabulary from Classical Roots, Book C; The Narrative of the Life of Frederick Douglass, An American Slave, by Frederick Douglass; Anne Frank: Diary of a Young Girl, by Anne Frank; Romeo and Juliet, by William Shakespeare*

Prerequisites: K¹² Intermediate English A and B, or equivalent

Note: Students who have already succeeded in K¹² middle school Literary Analysis and Composition should not enroll in this course.

ENG104: Honors Literary Analysis and Composition I

This course challenges students to improve their written and oral communication skills, while strengthening their ability to understand and analyze literature in a variety of genres. Students enrolled in this course work on independent projects that enhance their skills and challenge them to consider complex ideas and apply the knowledge they have learned.

Literature: Students read a broad array of short stories, poetry, drama, novels, autobiographies, essays, and famous speeches. The course guides students in the close reading and critical analysis of classic works of literature, and helps them appreciate the texts and the contexts in which the works were written. Literary selections range from the Greek tragedy *Antigone* to Shakespeare's *Romeo and Juliet* to contemporary pieces by authors such as Annie Dillard and Maya Angelou.

Language Skills: Students broaden their composition skills by examining model essays in various genres by student and published writers. Through in-depth planning, organizing,



drafting, revising, proofreading, and feedback, they hone their writing skills. Students build on their grammar, usage, and mechanics skills with in-depth study of sentence analysis and structure, agreement, and punctuation, reinforced by online activities. Student vocabularies are enhanced through the study of Greek and Latin root words, improving students' ability to decipher the meanings of new words.

Course length: Two semesters

Materials: *Classics for Young Readers, Volume B; Classics for Young Readers, Volume B: An Audio Companion; BK English Language Handbook, Level 1; Vocabulary from Classical Roots, Book C; The Narrative of the Life of Frederick Douglass, An American Slave*, by Frederick Douglass; *Anne Frank: Diary of a Young Girl*, by Anne Frank; *Romeo and Juliet*, by William Shakespeare

Prerequisites: Success in K¹² Intermediate English A and B, or equivalent, and teacher/school counselor recommendation

Note: Students who have already succeeded in K¹² middle school *Literary Analysis and Composition* should not enroll in this course.

ENG202: Literary Analysis and Composition II

In this course, students build on their language skills while reading classic and modern works of literature and improving their writing skills.

Literature: Students read short stories, poetry, drama, and novels, sharpening their reading comprehension skills and analyzing important human issues.

Language Skills: Students continue to work on their oral and written expression skills, writing a variety of essays, including persuasive and research essays. Students plan, organize, and revise their essays in response to feedback. They build on their skills in grammar, usage, and mechanics by studying parts of speech, phrases and clauses, sentence analysis and structure, agreement, punctuation, and other conventions. Thematic units focus on word roots, suffixes and prefixes, context clues, and other strategies help students strengthen their vocabularies.

Course length: Two semesters

Materials: *Explorations: An Anthology of Literature, Volume B; The Miracle Worker*, by William Gibson

Prerequisites: ENG102: *Literary Analysis and Composition I*, or equivalent

Note: Students who have taken K¹² Intermediate English A or B or K¹² middle school *Literary Analysis and Composition* courses should not enroll in this course.

ENG203: Literary Analysis and Composition II

In this course, students build on existing literature and composition skills and move to higher levels of sophistication.

Literature: Students hone their skills of literary analysis by reading short stories, poetry, drama, novels, and works of nonfiction, both classic and modern. Authors include W. B. Yeats, Sara Teasdale, Langston Hughes, Robert Frost, Edgar Allan Poe, Nathaniel Hawthorne, Kate Chopin, Amy Tan, and Richard Rodriguez. Students read Shakespeare's *Macbeth*. They are offered a choice of novels and longer works to study, including works by Jane Austen, Charles Dickens, Elie Wiesel, and many others.

Language Skills: In this course, students become more proficient writers and readers. In composition lessons, students analyze model essays from readers' and writers' perspectives, focusing on ideas and content, structure and organization, style, word choice, and tone. Students receive feedback during the writing process to help them work toward a polished final draft. In addition to writing formal essays, résumés, and business letters, students write and deliver a persuasive speech. Students expand their knowledge of grammar, usage, and mechanics through sentence analysis and structure, syntax, agreement, and conventions. Unit pretests identify skills to address more fully. Students strengthen their vocabularies through thematic units focused on word roots, suffixes and prefixes, context clues, and other important vocabulary-building strategies.

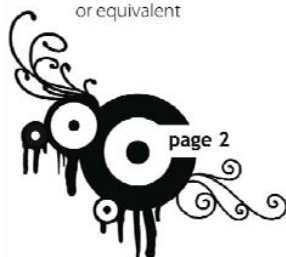
Course length: Two semesters

Materials: *Journeys in Literature: Classic and Modern, Volume B; Journeys in Literature: Classic and Modern, Volume B: An Audio Companion; Vocabulary for Achievement, Fourth Course; Macbeth*, by William Shakespeare

Prerequisites: ENG103: *Literary Analysis and Composition I*, or equivalent

ENG204: Honors Literary Analysis and Composition II

In this course, students build on existing literature and composition skills and move on to higher levels of sophistication. Students work on independent projects that enhance their skills and challenge them to consider complex ideas and apply the knowledge they have learned.



Literature: Students hone their skills of literary analysis by reading short stories, poetry, drama, novels, and works of nonfiction, both classic and modern. Authors include W. B. Yeats, Sara Teasdale, Langston Hughes, Robert Frost, Edgar Allan Poe, Nathaniel Hawthorne, Kate Chopin, Amy Tan, Richard Rodriguez, and William Shakespeare. Students have a choice of novels and longer works to study, including works by Jane Austen, Charles Dickens, and Elle Wiesel.

Language Skills: In this course, students become more proficient writers and readers. In composition lessons, students analyze model essays from readers' and writers' perspectives, focusing on ideas and content, structure and organization, style, word choice, and tone. Students receive feedback during the writing process to help them work toward a polished final draft. In addition to writing formal essays, résumés, and business letters, students write and deliver a persuasive speech. Students expand their knowledge of grammar, usage, and mechanics through sentence analysis and structure, syntax, agreement, and conventions. Unit pretests identify skills to address more fully. Students strengthen their vocabularies through thematic units focused on word roots, suffixes and prefixes, context clues, and other important vocabulary-building strategies.

Course length: Two semesters
Materials: *Journeys in Literature: Classic and Modern, Volume B; Journeys in Literature: Classic and Modern, Volume B: An Audio Companion; Vocabulary for Achievement, Fourth Course*
Prerequisites: Success in ENG104: Honors Literary Analysis and Composition I, or equivalent, and teacher/school counselor recommendation

ENG302: American Literature

In this genre-based course, students sharpen their reading comprehension skills and analyze important themes in classic and modern works of American literature, including short stories, poetry, drama, and novels. Students refine their skills of written expression by writing memoirs, persuasive essays, research essays, workplace documentation, and more. They develop vocabulary skills and refresh their knowledge of grammar, usage, and mechanics in preparation for standardized tests.

Literature: Students read short stories, poetry, drama, and novels, sharpening their reading comprehension skills and analyzing important themes in American literature.

Language Skills: Students continue to work on their oral and written expression skills, writing a variety of essays including memoirs, persuasive and research essays, and workplace documentation. Students plan, organize, and revise their essays in response to feedback.

Course length: Two semesters
Materials: *Explorations: An Anthology of American Literature, Volume C; Our Town, by Thornton Wilder; To Kill a Mockingbird, by Harper Lee*
Prerequisites: ENG202: Literary Analysis and Composition II, or equivalent

ENG303: American Literature

In this course, students read and analyze works of American literature from Colonial to contemporary times, including poetry, short stories, novels, drama, and nonfiction. The literary works provide opportunities for critical writing, creative projects, and online discussions. Students develop vocabulary skills and refresh their knowledge of grammar, usage, and mechanics in preparation for standardized tests.

Course length: Two semesters
Materials: *Journeys in Literature: American Traditions, Volume C; The Great Gatsby, by F. Scott Fitzgerald; The Glass Menagerie by Tennessee Williams. Students will also read one selection of their choice from the following: The Old Man and the Sea, by Ernest Hemingway; The House on Mango Street, by Sandra Cisneros; A Lesson Before Dying, by Ernest Gaines; The Red Badge of Courage, by Stephen Crane*
Prerequisites: ENG203: Literary Analysis and Composition II, or equivalent

ENG304: Honors American Literature

In this course, students read and analyze works of American literature from Colonial to contemporary times, including poetry, short stories, novels, drama, and nonfiction. The literary works provide opportunities for critical writing, creative projects, and online discussions. Students develop vocabulary skills and refresh their knowledge of grammar, usage, and mechanics in preparation for standardized tests. Students enrolled in this challenging course will also complete independent projects that deepen their understanding of the themes and ideas presented in the curriculum.



Course length: Two semesters

Materials: *Journeys in Literature: American Traditions, Volume C; The Great Gatsby*, by F. Scott Fitzgerald; *The Glass Menagerie*, by Tennessee Williams. Students will also read one selection of their choice from the following: *The Old Man and the Sea*, by Ernest Hemingway; *The House on Mango Street* by Sandra Cisneros; *A Lesson Before Dying*, by Ernest Gaines; *The Red Badge of Courage*, by Stephen Crane; and two selections of their choice from the following: *Billy Budd*, by Herman Melville, *A Connecticut Yankee in King Arthur's Court*, by Mark Twain; *Catcher in the Rye*, by J.D. Salinger; *Song of Solomon*, by Toni Morrison

Prerequisites: Success in ENG204: Honors Literary Analysis and Composition II, or equivalent, and teacher/school counselor recommendation

ENG402: British and World Literature

This course engages students in selections from British and World literature from the ancient world through modern times. They practice analytical writing and have opportunities for creative expression. Students also practice test-taking skills for standardized assessments in critical reading and writing.

Course length: Two semesters

Materials: TBD

Prerequisites: ENG302: American Literature

ENG403: British and World Literature

Students read selections from British and World literature in a loosely organized chronological framework. They analyze the themes, styles, and structures of these texts and make thematic connections among diverse authors, periods, and settings. Students complete guided and independent writing assignments that refine their analytical skills. They have opportunities for creative expression in projects of their choosing. Students also practice test-taking skills for standardized assessments in critical reading and writing.

Course length: Two semesters

Materials: TBD

Prerequisites: ENG303: American Literature, or equivalent

ENG404: Honors British and World Literature

Students read selections from British and World literature in a loosely organized chronological framework. They analyze the themes, styles, and structures of these texts and make thematic connections among diverse authors, periods, and settings. Students work independently on many of their analyses and engage in creative collaboration with their peers. Students also practice test-taking skills for standardized assessments in critical reading and writing.

Course length: Two semesters

Materials: TBD

Prerequisites: ENG304: American Literature, or equivalent, and teacher/school counselor recommendation

ENG500: AP® English Language and Composition

Students learn to understand and analyze complex works by a variety of authors. They explore the richness of language, including syntax, imitation, word choice, and tone. They also learn composition style and process, starting with exploration, planning, and writing. This continues with editing, peer review, rewriting, polishing, and applying what they learn to academic, personal, and professional contexts. In this equivalent of an introductory college-level survey class, students prepare for the AP® exam and for further study in communications, creative writing, journalism, literature, and composition.

Course Length: Two semesters

Materials: *The Norton Reader: An Anthology of Nonfiction*, 11th ed.; *Writing: A College Handbook*, 5th ed.

Prerequisites: Success in ENG303: American Literature (or equivalent) and teacher/school counselor recommendation

ENG510: AP® English Literature and Composition

In this course, the equivalent of an introductory college-level survey class, students are immersed in novels, plays, poems, and short stories from various periods. Students read and write daily, using a variety of multimedia and interactive activities, interpretive writing assignments, and discussions. The course places special emphasis on reading comprehension, structural and critical analyses of written works, literary vocabulary, and recognizing and understanding literary devices. Students prepare for the AP® Exam and for further study in creative writing, communications, journalism, literature, and composition.



Course Length: Two semesters

Materials: Required (both semesters): *The Norton Anthology of Poetry*, 5th ed.; *The Story and Its Writer: An Introduction to Short Fiction*, compact 7th ed.

Required (first semester): *Their Eyes Were Watching God*, by Zora Neale Hurston; *Hedda Gabler*, by Henrik Ibsen; *A Streetcar Named Desire*, by Tennessee Williams; *Twelfth Night*, by William Shakespeare

Required (second semester): *The Great Gatsby*, by F. Scott Fitzgerald; *Annie John*, by Jamaica Kincaid; *Jane Eyre*, by Charlotte Brontë

Prerequisites: Success in ENG303: American Literature (or equivalent) and a teacher/school counselor recommendation

ENG010: Journalism (Elective)

Students examine the development of journalism, from print to the multimedia environment, while learning how to publish an online newspaper. Students write newspaper-style articles and opinion pieces, and examine careers in multimedia communication. They also consider the historical effects of "yellow" journalism, freedom of the press, and journalism's contributions to today's world, with an emphasis on the mutual influence of media and policy.

Course length: Two semesters

Materials: *Associated Press Stylebook*

Prerequisites: Success in previous English/language arts course and a teacher/school counselor recommendation

Mathematics

MTH102: Math Foundations

Students assess their mastery and focus on skills that need reinforcement. They practice skills of mathematical reading, writing, and reasoning. Topics include number sense; statistics, data analysis, and probability; functions; measurement and geometry; and algebraic concepts. Throughout the course, students use Real-World Connection and Geometry Infusion problems to apply mathematical skills to real-life situations.

Course length: Two semesters

Materials: None

Prerequisites: Middle school math, or equivalent (minimum)

MTH112: Pre-Algebra

In this course, students learn computational and problem-solving skills and the language of algebra. Students translate word phrases and sentences into mathematical expressions; analyze geometric figures; solve problems involving percentages, ratios, and proportions; graph different kinds of equations and inequalities; calculate statistical measures and probabilities; apply the Pythagorean theorem; and explain strategies for solving real-world problems. The textbook provides students with a ready reference and explanations that supplement the online material. Online lessons provide demonstrations of concepts, as well as interactive problems with contextual feedback.

Course length: Two semesters

Materials: *Pre-Algebra: Reference Guide and Problem Sets*

Prerequisite: MTH102: Math Foundations

MTH113: Pre-Algebra

In this course, students take a broader look at computational and problem-solving skills while learning the language of algebra. Students translate word phrases and sentences into mathematical expressions; analyze geometric figures; solve problems involving percentages, ratios, and proportions; graph different kinds of equations and inequalities; calculate statistical measures and probabilities; apply the Pythagorean theorem; and explain strategies for solving real-world problems. Online lessons provide demonstrations of key concepts, as well as interactive problems with contextual feedback. A textbook supplements the online material.

Course length: Two semesters

Materials: *Pre-Algebra: Reference Guide and Problem Sets*

Prerequisites: K¹² Pre-Algebra A, MTH102: Math Foundations, or equivalent

Note: Students who have already succeeded in K¹² middle school Pre-Algebra B should not enroll in this course.

MTH122: Algebra I

In this course, students explore the tools of algebra. Students learn to identify the structure and properties of the real number system; complete operations with integers and other rational numbers; work with square roots and irrational numbers; graph linear equations; solve linear equations and inequalities in one variable; solve systems of linear equations; use ratios, proportions, and percentages to solve problems; use



algebraic applications in geometry including the Pythagorean theorem and formulas for measuring area and volume; complete an introduction to polynomials; and understand logic and reasoning.

Course length: Two semesters

Materials: *Algebra I: Reference Guide and Problem Sets*

Prerequisites: MTH112: Pre-Algebra

MTH123: Algebra I

Students develop algebraic fluency by learning the skills needed to solve equations and perform manipulations with numbers, variables, equations, and inequalities. They also learn concepts central to the abstraction and generalization that algebra makes possible. Students learn to use number properties to simplify expressions or justify statements; describe sets with set notation and find the union and intersection of sets; simplify and evaluate expressions involving variables, fractions, exponents, and radicals; work with integers, rational numbers, and irrational numbers; and graph and solve equations, inequalities, and systems of equations. They learn to determine whether a relation is a function and how to describe its domain and range; use factoring, formulas, and other techniques to solve quadratic and other polynomial equations; formulate and evaluate valid mathematical arguments using various types of reasoning; and translate word problems into mathematical equations and then use the equations to solve the original problems.

Course length: Two semesters

Materials: *Algebra I: Reference Guide and Problem Sets*

Prerequisites: K¹² Pre-Algebra B, MTH113: Pre-Algebra, or equivalent

Note: Students who have already succeeded in K¹² middle school Algebra 1 should not enroll in this course.

MTH124: Honors Algebra I

This course prepares students for more advanced courses while they develop algebraic fluency, learn the skills needed to solve equations, and perform manipulations with numbers, variables, equations, and inequalities. They also learn concepts central to the abstraction and generalization that algebra makes possible. Students learn to use number properties to simplify expressions or justify statements; describe sets with set notation and find the union and intersection of sets; simplify and evaluate expressions involving variables, fractions,

exponents, and radicals; work with integers, rational numbers, and irrational numbers; and graph and solve equations, inequalities, and systems of equations.

They learn to determine whether a relation is a function and how to describe its domain and range; use factoring, formulas, and other techniques to solve quadratic and other polynomial equations; formulate and evaluate valid mathematical arguments using various types of reasoning; translate word problems into mathematical equations and then use the equations to solve the original problems. The course is expanded with more challenging assessments, optional exercises, and threaded discussions that allow students to explore and connect algebraic concepts. There is also an independent honors project each semester.

Course length: Two semesters

Materials: *Algebra I: Reference Guide and Problem Sets*

Prerequisites: Success in previous math course and teacher/school counselor recommendation

MTH202: Geometry

Students learn to recognize and work with core geometric concepts in various contexts. They develop sound ideas of inductive and deductive reasoning, logic, concepts, and techniques of Euclidean plane and solid geometry, as well as a solid, basic understanding of mathematical structure, method, and applications of Euclidean plane and solid geometry. Students use visualizations, spatial reasoning, and geometric modeling to solve problems. Topics of study include points, lines, and angles; triangles; right triangles; quadrilaterals and other polygons; circles; coordinate geometry; three-dimensional solids; geometric constructions; symmetry; and the use of transformations.

Course length: Two semesters

Materials: *Geometry: A Reference Guide*; a drawing compass, protractor, and ruler

Prerequisites: MTH122: Algebra I, or equivalent

MTH203: Geometry

In this comprehensive course, students are challenged to recognize and work with geometric concepts in various contexts. They build on ideas of inductive and deductive reasoning, logic, concepts, and techniques of Euclidean plane and solid geometry. They develop deeper understandings of mathematical structure, method, and applications of Euclidean plane and solid geometry. Students use visualizations, spatial



reasoning, and geometric modeling to solve problems. Topics of study include points, lines, and angles; triangles; right triangles; quadrilaterals and other polygons; circles; coordinate geometry; three-dimensional solids; geometric constructions; symmetry; the use of transformations; and non-Euclidean geometries.

Course length: Two semesters

Materials: *Geometry: A Reference Guide*; a drawing compass, protractor, and ruler

Prerequisites: MTH123: Algebra I, or equivalent

MTH204: Honors Geometry

Students work with advanced geometric concepts in various contexts. They build in-depth ideas of inductive and deductive reasoning, logic, concepts, and techniques of Euclidean plane and solid geometry. They also develop a sophisticated understanding of mathematical structure, method, and applications of Euclidean plane and solid geometry. Students use visualizations, spatial reasoning, and geometric modeling to solve problems. Topics of study include points, lines, and angles; triangles; right triangles; quadrilaterals and other polygons; circles; coordinate geometry; three-dimensional solids; geometric constructions; symmetry; the use of transformations; and non-Euclidean geometries. Students work on additional challenging assignments, assessments, and research projects.

Course length: Two semesters

Materials: *Geometry: A Reference Guide*; a drawing compass, protractor, and ruler

Prerequisites: MTH123: Algebra I or MTH124: Honors Algebra I, or equivalent, and teacher/school counselor recommendation

MTH302: Algebra II

This course builds upon algebraic concepts covered in Algebra I. Students solve open-ended problems and learn to think critically. Topics include conic sections; functions and their graphs; quadratic functions; inverse functions; and advanced polynomial functions. Students are introduced to rational, radical, exponential, and logarithmic functions; sequences and series; and data analysis.

Course length: Two semesters

Materials: None

Prerequisites: MTH122: Algebra I

MTH303: Algebra II

This course builds upon algebraic concepts covered in Algebra I and prepares students for advanced-level courses. Students extend their knowledge and understanding by solving open-ended problems and thinking critically. Topics include conic sections; functions and their graphs; quadratic functions; inverse functions; and advanced polynomial functions. Students are introduced to rational, radical, exponential, and logarithmic functions; sequences and series; and data analysis.

Course Length: Two semesters

Materials: None

Prerequisites: MTH123: Algebra I and MTH203: Geometry

MTH304: Honors Algebra II

This course builds upon advanced algebraic concepts covered in Algebra I and prepares students for advanced-level courses. Students extend their knowledge and understanding by solving open-ended problems and thinking critically. Topics include functions and their graphs; quadratic functions; complex numbers, and advanced polynomial functions. Students are introduced to rational, radical, exponential, and logarithmic functions; sequences and series; probability; statistics; and conic sections. Students work on additional challenging assignments, assessments, and research projects.

Course Length: Two semesters

Materials: None

Prerequisites: MTH123: Algebra I or MTH124: Honors Algebra I and MTH203: Geometry or MTH204: Honors Geometry, or equivalents, and teacher/school counselor recommendation

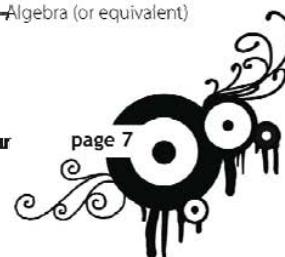
MTH312: Business and Consumer Math

Students learn mathematical skills relevant to everyday life, such as balancing a checkbook, calculating net pay, budgeting expenses, making cost comparisons, buying and renting a home, and finding the cost of operating a motor vehicle. Students also explore business topics, including borrowing money, investing, and calculating business profits and losses. The course guides students toward logical thinking and problem solving, to help them make good decisions about money and finances. Through projects and activities, students apply their skills and knowledge to real-life situations.

Course length: One semester

Materials: None

Prerequisites: MTH112 or MTH113: Pre-Algebra (or equivalent) recommended, but not required



MTH403: Pre-Calculus/Trigonometry

Pre-calculus weaves together previous study of algebra, geometry, and functions into a preparatory course for calculus. The course focuses on the mastery of critical skills and exposure to new skills necessary for success in subsequent math courses. Topics include linear, quadratic, exponential, logarithmic, radical, polynomial, and rational functions; systems of equations; and conic sections in the first semester. The second semester covers trigonometric ratios and functions; inverse trigonometric functions; applications of trigonometry, including vectors and laws of cosine and sine; polar functions and notation; and arithmetic of complex numbers. Cross-curricular connections are made throughout the course to calculus, art, history, and a variety of other fields related to mathematics.

Course length: Two semesters

Materials: Texas Instruments TI-84 Plus graphing calculator

Prerequisites: Success in MTH203: Geometry and MTH303: Algebra II

MTH500: AP[®] Calculus AB

This course is the equivalent of an introductory college-level calculus course. Calculus helps scientists, engineers, and financial analysts understand the complex relationships behind real-world phenomena. Students learn to evaluate the soundness of proposed solutions and apply mathematical reasoning to real-world models. Students also learn to understand change geometrically and visually (by studying graphs of curves), analytically (by studying and working with mathematical formulas), numerically (by seeing patterns in sets of numbers), and verbally. Students prepare for the AP[®] exam and further studies in science, engineering, and mathematics.

Course length: Two semesters

Materials: Texas Instruments TI-84 Plus graphing calculator

Prerequisites: Success in MTH203: Geometry, MTH303: Algebra II, MTH403: Pre-Calculus/Trigonometry, and a teacher/school counselor recommendation

MTH510: AP[®] Statistics

This course is the equivalent of an introductory college-level course. Statistics—the art of drawing conclusions from imperfect data and the science of real-world uncertainties—plays an important role in many fields. Students collect, analyze,

graph, and interpret real-world data. They learn to design and analyze research studies by reviewing and evaluating examples from real research. Students prepare for the AP[®] exam and for further study in science, sociology, medicine, engineering, political science, geography, and business.

Course length: Two semesters

Materials: Texas Instruments TI-84 Plus graphing calculator

Prerequisites: Success in MTH303: Algebra II and a teacher/school counselor recommendation

BUS030: Personal Finance (Elective)

Students learn about different aspects of personal economics and finance in a virtual neighborhood setting. Topics include spending plans and borrowing decisions; career planning; and investing, insurance, and other financial services. Students complete activities and projects to apply the knowledge they gain to their own lives. This course may meet the needs of most students requiring financial skills or economics credit.

Course length: One semester

Materials: None

Prerequisites: MTH112 or MTH113: Pre-Algebra (or equivalent) recommended, but not required

Science

SCI102: Physical Science

Students explore the relationship between matter and energy by investigating force and motion, the structure of atoms, the structure and properties of matter, chemical reactions, and the interactions of energy and matter. Students develop skill in measuring, solving problems, using laboratory apparatuses, following safety procedures, and adhering to experimental procedures. Students focus on inquiry-based learning, with hands-on laboratory investigations making up half of the learning experience. K¹² provides all lab materials that cannot easily be found in the home.

Course length: Two semesters

Materials: *Physical Science: A Laboratory Guide*; materials for laboratory experiments

Prerequisites: K¹² middle school Physical Science, or equivalent



SCI112: Earth Science

This course provides students with a solid earth science curriculum, focusing on geology, oceanography, astronomy, weather, and climate. The program consists of online lessons, an associated reference book, collaborative activities, and hands-on laboratories students can conduct at home. The course provides a base for further studies in geology, meteorology, oceanography, and astronomy, and gives practical experience in implementing scientific methods. K¹² provides all lab materials that cannot easily be found in the home.

Course length: Two semesters

Materials: *Earth Science: A Reference Guide*; materials for laboratory experiments

Prerequisites: K¹² middle school Earth Science, or equivalent

SCI113: Earth Science

This course provides students with a comprehensive earth science curriculum, focusing on geology, oceanography, astronomy, weather, and climate. The program consists of in-depth online lessons, an associated reference book, collaborative activities, and hands-on laboratories students can conduct at home. The course prepares students for further studies in geology, meteorology, oceanography, and astronomy courses, and gives them practical experience in implementing scientific methods. K¹² provides all lab materials that cannot easily be found in the home.

Course length: Two semesters

Materials: *Earth Science: A Reference Guide*; materials for laboratory experiments

Prerequisites: K¹² middle school Life Science, or equivalent

SCI114: Honors Earth Science

This challenging course provides students with an honors-level earth science curriculum, focusing on geology, oceanography, astronomy, weather, and climate. The program consists of online lessons, an associated reference book, collaborative activities, and hands-on laboratories students can conduct at home. The course prepares students for advanced studies in geology, meteorology, oceanography, and astronomy courses, and gives them more sophisticated experience in implementing scientific methods. Additional honors assignments include debates, research papers, extended collaborative laboratories, and virtual laboratories. K¹² provides all lab materials that cannot easily be found in the home.

Course length: Two semesters

Materials: *Earth Science: A Reference Guide*; materials for laboratory experiments

Prerequisites: K¹² middle school Life Science, or equivalent, success in previous science course, and teacher/school counselor recommendation

SCI202: Biology

In this course, students focus on the chemistry of living things: the cell, genetics, evolution, the structure and function of living things, and ecology. The program consists of online lessons including extensive animations, an associated reference book, collaborative activities, and hands-on laboratory experiments students can conduct at home. K¹² provides all lab materials that cannot easily be found in the home.

Course length: Two semesters

Materials: *Biology: A Reference Guide*; materials for laboratory experiments, including a compound microscope

Prerequisites: K¹² middle school Life Science, or equivalent

SCI203: Biology

In this comprehensive course, students investigate the chemistry of living things: the cell, genetics, evolution, the structure and function of living things, and ecology. The program consists of in-depth online lessons including extensive animations, an associated reference book, collaborative explorations, and hands-on laboratory experiments students can conduct at home. K¹² provides all lab materials that cannot easily be found in the home.

Course length: Two semesters

Materials: *Biology: A Reference Guide*; materials for laboratory experiments, including a compound microscope

Prerequisites: K¹² middle school Life Science, or equivalent

SCI204: Honors Biology

This course provides students with a challenging honors-level biology curriculum, focusing on the chemistry of living things: the cell, genetics, evolution, the structure and function of living things, and ecology. The program consists of advanced online lessons including extensive animations, an associated reference book, collaborative explorations, and hands-on laboratory experiments students can conduct at home. Honors activities include debates, research papers, extended collaborative laboratories, and virtual laboratories. K¹² provides all lab materials that cannot easily be found in the home.



Course length: Two semesters

Materials: *Biology: A Reference Guide*; materials for laboratory experiments, including a compound microscope

Prerequisites: K¹² middle school Life Science, or equivalent, success in previous science course, and teacher/school counselor recommendation

SCI302: Chemistry

This course surveys all key areas of chemistry, including atomic structure, chemical bonding and reactions, solutions, stoichiometry, thermochemistry, organic chemistry, and nuclear chemistry. The course includes direct online instruction and related assessments, used with a problem-solving book. Instructions for hands-on labs are included, for which K¹² provides all lab materials that cannot easily be found in the home.

Course length: Two semesters

Materials: *Chemistry: Problems and Solutions; Chemistry: A Laboratory Guide*; K¹²-provided laboratory materials; common household materials for labs

Prerequisites: K¹² middle school Physical Science or SCI102: Physical Science and satisfactory grasp of Algebra basics, evidenced by success in MTH122: Algebra I, or equivalent

SCI303: Chemistry

This comprehensive course gives students a solid basis to move on to future studies. The course provides an in-depth survey of all key areas, including atomic structure, chemical bonding and reactions, solutions, stoichiometry, thermochemistry, organic chemistry, and nuclear chemistry. The course includes direct online instruction and related assessments, used with a problem-solving book. Instructions for hands-on labs are included, for which K¹² provides all lab materials that cannot easily be found in the home.

Course length: Two semesters

Materials: *Chemistry: Problems and Solutions; Chemistry: A Laboratory Guide*; K¹²-provided laboratory materials; common household materials for labs

Prerequisites: Satisfactory completion of either K¹² middle school Physical Science or SCI102: Physical Science and solid grasp of Algebra basics, evidenced by success in MTH122: Algebra I, or equivalent

SCI304: Honors Chemistry

This advanced course gives students a solid basis to move on to more advanced courses. The challenging course surveys all key areas, including atomic structure, chemical bonding and reactions, solutions, stoichiometry, thermochemistry, organic chemistry, and nuclear chemistry, enhanced with challenging model problems and assessments. Students complete community-based written research projects, treat aspects of chemistry that require individual research and reporting, and participate in online threaded discussions. Instructions for hands-on labs are included, for which K¹² provides all lab materials that cannot easily be found in the home.

Course length: Two semesters

Materials: *Chemistry: Problems and Solutions; Chemistry: A Laboratory Guide*; common household materials for labs

Prerequisites: Success in previous science course, success in Algebra I, or equivalent, and teacher/school counselor recommendation

SCI403: Physics

This course provides a comprehensive survey of all key areas: physical systems, measurement, kinematics, dynamics, momentum, energy, thermodynamics, waves, electricity, and magnetism, and introduces students to modern physics topics such as quantum theory and the atomic nucleus. The course gives students a solid basis to move on to more advanced courses later in their academic careers. The program consists of online instruction and related assessments, plus an associated problem-solving book and instructions for conducting hands-on laboratory experiments at home. K¹² provides all lab materials that cannot be found easily in a typical home.

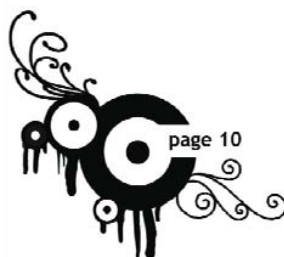
Course length: Two semesters

Materials: *Physics: Problems and Solutions*; Materials for laboratory experiments

Prerequisites: MTH303: Algebra II and MTH403: Pre-Calculus/Trigonometry

SCI404: Honors Physics

This advanced course surveys all key areas: physical systems, measurement, kinematics, dynamics, momentum, energy, thermodynamics, waves, electricity, and magnetism, and introduces students to modern physics topics such as quantum theory and the atomic nucleus. Additional honors assignments include debates, research papers, extended collaborative laboratories, and virtual laboratories. The course gives a solid basis for moving on to more advanced college physics



courses. The program consists of online instruction and related assessments, plus an associated problem-solving book and instructions for conducting hands-on laboratory experiments at home. K¹² provides all lab materials that cannot be found easily in a typical home.

Course length: Two semesters

Materials: *Physics: Problems and Solutions*; Materials for laboratory experiments

Prerequisites: MTH303: Algebra II or MTH303: Honors Algebra II and MTH403: Pre-Calculus/Trigonometry, and teacher/school counselor recommendation

SCI500: AP[®] Biology

This course is designed in three modules with correlating laboratory exercises: molecules and cells, heredity and the theory of evolution, and organisms and populations. Within these modules students learn about energy transfer, continuity and change in the biological world, and relations between the structure and function of living things. They also analyze the interdependence of the elements of nature and the ways in which science must seek to preserve a balance between technology and nature. Students prepare for the AP[®] exam by modeling the thought processes and critical-thinking skills required to answer questions on the exam. The content aligns to the sequence of topics recommended by the College Board.

Course length: Two semesters

Materials: Materials for laboratory experiments

Prerequisites: Success in SCI203: Biology and SCI303: Chemistry, and teacher/school counselor recommendation

SCI510: AP[®] Chemistry

Students solve chemical problems by using mathematical formulation principles and chemical calculations in addition to laboratory experiments. They build on their general understanding of chemical principles and engage in a more in-depth study of the nature and reactivity of matter. Students first focus on the structure of atoms, molecules, and ions, and then go on to analyze the relationship between molecular structure and chemical and physical properties. To investigate this relationship, students examine the molecular composition of common substances and learn to transform them through chemical reactions with increasingly predictable outcomes. Students prepare for the AP[®] exam. The course content aligns to the sequence of topics recommended by the College Board and to widely used textbooks.

Course length: Two semesters

Materials: *Inquiries into Chemistry*, by Abraham and Pavelich, 3rd ed; materials for laboratory experiments; not provided, but a Texas Instruments TI-84 Plus graphing calculator or one of similar capabilities is required

Prerequisites: Success in SCI303: Chemistry or SCI304: Honors Chemistry and MTH303: Algebra II, and a teacher/school counselor recommendation

SCI520: AP[®] Physics B

This course is the equivalent of an introductory college-level survey course, but does not require proficiency in calculus. Students focus on five general areas: Newtonian mechanics, thermal physics, electricity and magnetism, waves and optics, and atomic and nuclear physics. Students gain an understanding of the core principles of physics and then apply them to problem-solving exercises. They learn how to measure the mass of a planet without weighing it, find out how electricity makes a motor turn, and learn how opticians know how to shape lenses for glasses. Students prepare for the AP[®] exam and for further study in science and engineering.

Course length: Two semesters

Materials: *Schaum's Outline of College Physics*, by Bueche and Hecht, 10th ed; materials for laboratory experiments; not provided, but a Texas Instruments TI-84 Plus graphing calculator or one of similar capabilities is required

Prerequisites: Success in MTH303: Algebra II, MTH403: Pre-Calculus/Trigonometry, and teacher/school counselor recommendation

SCI010: Environmental Science (Elective)

This course provides an overview of the nature of ecosystems, energy flow, and the inter-relationships of biology, geology, and chemical cycles. Students explore issues in population studies, environmental pollution, and the organization and dynamics of ecological communities. Specific topics include scientific habits of the mind; the application of scientific knowledge, methodology, and historical context to solve problems; the use of laboratory technologies; earth dynamics; the influence of technology on environmental quality; conservation practices; biodiversity; environmental planning and waste management; environmental monitoring and policy; sustainable use of public land; characteristics of populations; biotic and abiotic environmental factors; and energy production technologies.



Course length: Two semesters

Materials: Common household materials for labs

Prerequisites: Success in previous high school science course and a teacher/school counselor recommendation

SCI202: Life Science: Oceanography (Elective)

In this introductory course, students construct an applied knowledge of the characteristics of aquatic systems. Students study ocean structure and marine ecology through hands-on exploration of coastal waters, open ocean waters, deep ocean waters, coral reefs, kelp forests, deep ocean vents, and tide pools. Through guided practice of the scientific model, using common household materials, students conduct field studies of local aquatic structures.

Course length: One semester

Materials: Common household materials for labs

Prerequisites: SCI202 or SCI203: Biology and SCI102: Physical Science, or equivalents

History and Social Sciences

HST102: World History

This course traces the development of civilizations around the world from prehistory to the present, with a special emphasis on key periods and primary sources. The course covers major events in world history, including the development and influence of human-geographic relationships, political and social structures, economics, science and technology, and the arts. Students investigate the major religions and belief systems throughout history and learn about the importance of trade and cultural exchange. Other topics include the development of agriculture, the spread of democracy, the rise of nation-states, the Industrial era, the spread of Imperialism, and the issues and conflicts of the twentieth century.

Course length: Two semesters

Materials: None

Prerequisites: K¹² middle school American History Since 1865, World History A or World History B, or equivalent

HST103: World History

In this course, students examine the development of civilizations around the world from prehistory to the present, analyzing human-geographic relationships, political and

social structures, economics, science and technology, and the arts. Students investigate major religions and belief systems and explore trade and cultural exchange in relation to the development of civilizations. Studies emphasize major changes in world history, such as the development of agriculture, spread of democracy, rise of nation-states, the Industrial Revolution, the spread of Imperialism, and critical issues and conflicts of the twentieth century.

Course length: Two semesters

Materials: None

Prerequisites: K¹² middle school American History Since 1865, World History A or World History B, or equivalent

HST202: Modern World Studies

Students trace the history of the world from approximately 1870 to the present. They begin with a look back at events leading up to 1914, including the Second Industrial Revolution and the imperialism that accompanied it. Their focus then shifts to the contemporary era, including two world wars, the Great Depression, and global Cold War tensions. Students examine both the staggering problems and astounding accomplishments of the twentieth century, with a focus on political and social history. Students also explore topics in physical and human geography, and investigate issues of concern in the contemporary world. Online lessons help students organize study, explore topics, review in preparation for assessments, and practice skills of historical thinking and analysis. Activities include analyzing primary sources and maps, creating timelines, completing projects and written assignments, and conducting independent research.

Course length: Two semesters

Materials: *The Human Odyssey, Volume 3*

Prerequisites: HST102: World History, K¹² middle school Intermediate World History A and B, or equivalent

HST203: Modern World Studies

In this comprehensive course, students follow the history of the world from approximately 1870 to the present. They begin with a study of events leading up to 1914, including the Second Industrial Revolution and the imperialism that accompanied it. Their focus then shifts to the contemporary era, including two world wars, the Great Depression, and global Cold War tensions. Students examine both the staggering problems and astounding accomplishments of the twentieth century, with a focus on political and social history. Students also explore



topics in physical and human geography, and investigate issues of concern in the contemporary world. Online lessons help students organize study, explore topics, review in preparation for assessments, and practice sophisticated skills of historical thinking and analysis. Activities include analyzing primary sources and maps, creating timelines, completing projects and written assignments, and conducting independent research.

Course length: Two semesters

Materials: *The Human Odyssey, Volume 3*

Prerequisites: HST108: World History, K¹² middle school Intermediate World History A and B, or equivalent

HST204: Honors Modern World Studies

In this advanced course, students investigate the history of the world from approximately 1870 to the present. They begin with an analysis of events leading up to 1914, including the Second Industrial Revolution and the Imperialism that accompanied it. Their focus then shifts to the contemporary era, including two world wars, the Great Depression, and global Cold War tensions. Students undertake an in-depth examination of both the staggering problems and astounding accomplishments of the twentieth century, with a focus on political and social history. Students also explore advanced topics in physical and human geography, and investigate issues of concern in the contemporary world. Activities include analyzing primary sources and maps, creating timelines, completing projects and written assignments, and conducting research. Students complete independent projects each semester.

Course length: Two semesters

Materials: *The Human Odyssey, Volume 3*

Prerequisites: HST108: World History, K¹² middle school Intermediate World History A and B, or equivalent; success in previous social studies course, and a teacher/school counselor recommendation

HST212: Geography and World Cultures

This one-semester course introduces students to the countless ways in which geography influences human relationships, politics, society, economics, science, technology, and the arts. Special emphasis is placed on the way geographically derived information is expressed in maps, charts, and graphs in order to teach students how to analyze and create such documents.

Course length: One semester

Materials: None

Prerequisites: HST102: World History is recommended, but not required

HST213: Geography and World Cultures

This one-semester course uses geographic features to explore how human relationships, political and social structures, economics, science, technology, and the arts have developed and influenced life in countries around the world. Throughout the course, students learn how to read maps, charts, and graphs rigorously and critically—and how to create them. Examining the intersection of culture and geography, students discover how a mountain in the distance can inspire national policymakers, civil engineers, or poets; how a river triggers the activity of bridge builders, shipbuilders, and merchants alike; and how the sound of a busy Cairo street can inspire sociologists and musicians. Students come to understand how the drama of human history and cultural encounters—affecting land, natural resources, religious dominance, and more—is played out on the geographical stage

Course length: One semester

Materials: None

Prerequisites: HST103: World History is recommended, but not required

HST302: U.S. History

This course is a full-year survey that provides students with a view of American history from the first migrations of nomadic people to North America to recent events. Readings are drawn from K¹²'s *The American Odyssey: A History of the United States*. Online lessons help students organize their study, explore topics, review in preparation for assessments, and practice skills of historical thinking and analysis. Activities include analyzing primary sources and maps, creating timelines, completing projects and written assignments, and conducting independent research.

Course length: Two semesters

Materials: *The American Odyssey: A History of the United States*

Prerequisites: K¹² middle school Intermediate World History B or HST102: World History

HST303: U.S. History

This course is a full-year survey that provides students with a comprehensive view of American history from the first migrations of nomadic people to North America to recent events. Readings are drawn from K¹²'s *The American Odyssey: A History of the United States*. Online lessons help students organize their study, explore topics in depth, review in preparation for assessments, and practice skills of historical



thinking and analysis. Activities include analyzing primary sources and maps, creating time lines, completing projects and written assignments, and conducting independent research.

Course length: Two semesters

Materials: *The American Odyssey: A History of the United States*

Prerequisites: HST103: World History or HST203: Modern World Studies

HST304: Honors U.S. History

This course is a challenging full-year survey that provides students with a comprehensive view of American history from the first migrations of nomadic people to North America to recent events. Readings are drawn from K¹²'s *The American Odyssey: A History of the United States*. Online lessons help students organize their study, explore topics in depth, review in preparation for assessments, and practice advanced skills of historical thinking and analysis. Activities include analyzing primary sources and maps, creating timelines, completing projects and written assignments, and conducting independent research. Students complete independent projects each semester.

Course length: Two semesters

Materials: *The American Odyssey: A History of the United States*

Prerequisites: HST103: World History or HST203: Modern World Studies, success in previous history course, and a teacher/school counselor recommendation

HST312: Modern U.S. History

This course is a full-year survey that provides students with a view of American history from the industrial revolution of the late nineteenth century to recent events. Readings are drawn from K¹²'s *The American Odyssey: A History of the United States*. Online lessons help students organize study, explore topics, review in preparation for assessments, and practice skills of historical thinking and analysis. Activities include analyzing primary sources and maps, creating timelines, completing projects and written assignments, and conducting independent research.

Course length: Two semesters

Materials: *The American Odyssey: A History of the United States*

Prerequisites: K¹² middle school American History Before 1865 and American History Since 1865, or equivalent

HST313: Modern U.S. History

This course is a full-year survey that provides students with a comprehensive view of American history from the industrial revolution of the late nineteenth century to recent events. Readings are drawn from K¹²'s *The American Odyssey: A History of the United States*. Online lessons help students organize study, explore topics in depth, review in preparation for assessments, and practice skills of historical thinking and analysis. Activities include analyzing primary sources and maps, creating timelines, completing projects and written assignments, and conducting independent research.

Course length: Two semesters

Materials: *The American Odyssey: A History of the United States*

Prerequisites: K¹² middle school American History Before 1865 and American History Since 1865, or equivalent

HST314: Honors Modern U.S. History

This course is a challenging full-year survey that provides students with a comprehensive view of American history from the industrial revolution of the late nineteenth century to recent events. Readings are drawn from K¹²'s *The American Odyssey: A History of the United States*. Online lessons help students organize study, explore topics in depth, review in preparation for assessments, and practice advanced advanced skills of historical thinking and analysis. Activities include analyzing primary sources and maps, creating timelines, completing projects and written assignments, and conducting independent research. Students complete independent projects each semester.

Course length: Two semesters

Materials: *The American Odyssey: A History of the United States*

Prerequisites: K¹² middle school American History Before 1865 and American History Since 1865, or equivalent, and teacher/school counselor recommendation

HST402: U.S. Government and Politics

This course uses the perspective of political institutions to explore government history, organization, and functions. Students encounter the political culture of our country from the Declaration of Independence to the present day, gaining insight into the challenges faced by presidents, members of Congress, and other political participants. The course also covers the roles of political parties, interest groups, the media, and the Supreme Court. Students learn to use primary historical documents as evidence in evaluating past events and government functions.



Course length: One semester

Materials: None

Prerequisites: HST302: U.S. History is recommended, but not required

HST403: U.S. Government and Politics

This course studies the history, organization, and functions of the United States government. Beginning with the Declaration of Independence and continuing through to the present day, students explore the relationship between individual Americans and our governing bodies. Students take a close look at the political culture of our country and gain insight into the challenges faced by citizens, elected government officials, political activists, and others. Students also learn about the roles of political parties, interest groups, the media, and the Supreme Court, and discuss their own views on current political issues.

Course length: One semester

Materials: None

Prerequisites: HST303: U.S. History is recommended, but not required

HST412: U.S. and Global Economics

This course in economic principles uses real-world simulations to teach the issues faced by producers, consumers, investors, and taxpayers in the U.S. and around the world. Topics include markets; supply and demand; theories of early economic thinkers; theories of value; money; the role of banks, investment houses, and the Federal Reserve; and other fundamental features of capitalism. A survey of current issues in American and global markets rounds out the course.

Course length: One semester

Materials: None

Prerequisites: HST402: U.S. Government and Politics is recommended, but not required

HST413: U.S. and Global Economics

In this course on economic principles, students explore choices they face as producers, consumers, investors, and taxpayers. Students apply what they learn to real-world simulation problems. Topics of study include markets from historic and contemporary perspectives; supply and demand; theories of early economic philosophers such as Adam Smith and David Ricardo; theories of value; money (what it is, how it

evolved, the role of banks, investment houses, and the Federal Reserve); Keynesian economics; how capitalism functions, focusing on productivity, wages, investment, and growth; issues of capitalism, such as unemployment, inflation, and the national debt; and a survey of markets in such areas as China, Europe, and the Middle East.

Course length: One semester

Materials: None

Prerequisites: HST403: U.S. Government and Politics is recommended, but not required

HST500: AP® U.S. History

Students explore and analyze the economic, political, and social transformation of the United States since the time of the first European encounters. Students are asked to master not only the wide array of factual information necessary to do well on the AP® exam, but also to practice skills of critical analysis of historical information and documents. Students read primary and secondary source materials and analyze problems presented by historians to gain insight into challenges of interpretation and the ways in which historical events have shaped American society and culture. The content aligns to the sequence of topics recommended by the College Board and to widely used textbooks. Students prepare for the AP® exam.

Course length: Two semesters

Materials: *America: A Narrative History*, by Tindall et al., 7th ed.

Prerequisites: Success in previous history course and a teacher/school counselor recommendation

HST510: AP® U.S. Government and Politics

This course is the equivalent of an introductory college-level course. Students explore the operations and structure of the U.S. government and the behavior of the electorate and politicians. Students gain the analytical perspective necessary to evaluate political data, hypotheses, concepts, opinions, and processes and learn how to gather data about political behavior and develop their own theoretical analysis of American politics. Students also build the skills they need to examine general propositions about government and politics, and to analyze specific relationships between political, social, and economic institutions. Students prepare for the AP® exam and for further study in political science, law, education, business, and history.



Course length: One semester

Materials: *The Lanahan Readings in the American Polity*, 4th ed.; *American Government*, by Lawi et al., 9th ed.

Prerequisites: Success in HST303: U.S. History (or equivalent) and a teacher/school counselor recommendation

HST520: AP® Macroeconomics

This course is the equivalent of an introductory college-level course. Students learn why and how the world economy can change from month to month, how to identify trends in our economy, and how to use those trends to develop performance measures and predictors of economic growth or decline. Students also examine how individuals and institutions are influenced by employment rates, government spending, inflation, taxes, and production. Students prepare for the AP® exam and for further study in business, political science, and history.

Course length: One semester

Materials: *Macroeconomics for Today*, 4th Ed., ISBN: 0-324-30197-9

Prerequisites: Success in MTH303: Algebra II (or equivalent) and a teacher/school counselor recommendation

HST530: AP® Microeconomics

This course is the equivalent of an introductory college-level course. Students explore the behavior of individuals and businesses as they exchange goods and services in the marketplace. Students learn why the same product can cost different amounts at different stores, in different cities, and at different times. Students also learn to spot patterns in economic behavior and learn how to use those patterns to explain buyer and seller behavior under various conditions. Lessons promote an understanding of the nature and function of markets, the role of scarcity and competition, the influence of factors such as interest rates on business decisions, and the role of government in the economy. Students prepare for the AP® exam and for further study in business, history, and political science.

Course length: One semester

Materials: *Microeconomics for Today*, 4th Ed., ISBN: 0-324-30192-8

Prerequisites: Success in MTH303: Algebra II (or equivalent) and a teacher/school counselor recommendation

HST540: AP® Psychology

This course is the equivalent of an introductory college-level course. Students receive an overview of current psychological research methods and theories. They explore the therapies used by professional counselors and clinical psychologists, and examine the reasons for normal human reactions: how people learn and think, the process of human development and human aggression, altruism, intimacy, and self-reflection. They study core psychological concepts, such as the brain and sensory functions, and learn to gauge human reactions, gather information, and form meaningful syntheses. Students prepare for the AP® Exam and for further studies in psychology and life sciences.

Course length: One semester

Materials: *Psychology*, by David G. Myers, 8th ed.

Prerequisites: Success in SCI203: Biology and a teacher/school counselor recommendation

HST10: Anthropology (Elective)

Anthropology is the study of human beings and their social, environmental, and cultural relationships over time. In this course, students familiarize themselves with their own culture as they explore cultures from around the world and from different periods in history. Students examine each culture through the lens of family, land, death, identity, and power, to explore the similarities and differences of cultural roles in various times and places.

Course length: One semester

Materials: None

Prerequisites: HST102 or HST103: World History (or equivalent) recommended as a prerequisite or co-requisite, but not required

HST020: Psychology (Elective)

Students explore scientific methods of research as well as the major schools of psychology as they relate to issues of aggression, addictive behavior, memory, interpersonal relations, and self-care. Topics include the importance of ethics in scientific study, psychology's application to daily life, the influence of cultural background on perception, and more.

Course length: One semester

Materials: None

Prerequisites: SCI202 or SCI203: Biology or equivalent



HST030: Macroeconomics (Elective)

Students analyze economic data through a variety of learning activities. They learn how macroeconomics differs from microeconomics. They study the measurement of aggregate economic activity and how it relates to employment and inflation. They explore fiscal and monetary policies designed to promote economic stability. Throughout the course, students use Internet resources to access and analyze current economic data.

Course length: One semester

Materials: None

Prerequisites: Success in previous math/social studies course and a teacher/school counselor recommendation

World Languages

WLG100: Spanish I

Students begin their introduction to Spanish with fundamental building blocks in four key areas of foreign language study: listening comprehension, speaking, reading, and writing. Students are initially trained to recognize key sounds and basic vocabulary, not only in written form but also through ear training that leads quickly to oral production. Vocabulary and grammar topics are introduced in an ongoing adventure story that prompts students to use skills from all four language-learning areas. Students learn fundamental grammar as embedded in authentic spoken language. Cultural information covers major Spanish-speaking areas in Europe and the Americas. All-new graphics, videos, and games keep students engaged, and make learning languages exciting.

Course length: Two semesters

Materials: *Vox Everyday Spanish and English Dictionary*

Prerequisites: None

Note: Students who have already succeeded in middle school Spanish 2 should enroll in Spanish II rather than in Spanish I.

WLG200: Spanish II

In this continuing introduction to Spanish, students deepen their focus on four key skills in foreign language acquisition: listening comprehension, speaking, reading, and writing. A continuing storyline introduces and reinforces new vocabulary, while activities prompt students to analyze meaning from context, and then to reproduce new vocabulary in real-life oral expression. Additional verb tenses and idiomatic expressions are also introduced. As in Spanish I, students learn grammar through

supplemental texts that supply traditional charts, tables, and explanations. Cultural information addresses Spanish as it is used around the globe. All-new graphics, videos, and games keep students engaged, and make learning languages exciting.

Course length: Two semesters

Materials: *Vox Everyday Spanish and English Dictionary*

Prerequisites: WLG100: Spanish I, middle school Spanish 1 and 2, or equivalent

WLG300: Spanish III

Intermediate Spanish students who have a strong base of vocabulary, speaking, and listening skills reach a new level of mastery and fluency in this course. Through games and compelling stories, students learn advanced grammar and vocabulary, with an emphasis on correct accents and comprehension of real-world native speech. Error-recognition technology helps students eliminate common mistakes from their speaking and writing. All-new graphics, videos, and games keep students engaged, and make learning languages exciting.

Course length: Two semesters

Materials: *Vox Everyday Spanish and English Dictionary*

Prerequisites: WLG200: Spanish II, or equivalent

WLG500: AP® Spanish Language

In AP® Spanish Language, students perfect their Spanish speaking, listening, reading, and writing skills. They study vocabulary, grammar, and cultural aspects of the language, and apply what they've learned in extensive written and spoken exercises. By the end of the course, students will have an expansive vocabulary and a solid working knowledge of all Spanish verb forms and tenses. The equivalent of a college-level language course, AP® Spanish Language prepares students for the AP® exam and for further study of Spanish language, culture, and literature.

Course length: Two semesters

Materials: *Vox Everyday Spanish and English Dictionary*

Prerequisites: WLG300: Spanish III (or equivalent) and a teacher/school counselor recommendation

WLG110: French I

Students begin their introduction to French with fundamental building blocks in four key areas of foreign-language study: listening comprehension, speaking, reading, and writing. Students are initially trained to recognize key sounds and basic vocabulary, not only in written form but also through ear training



that leads quickly to oral production. An ongoing adventure story introduces vocabulary and grammar topics, and prompts students to use skills from the four language-learning areas. Students learn fundamental grammar as embedded in authentic spoken language. All-new graphics, videos, and games keep students engaged, and make learning languages exciting.

Course length: Two semesters

Materials: *Larousse Student French-English/English-French Dictionary*

Prerequisites: None

Note: Students who have already succeeded in middle school French 2 should enroll in French II rather than in French I.

WLG210: French II

In this continuing introduction to French, students deepen their focus on four key skills in foreign language acquisition: listening comprehension, speaking, reading, and writing. A continuing storyline introduces and reinforces new vocabulary, while activities prompt students to analyze meaning from context, and then to reproduce new vocabulary items in functional real-life oral expression. Additional verb tenses and idiomatic expressions are also introduced. As in French I, students learn grammar through supplemental texts that supply traditional charts, tables, and explanations. All-new graphics, videos, and games keep students engaged, and make learning languages exciting.

Course length: Two semesters

Materials: *Larousse Student French-English/English-French Dictionary*

Prerequisites: WLG110: French I, middle school French 1 and 2, or equivalent

WLG310: French III

Intermediate French students who have a strong base of vocabulary, speaking, and listening skills reach a new level of mastery and fluency in this course. Through games and compelling stories, students learn advanced grammar and vocabulary, with an emphasis on correct accents and comprehension of real-world native speech. Error-recognition technology helps students eliminate common mistakes from their speaking and writing. All-new graphics, videos, and games keep students engaged, and make learning languages exciting.

Course length: Two semesters

Materials: *Larousse Student French-English/English-French Dictionary*

Prerequisites: WLG210: French II, or equivalent

WLG510: AP® French Language

In AP® French Language, students apply their French grammar and vocabulary knowledge and their listening, reading, speaking, and writing skills to a wide variety of real-world contexts. Students learn to speak fluently and accurately, write sophisticated compositions, and comprehend native speakers. The equivalent of a college-level language course, AP® French Language prepares students for the AP® exam and for further study of French language, culture, and literature.

Course length: Two semesters

Materials: *Larousse Student French-English/English-French Dictionary*

Prerequisites: WLG310: French III (or equivalent) and teacher/school counselor recommendation

WLG120: German I

Students begin their introduction to German with fundamental building blocks in four key areas of foreign language study: listening comprehension, speaking, reading, and writing. Students are initially trained to recognize key sounds and basic vocabulary, not only in written form but also through ear training that leads quickly to oral production. An ongoing adventure story introduces vocabulary and grammar topics, and prompts students to use skills from the four language-learning areas. Students learn fundamental grammar as embedded in authentic spoken language. All-new graphics, videos, and games keep students engaged, and make learning languages exciting.

Course length: Two semesters

Materials: *Langenscheidt's Standard German Dictionary*

Prerequisites: None

Note: Students who have already succeeded in middle school German 2 should enroll in German II rather than in German I.

WLG220: German II

In this continuing introduction to German, students deepen their focus on four key skills in foreign language acquisition: listening comprehension, speaking, reading, and writing. A continuing storyline introduces and reinforces new vocabulary, while activities prompt students to analyze meaning from context, and then to reproduce new vocabulary items in functional real-life oral expression. Additional verb tenses and idiomatic expressions are also introduced. As in German I, students learn grammar through supplemental texts supplying traditional charts, tables, and explanations. All-new graphics, videos, and games keep students engaged, and make learning languages exciting.



Course length: Two semesters

Materials: *Langenscheidt's Standard German Dictionary*

Prerequisites: WLG120: German I, middle school German 1 and 2, or equivalent

WLG130: Latin I

This introduction to Latin clarifies the traditionally difficult aspects of the language through vocabulary that follows all standard Latin rules but allows students to tell modern stories connected to a contemporary adventure. Students study familiar vocabulary so they can bring into focus the special characteristics of Latin, notably noun cases and declensions. They receive ongoing practice in vocabulary and grammar, which leads to the study of post-Classical Latin, both ecclesiastical and secular, as embodied in the Vulgate Bible and medieval Latin texts. All- new graphics, videos, and games keep students engaged, and make learning languages exciting.

Course length: Two semesters

Materials: *Bantam New College Latin & English Dictionary*

Prerequisites: None

WLG230: Latin II

Students with a foundation in Latin refine their skills through compelling language lessons, as well as historical and cultural studies. They go from the basics of Latin to a higher level of sophistication through a learning methodology that uses games and stories. Students concentrate on fostering their ability to read and understand (without using a dictionary) classical Latin from a variety of authentic sources. All- new graphics, videos, and games keep students engaged, and make learning languages exciting.

Course length: Two semesters

Materials: *Bantam New College Latin & English Dictionary*

Prerequisites: WLG130: Latin I or equivalent

WLG140: Chinese I

Students use compelling stories, games, videos, and multimedia experiences in this Introduction to Mandarin Chinese. They learn the elegant simplicity of Chinese grammar and the subtleties of Chinese pronunciation through entertaining lessons that give a base of conversational ability and listening comprehension. Students build a foundation for reading and writing in the Chinese language through an adaptive technology that lets them choose an approach that works best for them. All- new graphics, videos, and games keep students engaged, and make learning languages exciting.

Course length: Two semesters

Materials: *Oxford Beginner's Chinese Dictionary*

Prerequisites: None

Note: Students who have already succeeded in middle school Chinese 2 should enroll in Chinese II rather than in Chinese I.

WLG240: Chinese II

Students continue with engaging stories, games, videos, and multimedia experiences in this second level of Mandarin Chinese. Students further their understanding of Chinese grammar and pronunciation through lessons refining previous practice of conversational ability and listening comprehension. Innovative cultural videos and lessons build awareness of the rich legacy of Chinese culture. Students expand their foundation for reading and writing in Chinese through adaptive technology, providing opportunities to generate fun narratives, a range of well-formed sentences reflecting a solid grasp of grammar structures, and a wide vocabulary. All- new graphics, videos, and games keep students engaged, and make learning languages exciting.

Course length: Two semesters

Materials: *Oxford Beginner's Chinese Dictionary*

Prerequisites: WLG140: Chinese I, middle school Chinese 1 and 2, or equivalent

Electives and Additional Courses

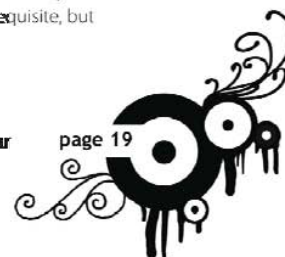
ART010: Fine Art (Elective)

This course combines art history, appreciation, and analysis, while engaging students in hands-on creative projects. Lessons introduce major periods and movements in art history while focusing on masterworks and the intellectual, technical, and creative processes behind those works. Studio lessons provide opportunities for drawing, painting, sculpting, and other creative endeavors.

Course length: Two semesters

Materials: One package of white clay; one set of acrylic paint; one set of round paintbrushes; no other materials provided. It is recommended, but not required, that students have some means of capturing an image of their studio art projects with a digital camera, webcam, or other imaging device.

Prerequisites: A survey course in World I history is recommended as a prerequisite or co-requisite, but not required



ART020: Music Appreciation (Elective)

This course introduces students to the history, theory, and genres of music. The course explores the history of music, from the surviving examples of rudimentary musical forms through to contemporary pieces from around the world. The first semester covers early musical forms, classical music, and American jazz. The second semester presents modern traditions, including gospel, folk, soul, blues, Latin rhythms, rock and roll, and hip hop. The course explores the relationship between music and social movements and reveals how the emergent global society and the prominence of the Internet are making musical forms more accessible worldwide.

To comply with certain state standards for the arts, a student "performance practicum" is required for full credit each semester. The performance practicum requirement can be met through participation in supervised instrumental or vocal lessons, church or community choirs, community musical performances, or any other structured program that meets at regular intervals and provides opportunities for students to build vocal and/or instrumental skills. Parents or guardians will be required to present their proposed practicum to the students' teachers for approval, and validate their children's regular participation in the chosen performance practicum.

Course length: Two semesters
Materials: Finale Notepad music notation software
Prerequisites: None

BUS010: Business Communication and Career Exploration (Elective)

In this course, students explore the ways people communicate in today's business environment. They examine technological advances of the contemporary office and consider future developments. Topics include: reviewing communication fundamentals; developing business letters; researching and reporting; and getting a job. Students perfect their written and oral communication skills, evaluate career interests and aptitudes, and learn how to apply for jobs and conduct interviews.

Course length: One semester
Materials: None
Prerequisites: None

BUS020: Business and Personal Relationships (Elective)

Students receive valuable information and guidelines necessary to navigate business and personal relationships in today's global and multiethnic environment. Through a focus on cultural awareness, positive self-concept, leadership, and communication, students examine how public, business, and personal behaviors intersect.

Course length: One semester
Materials: None
Prerequisites: None

BUS030: Personal Finance (Elective)

Students learn about different aspects of personal economics and finance in a virtual neighborhood setting. Topics include spending plans and borrowing decisions; career planning; and investing, insurance, and other financial services. Students complete activities and projects that apply the knowledge they gain to their own lives. This course may meet the needs of most students requiring financial skills or economics credit.

Course length: One semester
Materials: None
Prerequisites: MTH112 or MTH113: Pre-Algebra (or equivalent) recommended, but not required

BUS040: Introduction to Entrepreneurship (Elective)

In this introductory business course, students will learn the basics of planning and launching their own successful business. Whether they want to start their own money-making business or create a non-profit to help others, this course will help students develop the core skills they will need to be successful. They will learn how to come up with new business ideas, attract investors, market their business, and manage expenses. Students will get inspired by stories of teen entrepreneurs who have turned their ideas into reality, and then they will plan and execute their own business.

Course length: One semester
Materials: TBD
Prerequisites: None
Available Winter 2010



ENG010: Journalism (Elective)

Students examine the development of journalism, from print to the multimedia environment, while learning how to publish an online newspaper. Students write newspaper-style articles and opinion pieces, and examine careers in multimedia communication. They also consider the historical effects of "yellow" journalism, freedom of the press, and journalism's contributions to today's world, with an emphasis on the mutual influence of media and policy.

Course length: Two semesters

Materials: *Associated Press Stylebook*

Prerequisites: Success in previous English/language arts course and a teacher/school counselor recommendation

HST010: Anthropology (Elective)

Anthropology is the study of human beings and their social, environmental, and cultural relations over time. In this course, students familiarize themselves with their own culture as they explore cultures from around the world and from different periods in history. Students examine each culture through the lenses of family, land, death, identity, and power, allowing them to explore the similarities and differences in cultural roles in various times and places.

Course length: One semester

Materials: None

Prerequisites: HST102 or HST103: World History (or equivalent) recommended as a prerequisite or co-requisite, but not required

HST020: Psychology (Elective)

Students explore scientific methods of research as well as the major schools of psychology as they relate to issues of aggression, addictive behavior, memory, interpersonal relations, and self-care. Topics include the importance of ethics in scientific study, psychology's application to daily life, the influence of cultural background on perception, and more.

Course length: One semester

Materials: None

Prerequisites: SCI202: Biology or equivalent

HST030: Macroeconomics (Elective)

Students analyze economic data through a variety of learning activities. They learn how macroeconomics differs from microeconomics. They study the measurement of

aggregate economic activity and how it relates to employment and inflation. They explore fiscal and monetary policies designed to promote economic stability. Throughout the course, students use Internet resources to access and analyze current economic data.

Course length: One semester

Materials: None

Prerequisites: Success in previous math/social studies course and a teacher/school counselor recommendation

SCI010: Environmental Science (Elective)

This course provides an overview of the nature of ecosystems, energy flow, and the inter-relationships of biology, geology, and chemical cycles. Students explore issues in population studies, environmental pollution, and the organization and dynamics of ecological communities. Specific topics include: scientific habits of the mind; the application of scientific knowledge, methodology, and historical context to solve problems; the use of laboratory technologies; earth dynamics; the influence of technology on environmental quality; conservation practices; biodiversity; environmental planning and waste management; environmental monitoring and policy; sustainable use of public land; characteristics of populations; biotic and abiotic environmental factors; and energy production technologies.

Course length: Two semesters

Materials: Common household materials for labs

Prerequisites: Success in previous high school science course and a teacher/school counselor recommendation

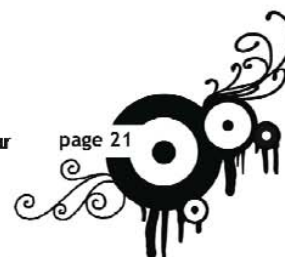
SCI020: Life Science: Oceanography (Elective)

In this introductory course, students construct an applied knowledge of the characteristics of aquatic systems. Students study ocean structure and marine ecology through hands-on exploration of coastal waters, open ocean waters, deep ocean waters, coral reefs, kelp forests, deep ocean vents, and tide pools. Through guided practice of the scientific model, using common household materials, students conduct field studies of local aquatic structures for the final project.

Course length: One semester

Materials: Common household materials for labs

Prerequisites: SCI202: Biology and SCI102: Physical Science, or equivalents



OTH010: Skills for Health

This course focuses on important skills and knowledge in nutrition; physical activity; the dangers of substance use and abuse; injury prevention and safety; growth and development; and personal health, environmental conservation, and community health resources. The curriculum is designed around topics and situations that engage student discussion and motivate students to analyze internal and external influences on their health-related decisions. The course helps students build the skills they need to protect, enhance, and promote their own health and the health of others.

Course length: One semester
Materials: None
Prerequisites: None

OTH020: Physical Education

This pass/fail course combines online instructional guidance with student participation in weekly cardiovascular, aerobic, muscle-toning, and other activities. Students fulfill course requirements by keeping weekly logs of their physical activity. The course promotes the value of lifetime physical activity and includes instruction in injury prevention, nutrition and diet, and stress management. Students may enroll in the course for either one or two semesters, and repeat for further semesters as needed to fulfill state requirements.

Course length: One semester (or more)
Materials: None
Prerequisites: None

OTH030: Career Planning (Elective)

Students plan for a successful career by analyzing their own goals and decision-making processes. Students use various resources to investigate career options, master job-seeking techniques, and learn how to make the transition from school to work.

Course length: One semester
Materials: *Career Assessment; You and Your Career; Occupation Finder* guides
Prerequisites: None

OTH040: Study Skills and Learning Strategies (Elective)

Students discover their learning style—the way they process information and apply it—and develop study skills to improve academic and work performance. Topics include time management, oral communications, critical thinking, note-taking, test-taking, and researching.

Course length: One semester
Materials: *Flying Your True Colors for True Success*
Prerequisites: None

Technology and Computer Science

TCH010: Computer Literacy I (Elective)

Today's students must be able to effectively use technology to research, organize, create, and evaluate information. This course provides a foundation in the skills and concepts that define computer literacy in the twenty-first century. From the basics of keyboarding to Internet research techniques, document creation, and digital citizenship, students practice essential skills through individual and team projects.

Course length: One semester
Materials: Microsoft Office 2003 and GIMP (free download)
Prerequisites: None

TCH020: Computer Literacy II (Elective)

This course builds on Computer Literacy I to develop the skills and concepts essential for computer literacy in the 21st century. From the basics of keyboarding to Internet research techniques, document creation, and digital citizenship, students practice essential skills through individual and team projects. When taken with Computer Literacy I, this course maps to the National Educational Technology Standards (NETS).

Course length: One semester
Materials: Microsoft Office 2003 and GIMP (free download)
Prerequisites: TCH010: Computer Literacy I

TCH030: Digital Photography and Graphics (Elective)

This course is for anyone who wants to create compelling, professional-looking graphic designs and photos. Students will learn the basics of composition, color, and layout before moving on to technical topics such as working with layers and masks, adding special effects, and effectively using typefaces.



to create visual impact. At the end of this course, students will have created a variety of original projects for their graphic design portfolios.

Course length: One semester
Materials: GIMP (free download)
Prerequisites: None

TCH040: Web Design (Elective)

This course provides a comprehensive introduction to the essentials of Web design, from planning page layouts to publishing a complete site to the Web. Through real-world design scenarios and hands-on projects, students create compelling, usable websites using the latest suite of free tools from Microsoft.

Course length: One semester
Materials: KompoZer (free download) and GIMP (free download)
Prerequisites: None

TCH050: Digital Video Production (Elective)

This course introduces students to all aspects of digital video, from story-boarding scenes and creating shot lists to editing a finished, professional-quality product. Throughout this project-based course, students demonstrate mastery of the key learning objectives by recording, capturing, and editing their own videos. This is a hands-on course that provides a solid foundation for further study in this exciting field, and progresses from the importing of raw footage through editing basics to transitions, text use, and special effects.

Course length: One semester
Materials: Microsoft Windows Movie Maker; student must supply a video camcorder capable of connecting to a computer, either through USB or FireWire
Prerequisites: None

TCH060: C++ Programming (Elective)

In this introductory course, students learn basic programming concepts through a series of hands-on projects. They also learn about software development careers, the software development process, and industry best practices. Using Microsoft Visual C++ 2008, students master the building blocks of programming: functions, variables, loops, arrays, and classes.

Course length: One semester
Materials: Microsoft Visual C++ 2008 Express (free download)
Prerequisites: None

TCH070: Game Design I (Elective)

This course is for anyone who loves gaming and wants to design and build original games from scratch. Students learn how to use popular game-development software to create engaging, interactive games in a variety of styles. After learning about game genres, students learn about all aspects of the game-design process. From there, it's on to a series of increasingly challenging hands-on projects that teach all the elements of successful game development. This course provides a solid foundation in the essentials of game design.

Course length: One semester
Materials: Multimedia Fusion 2.0
Prerequisites: None

TCH080: Game Design II (Elective)

Students expand their knowledge of the game design industry while mastering event-driven game development through a series of interactive projects. By the end of this course, students will have a variety of polished games for their game-development portfolios.

Course length: One semester
Materials: Multimedia Fusion 2.0
Prerequisites: TCH070: Game Design I

TCH090: Online Game Design (Elective)

This course introduces students to the design of online Flash games. They will learn how to develop a variety of games for the Web, using some basic programming concepts and ActionScript—the native scripting language of Flash—to develop games and publish them online. Professional-quality art is included in each project for students' use, or they can make their own. By the end of this course, students will have a fully-functioning multi-level online game.

Course length: One semester
Materials: Flash CS4
Prerequisites: None

TCH016: Flash Animation (Elective)

This course teaches students how to create interactive movies and engaging games with Flash CS4 animation software. Students master the basics of drawing and animating short movies before moving on to more complex challenges such as adding interactivity and script-driven events. By the end of the course, students will have an interactive portfolio to showcase their finished projects.



Course length: One semester
Materials: Flash CS4
Prerequisites: Permission of a teacher/school counselor

TCH017: 3D Art I—Modeling (Elective)

This course introduces students to 3D modeling tools and concepts. Using Blender, the popular open-source 3D modeling package, students will learn the basics of creating shapes, adding textures and lighting, and rendering. By the end of the course, students will have produced a series of increasingly sophisticated projects for their 3D portfolios. This course is suitable for students with no prior experience with 3D game design or digital media authoring tools.

Course length: One semester
Materials: Blender (free download)
Prerequisites: None

TCH018: 3D Art II—Animation (Elective)

In this advanced course, students will build on the skills they developed in 3D Art I to learn 3D animation techniques. Using Blender, a powerful open-source modeling tool, they will master the basics of animation—rigging, bones, and movement—while learning how to apply traditional animation techniques to their 3D models. They will also learn about jobs in the industry.

Course length: One semester
Materials: TBD
Prerequisites: TCH017: 3D Art I—Modeling
Available winter 2010

TCH019: Computer-Aided Design (CAD) (Elective)

Computer-aided design systems are used by designers and manufacturers in virtually every industry. In this course, students will master the basics of CAD software—creating points, lines, and other geometric forms, isometric drawings, and 3D models. They will learn how to translate initial concepts into functional designs and 3D walkthroughs. They will also explore career options for CAD designers in this hands-on introductory level course.

Course length: One semester
Materials: TBD
Prerequisites: None
Available winter 2010



Orientation

ORNO10: Online Learning 09-10

The Online Learning course (required for all new and returning K¹² students) explains to students how the program works, and provides tips on successful online learning. Students are introduced to the online tools they will use during their high school experience, including the Learning Management System that delivers course assignments. Students take part in online discussions and practice submitting computer-scored assessments and other assignments to teachers. Lifelong learning skills such as time management and study habits are also covered. By the end of the course, students will be fully prepared to begin their K¹² high school courses.

Course length: 6-8 hours
Materials: None
Prerequisites: None

ORNO20: Finding Your Path – Planning for Career and College

This course is unique for each student. K¹² school counselors, advisors, and other staff guide students through an in-depth exploration of their interests, abilities, and skills. Students explore their education and career interests, define goals, and create a path through high school that will get them there. In addition, this course serves as a "home base" where students and school counselors can address topics that are critical in their success in high school and beyond. Use of the K¹² online career and college counseling tools are featured in this course. (Students may re-enroll in this course yearly. Many course activities are related to specific grade levels and proximity to graduation.)

Course length: 30-40 hours
Materials: None
Prerequisites: None



SUPPLEMENTAL DOCUMENT # 10

SCHOOL BUDGET AND CASH FLOW MATERIALS

See pages below for:

- 4 Year Pro Forma Budget for K12 Academy (2 pages)
(Year 0 pre-opening and 3 Operating Years)
- Year 0 Pre-opening Cash Flow (2 pages)
- Year 1 Cash Flow (2 pages)
- Year 2 Cash Flow (2 pages)
- Year 3 Cash Flow (2 pages)
- Staffing Assumptions (1 page)

K12 Academy San Francisco					
As of November 30, 2009					
	Year 0	Year 1	Year 2	Year 3	
4 Yr Proforma - For Projection Purposes Only. Subject to Change.	FY 2009-10	FY 2010-11	FY 2011-12	FY 2012-13	Notes
Enrollment	0	275	550	550	
ADA %		95%	95%	95%	
Average Daily Attendance (ADA)	0	261	523	523	
REVENUE					
State & Local Government Revenue					
General Purpose Block Grant	-	1,589,445	3,258,310	3,339,820	Cola: 0%, 2.5%, 2.5% - per Charter School Development Center Estimates
Categorical Block Grant	-	105,545	216,838	222,063	Cola: 0%, 2.5%, 2.5% - per Charter School Development Center Estimates
CDE Implementation Grant	250,000	200,000	150,000	-	\$600,000 total per CDE Guidelines
Economic Impact Aid	-	30,608	31,373	64,314	Cola: 0%, 2.5%, 2.5% - per Charter School Development Center Estimates
Special Education	-	124,094	248,188	248,188	Based on El Dorado County Office of Education Charter SELPA ("CHELPA")
Supplemental Hourly Instruction & Summer School	-	-	-	-	May be reinstated in Year 3 and beyond
High School Counseling	-	18,288	36,575	36,575	\$70 per ADA, no Cola
CAHSEE Remedial Instruction	-	28,215	56,430	56,430	\$540 per eligible ADA, no Cola
Arts and Music State Grant	-	3,658	7,315	7,315	\$14 per student, no Cola
Proposition A - SFUSD	-	94,050	188,100	188,100	\$360 per ADA per SFUSD 11/24/09 estimate, no Cola
Proposition H - SFUSD	-	11,286	22,572	22,572	About 12% of Prop A for high schools per SFUSD 11/24/09 estimate, no Cola
SB 740 Facilities Funding	-	-	-	-	Set to 0 - does not meet 70% Free & Reduced Lunch (FRL) requirement
Lottery	-	32,656	65,313	65,313	\$125 per ADA, no Cola per Charter School Development Center Estimates
Subtotal State & Local Revenue	250,000	2,237,844	4,281,012	4,250,689	
Federal Revenue					
Title I	-	55,000	55,000	110,000	\$500 per Prior Year Free & Reduced Lunch eligible students, no Cola
National School Lunch Program	-	47,758	95,515	95,515	\$2.68 per lunch, assuming 40% of FRL, 90% of FRL Participating, no Cola
Subtotal Federal Revenue	-	102,758	150,515	205,515	
Other Revenue					
Fundraising (Walton)	30,000	220,000	-	-	\$30k Planning Grant in Startup Year, Remainder in Year 1
School Startup Fundraising	-	-	-	-	Set conservatively at 0. Expect at least \$100 per student per year
Subtotal Other Revenue	30,000	220,000	-	-	
TOTAL REVENUE	280,000	2,560,601	4,431,527	4,456,204	
EXPENDITURES					
Personnel Expenses					
Certificated Personnel Salaries	27,500	705,000	1,277,200	1,315,516	
Classified Personnel Salaries	-	158,000	162,740	167,622	
Subtotal Salaries	27,500	863,000	1,439,940	1,483,138	
Certificated Benefits	4,650	152,360	288,282	303,403	
Classified Benefits	-	37,692	39,570	41,566	
Subtotal Benefits	4,650	190,052	327,852	344,969	
TOTAL PERSONNEL COSTS	32,150	1,053,052	1,767,792	1,828,107	
Online School & Educational Materials					
Online Courses and Online School Platform	-	343,750	708,125	729,369	3% Cola
Instructional Materials (e.g. Textbooks, Microscopes, Math Manipulatives etc.)	-	137,500	283,250	291,748	3% Cola
Additional AP & Science Materials	-	27,500	56,650	58,350	3% Cola
Other Educational Services	-	48,125	96,250	99,138	3% Cola - Scantron Diagnostic, Study Island, Turnitin.com, Naviance, etc.
Professional Development & Support	-	40,925	45,050	46,402	3% Cola- Professional Development, and Teacher and Student Support Hotline
TOTAL ONLINE SCHOOL & EDUCATIONAL MATERIALS	-	597,800	1,189,325	1,225,005	

K12 Academy San Francisco					
As of November 30, 2009					
4 Yr Proforma - For Projection Purposes Only. Subject to Change.					
	Year 0	Year 1	Year 2	Year 3	
	FY 2009-10	FY 2010-11	FY 2011-12	FY 2012-13	
Services & Other Operating Expenses					
Student Activities/Clubs/Sports	-	20,000	30,000	30,900	50% Increase in Yr 2, 3% Cola in Year 3
Student Laptops - New	-	192,500	198,275	-	\$700/new student - includes maintenance and theft/loss insurance.
Student Laptops - Replacement	-	-	9,625	58,039	Replace 5% of laptops from prior year, 25% that are 2 years old
Internet (Business Ethernet)	-	20,000	30,000	31,827	50% Increase in Yr 2, 3% Cola in Year 3
Marketing	-	52,500	54,075	55,697	3% Cola Website, Brochures, Advertising, and Promotional Materials
Audit	-	-	15,000	15,914	3% Cola in Year 3
Legal	-	10,000	10,300	10,927	3% Cola
Teacher Recruitment Fees	-	10,000	10,300	10,927	3% Cola
Professional Development Travel	-	5,000	10,000	10,609	100% Increase in Yr 2, 3% Cola in Year 3
Facilities Support	-	10,000	20,000	21,218	100% Increase in Yr 2, 3% Cola in Year 3
Liability and Property Insurance	-	10,000	10,300	10,609	3% Cola
Student Food Service	-	53,460	106,920	106,920	\$3/meal per day, 90% of Free and Reduced Participating
Special Education	-	124,094	248,188	248,188	
Facilities Rent	-	240,000	420,000	420,000	\$1/sq ft/month
Utilities	-	48,000	84,000	84,000	\$50,000 in Year 1, increase in proportion to rent space
Teacher & Administrator Computers	1,000	15,000	11,000	-	\$1,000 per new staff
Janitorial/maintenance	-	30,000	30,900	31,827	3% Cola
Office Supplies & Equipment	-	15,000	15,450	15,914	3% Cola
TOTAL SERVICES AND OTHER EXPENSES	1,000	855,554	1,314,333	1,163,515	
Other Expenses					
Charter Authorizer Oversight Fee	-	17,256	35,065	36,262	Up to 1% of General Purpose & Categorical Block Grants
Architectural Fees	30,000	-	-	-	
CDE Revolving Loan Interest	-	-	7,500	6,000	3% - CDE Revolving Loan
Depreciation & Amortization	-	2,500	2,500	2,500	Amortization of Leasehold Improvement over 20 years
TOTAL OTHER EXPENSES	30,000	19,756	45,065	44,762	
TOTAL EXPENDITURES	63,150	2,526,162	4,316,515	4,261,389	
NET INCOME	216,850	34,439	115,012	194,815	
CHANGE IN CASH DUE TO:					
Operating Activity					
Net Income	216,850	34,439	115,012	194,815	
Depreciation & Amortization	-	2,500	2,500	2,500	
(Increase) Decrease in Accounts Receivable	-	(210,508)	(131,944)	(42,191)	
Increase in Accounts Payable	-	104,036	91,896	8,965	
Total Operating Activity	216,850	(69,533)	77,464	164,089	
Investing Activity					
Capital Expenditures	(50,000)	-	-	-	Tenant Improvements not covered by landlord
Total Investing Activity	(50,000)	-	-	-	
Financing Activity					
Loan Proceeds	-	250,000	-	-	CDE Revolving Loan
Loan Principal Repayments	-	-	(50,000)	(50,000)	Payback of CDE Revolving Loan
Total Financing Activity	-	250,000	(50,000)	(50,000)	
CHANGE IN CASH	166,850	180,467	27,464	114,089	
Beginning Cash	-	166,850	347,317	374,781	
ENDING CASH	166,850	347,317	374,781	488,870	

As of November 30, 2009	Year 0	July	August	September	October	November	December	January	February	March	April	May	June	Accrual
4 Yr Proforma - For Projection Purposes Only . Subject to Change	FY 2009-10	2009	2009	2009	2009	2009	2009	2010	2010	2010	2010	2010	2010	2010
Services & Other Operating Expenses														
Student Activities/Clubs/Sports	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Student Laptops - New	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Student Laptops - Replacement	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Internet (Business Ethernet)	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Marketing	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Audit	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Legal	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Teacher Recruitment Fees	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Professional Development Travel	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Facilities Support	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Liability and Property Insurance	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Student Food Service	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Special Education	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Facilities Rent	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Utilities	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Teacher & Administrator Computers	1,000	-	-	-	-	-	-	-	-	-	1,000	-	-	-
Janitorial/maintenance	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Office Supplies & Equipment	-	-	-	-	-	-	-	-	-	-	-	-	-	-
TOTAL SERVICES AND OTHER EXPENSES	1,000	-	-	-	-	-	-	-	-	-	1,000	-	-	-
Other Expenses														
Charter Authorizer Oversight Fee	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Architectural Fees	30,000	-	-	-	-	-	-	-	-	-	-	-	30,000	-
CDE Revolving Loan Interest	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Depreciation & Amortization	-	-	-	-	-	-	-	-	-	-	-	-	-	-
TOTAL OTHER EXPENSES	30,000	-	-	-	-	-	-	-	-	-	-	-	30,000	-
TOTAL EXPENDITURES	63,150	-	-	-	-	-	-	-	-	-	11,717	10,717	40,717	-
NET INCOME	216,850	-	-	-	-	-	-	-	-	-	18,283	(10,717)	209,283	-
CHANGE IN CASH DUE TO:														
Operating Activity														
Net Income	216,850	-	-	-	-	-	-	-	-	-	18,283	(10,717)	209,283	
Depreciation & Amortization	-	-	-	-	-	-	-	-	-	-	-	-	-	
(Increase) Decrease in Accounts Receivable	-	-	-	-	-	-	-	-	-	-	-	-	-	
Increase in Accounts Payable	-	-	-	-	-	-	-	-	-	-	-	-	-	
Total Operating Activity	216,850	-	-	-	-	-	-	-	-	-	18,283	(10,717)	209,283	
Investing Activity														
Capital Expenditures	(50,000)	-	-	-	-	-	-	-	-	-	-	-	(50,000)	
Total Investing Activity	(50,000)	-	-	-	-	-	-	-	-	-	-	-	(50,000)	
Financing Activity														
Loan Proceeds	-	-	-	-	-	-	-	-	-	-	-	-	-	
Loan Principal Repayments	-	-	-	-	-	-	-	-	-	-	-	-	-	
Total Financing Activity	-	-	-	-	-	-	-	-	-	-	-	-	-	
CHANGE IN CASH	166,850	-	-	-	-	-	-	-	-	-	18,283	(10,717)	159,283	
Beginning Cash	-	-	-	-	-	-	-	-	-	-	-	18,283	7,567	
ENDING CASH	166,850	-	-	-	-	-	-	-	-	-	18,283	7,567	166,850	

K12 Academy San Francisco														
As of November 30, 2009														
	Year 1	July	August	September	October	November	December	January	February	March	April	May	June	Accrual
4 Yr Proforma - For Projection Purposes Only. Subject to Change.	FY 2010-11	2010	2010	2010	2010	2010	2010	2011	2011	2011	2011	2011	2011	2011
Enrollment	275													
ADA %	95%													
Average Daily Attendance (ADA)	261													
REVENUE														
State & Local Government Revenue														
General Purpose Block Grant	1,589,445	-	-	190,733	397,361	143,050	143,050	-	23,414	230,612	115,306	115,306	115,306	115,306
Categorical Block Grant	105,545	5,277	5,277	5,277	5,277	5,277	5,277	26,386	9,499	12,665	6,333	6,333	6,333	6,333
CDE Implementation Grant	200,000	-	-	-	-	-	-	200,000	-	-	-	-	-	-
Economic Impact Aid	30,608	1,530	1,530	1,530	1,530	1,530	1,530	7,652	2,755	2,755	2,755	-	2,755	
Special Education	124,094	6,205	6,205	6,205	6,205	6,205	6,205	31,023	11,168	11,168	11,168	11,168	-	11,168
Supplemental Hourly Instruction & Summer School	-	-	-	-	-	-	-	-	-	-	-	-	-	-
High School Counseling	18,288	914	914	914	914	914	914	4,572	1,646	1,646	1,646	1,646	-	1,646
CAHSEE Remedial Instruction	28,215	1,411	1,411	1,411	1,411	1,411	1,411	7,054	2,539	2,539	2,539	2,539	-	2,539
Arts and Music State Grant	3,658	183	183	183	183	183	183	914	329	329	329	329	-	329
Proposition A - SFUSD	94,050	-	-	-	-	-	-	47,025	-	-	-	-	47,025	-
Proposition H - SFUSD	11,286	-	-	-	-	-	-	5,643	-	-	-	-	5,643	-
SB 740 Facilities Funding	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Lottery	32,656	-	-	-	-	-	-	-	-	-	-	-	-	32,656
Subtotal State & Local Revenue	2,237,844	15,520	15,520	206,254	412,882	158,570	158,570	330,270	51,350	261,715	140,076	140,076	174,307	172,733
Federal Revenue														
Title I	55,000	-	-	-	-	-	-	22,000	-	-	-	-	-	33,000
National School Lunch Program	47,758	-	-	-	4,776	4,776	4,776	4,776	4,776	4,776	4,776	4,776	4,776	4,776
Subtotal Federal Revenue	102,758	-	-	-	4,776	4,776	4,776	26,776	4,776	4,776	4,776	4,776	4,776	37,776
Other Revenue														
Fundraising (Walton)	220,000	220,000	-	-	-	-	-	-	-	-	-	-	-	-
School Startup Fundraising	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Subtotal Other Revenue	220,000	220,000	-	-	-	-	-	-	-	-	-	-	-	-
TOTAL REVENUE	2,560,601	235,520	15,520	206,254	417,657	163,346	163,346	357,045	56,126	266,491	144,852	144,852	179,083	210,508
EXPENDITURES														
Personnel Expenses														
Certificated Personnel Salaries	705,000	58,750	58,750	58,750	58,750	58,750	58,750	58,750	58,750	58,750	58,750	58,750	58,750	-
Classified Personnel Salaries	158,000	13,167	13,167	13,167	13,167	13,167	13,167	13,167	13,167	13,167	13,167	13,167	13,167	-
Subtotal Salaries	863,000	71,917	71,917	71,917	71,917	71,917	71,917	71,917	71,917	71,917	71,917	71,917	71,917	-
Certificated Benefits	152,360	12,697	12,697	12,697	12,697	12,697	12,697	12,697	12,697	12,697	12,697	12,697	12,697	-
Classified Benefits	37,692	3,141	3,141	3,141	3,141	3,141	3,141	3,141	3,141	3,141	3,141	3,141	3,141	-
Subtotal Benefits	190,052	15,838	15,838	15,838	15,838	15,838	15,838	15,838	15,838	15,838	15,838	15,838	15,838	-
TOTAL PERSONNEL COSTS	1,053,052	87,754	87,754	87,754	87,754	87,754	87,754	87,754	87,754	87,754	87,754	87,754	87,754	-
Online School & Educational Materials														
Online Courses and Online School Platform	343,750	28,646	28,646	28,646	28,646	28,646	28,646	28,646	28,646	28,646	28,646	28,646	-	28,646
Instructional Materials (e.g. Textbooks, Microscopes, Math Manipulatives etc.)	137,500	11,458	11,458	11,458	11,458	11,458	11,458	11,458	11,458	11,458	11,458	11,458	-	11,458
Additional AP & Science Materials	27,500	2,292	2,292	2,292	2,292	2,292	2,292	2,292	2,292	2,292	2,292	2,292	-	2,292
Other Educational Services	48,125	4,010	4,010	4,010	4,010	4,010	4,010	4,010	4,010	4,010	4,010	4,010	-	4,010
Professional Development & Support	40,925	3,410	3,410	3,410	3,410	3,410	3,410	3,410	3,410	3,410	3,410	3,410	-	3,410
TOTAL ONLINE SCHOOL & EDUCATIONAL MATERIALS	597,800	49,817	49,817	49,817	49,817	49,817	49,817	49,817	49,817	49,817	49,817	49,817	-	49,817

K12 Academy San Francisco														
As of November 30, 2009														
	Year 1	July	August	September	October	November	December	January	February	March	April	May	June	Accrual
4 Yr. Proforma - For Projection Purposes Only. Subject to Change.	FY 2010-11	2010	2010	2010	2010	2010	2010	2011	2011	2011	2011	2011	2011	2011
Services & Other Operating Expenses														
Student Activities/Clubs/Sports	20,000	1,667	1,667	1,667	1,667	1,667	1,667	1,667	1,667	1,667	1,667	1,667	1,667	1,667
Student Laptops - New	192,500	48,125	48,125	48,125	48,125	-	-	-	-	-	-	-	-	-
Student Laptops - Replacement	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Internet (Business Ethernet)	20,000	1,667	1,667	1,667	1,667	1,667	1,667	1,667	1,667	1,667	1,667	1,667	1,667	1,667
Marketing	52,500	4,375	4,375	4,375	4,375	4,375	4,375	4,375	4,375	4,375	4,375	4,375	4,375	4,375
Audit	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Legal	10,000	833	833	833	833	833	833	833	833	833	833	833	833	833
Teacher Recruitment Fees	10,000	833	833	833	833	833	833	833	833	833	833	833	833	833
Professional Development Travel	5,000	417	417	417	417	417	417	417	417	417	417	417	417	417
Facilities Support	10,000	833	833	833	833	833	833	833	833	833	833	833	833	833
Liability and Property Insurance	10,000	833	833	833	833	833	833	833	833	833	833	833	833	833
Student Food Service	53,460	-	-	5,346	5,346	5,346	5,346	5,346	5,346	5,346	5,346	5,346	5,346	5,346
Special Education	124,094	-	-	12,409	12,409	12,409	12,409	12,409	12,409	12,409	12,409	12,409	12,409	12,409
Facilities Rent	240,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000
Utilities	48,000	4,000	4,000	4,000	4,000	4,000	4,000	4,000	4,000	4,000	4,000	4,000	4,000	4,000
Teacher & Administrator Computers	15,000	1,250	1,250	1,250	1,250	1,250	1,250	1,250	1,250	1,250	1,250	1,250	1,250	1,250
Janitorial/maintenance	30,000	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500
Office Supplies & Equipment	15,000	1,250	1,250	1,250	1,250	1,250	1,250	1,250	1,250	1,250	1,250	1,250	1,250	1,250
TOTAL SERVICES AND OTHER EXPENSES	855,554	88,583	88,583	106,339	106,339	58,214	58,214	58,214	58,214	58,214	58,214	58,214	21,250	36,964
Other Expenses														
Charter Authorizer Oversight Fee	17,256	-	-	-	-	-	-	-	-	-	-	-	-	17,256
Architectural Fees	-	-	-	-	-	-	-	-	-	-	-	-	-	-
CDE Revolving Loan Interest	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Depreciation & Amortization	2,500	208	208	208	208	208	208	208	208	208	208	208	208	208
TOTAL OTHER EXPENSES	19,756	208	208	208	208	208	208	208	208	208	208	208	208	17,256
TOTAL EXPENDITURES	2,526,162	226,363	226,363	244,118	244,118	195,993	195,993	195,993	195,993	195,993	195,993	195,993	109,213	104,036
NET INCOME	34,439	9,158	(210,842)	(37,864)	173,539	(32,647)	(32,647)	161,052	(139,867)	70,498	(51,141)	(51,141)	69,870	106,472
CHANGE IN CASH DUE TO:														
Operating Activity														
Net Income	34,439	9,158	(210,842)	(37,864)	173,539	(32,647)	(32,647)	161,052	(139,867)	70,498	(51,141)	(51,141)	176,342	
Depreciation & Amortization	2,500	208	208	208	208	208	208	208	208	208	208	208	208	
(Increase) Decrease in Accounts Receivable	(210,508)	-	-	-	-	-	-	-	-	-	-	-	(210,508)	
Increase in Accounts Payable	104,036	-	-	67,572	(13,514)	(13,514)	(13,514)	(13,514)	(13,514)	-	-	-	104,036	
Total Operating Activity	(69,533)	9,366	(210,634)	29,916	160,233	(45,953)	(45,953)	147,746	(153,173)	70,706	(50,933)	(50,933)	70,078	
Investing Activity														
Capital Expenditures	-	-	-	-	-	-	-	-	-	-	-	-	-	
Total Investing Activity	-	-	-	-	-	-	-	-	-	-	-	-	-	
Financing Activity														
Loan Proceeds	250,000	-	250,000	-	-	-	-	-	-	-	-	-	-	
Loan Principal Repayments	-	-	-	-	-	-	-	-	-	-	-	-	-	
Total Financing Activity	250,000	-	250,000	-	-	-	-	-	-	-	-	-	-	
CHANGE IN CASH	180,467	9,366	39,366	29,916	160,233	(45,953)	(45,953)	147,746	(153,173)	70,706	(50,933)	(50,933)	70,078	
Beginning Cash	166,850	166,850	176,216	215,582	245,498	405,731	359,778	313,825	461,571	308,398	379,105	328,172	277,239	
ENDING CASH	347,317	176,216	215,582	245,498	405,731	359,778	313,825	461,571	308,398	379,105	328,172	277,239	347,317	

K12 Academy San Francisco														
As of November 30, 2009														
	Year 2	July	August	September	October	November	December	January	February	March	April	May	June	Accrual
4 Yr Proforma - For Projection Purposes Only. Subject to Change.	FY 2011-12	2011	2011	2011	2011	2011	2011	2012	2012	2012	2012	2012	2012	2012
Enrollment	550													
ADA %	95%													
Average Daily Attendance (ADA)	523													
REVENUE														
State & Local Government Revenue														
General Purpose Block Grant	3,258,310	20,145	342,123	114,041	521,330	293,248	293,248	207,937	47,997	472,747	236,374	236,374	236,374	236,374
Categorical Block Grant	216,838	10,842	10,842	15,179	15,179	15,179	15,179	36,862	19,515	26,021	13,010	13,010	13,010	13,010
CDE Implementation Grant	150,000	-	-	-	-	-	-	150,000	-	-	-	-	-	-
Economic Impact Aid	31,373	1,569	1,569	1,569	1,569	1,569	1,569	7,843	2,824	2,824	2,824	2,824	-	2,824
Special Education	248,188	12,409	12,409	12,409	12,409	12,409	12,409	62,047	22,337	22,337	22,337	22,337	-	22,337
Supplemental Hourly Instruction & Summer School	-	-	-	-	-	-	-	-	-	-	-	-	-	-
High School Counseling	36,575	1,829	1,829	1,829	1,829	1,829	1,829	9,144	3,292	3,292	3,292	3,292	-	3,292
CAHSEE Remedial Instruction	56,430	2,822	2,822	2,822	2,822	2,822	2,822	14,108	5,079	5,079	5,079	5,079	-	5,079
Arts and Music State Grant	7,315	366	366	366	366	366	366	1,829	658	658	658	658	-	658
Proposition A - SFUSD	188,100	-	-	-	-	-	-	94,050	-	-	-	-	94,050	-
Proposition H - SFUSD	22,572	-	-	-	-	-	-	11,286	-	-	-	-	11,286	-
SB 740 Facilities Funding	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Lottery	65,313	-	-	-	-	-	16,328	-	-	16,328	-	-	16,328	16,328
Subtotal State & Local Revenue	4,281,012	49,981	371,958	148,213	555,502	327,421	343,749	595,105	101,702	549,285	283,573	283,573	371,048	299,901
Federal Revenue														
Title I	55,000	-	-	-	-	-	-	22,000	-	-	-	-	-	33,000
National School Lunch Program	95,515	-	-	-	9,552	9,552	9,552	9,552	9,552	9,552	9,552	9,552	9,552	9,552
Subtotal Federal Revenue	150,515	-	-	-	9,552	9,552	9,552	31,552	9,552	9,552	9,552	9,552	9,552	42,552
Other Revenue														
Fundraising (Walton)	-	-	-	-	-	-	-	-	-	-	-	-	-	-
School Startup Fundraising	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Subtotal Other Revenue	-	-	-	-	-	-	-	-	-	-	-	-	-	-
TOTAL REVENUE	4,431,527	49,981	371,958	148,213	565,054	336,972	353,300	626,656	111,254	558,837	293,125	293,125	380,600	342,453
EXPENDITURES														
Personnel Expenses														
Certificated Personnel Salaries	1,277,200	106,433	106,433	106,433	106,433	106,433	106,433	106,433	106,433	106,433	106,433	106,433	106,433	-
Classified Personnel Salaries	162,740	13,562	13,562	13,562	13,562	13,562	13,562	13,562	13,562	13,562	13,562	13,562	13,562	-
Subtotal Salaries	1,439,940	119,995	119,995	119,995	119,995	119,995	119,995	119,995	119,995	119,995	119,995	119,995	119,995	-
Certificated Benefits	288,282	24,024	24,024	24,024	24,024	24,024	24,024	24,024	24,024	24,024	24,024	24,024	24,024	-
Classified Benefits	39,570	3,298	3,298	3,298	3,298	3,298	3,298	3,298	3,298	3,298	3,298	3,298	3,298	-
Subtotal Benefits	327,852	27,321	27,321	27,321	27,321	27,321	27,321	27,321	27,321	27,321	27,321	27,321	27,321	-
TOTAL PERSONNEL COSTS	1,767,792	147,316	147,316	147,316	147,316	147,316	147,316	147,316	147,316	147,316	147,316	147,316	147,316	-
Online School & Educational Materials														
Online Courses and Online School Platform	708,125	59,010	59,010	59,010	59,010	59,010	59,010	59,010	59,010	59,010	59,010	59,010	-	59,010
Instructional Materials (e.g. Textbooks, Microscopes, Math Manipulatives etc.)	283,250	23,604	23,604	23,604	23,604	23,604	23,604	23,604	23,604	23,604	23,604	23,604	-	23,604
Additional AP & Science Materials	56,650	4,721	4,721	4,721	4,721	4,721	4,721	4,721	4,721	4,721	4,721	4,721	-	4,721
Other Educational Services	96,250	8,021	8,021	8,021	8,021	8,021	8,021	8,021	8,021	8,021	8,021	8,021	-	8,021
Professional Development & Support	45,050	3,754	3,754	3,754	3,754	3,754	3,754	3,754	3,754	3,754	3,754	3,754	-	3,754
TOTAL ONLINE SCHOOL & EDUCATIONAL MATERIALS	1,189,325	99,110	99,110	99,110	99,110	99,110	99,110	99,110	99,110	99,110	99,110	99,110	-	99,110

K12 Academy San Francisco														
As of November 30, 2009														
	Year 2	July	August	September	October	November	December	January	February	March	April	May	June	Accrual
4 Yr. Proforma -For Projection Purposes Only. Subject to Change.	FY 2011-12	2011	2011	2011	2011	2011	2011	2012	2012	2012	2012	2012	2012	2012
Services & Other Operating Expenses														
Student Activities/Clubs/Sports	30,000	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	-	2,500
Student Laptops - New	198,275	49,569	49,569	49,569	49,569	-	-	-	-	-	-	-	-	-
Student Laptops - Replacement	9,625	802	802	802	802	802	802	802	802	802	802	802	-	802
Internet (Business Ethernet)	30,000	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	-	2,500
Marketing	54,075	4,506	4,506	4,506	4,506	4,506	4,506	4,506	4,506	4,506	4,506	4,506	-	4,506
Audit	15,000	-	-	-	15,000	-	-	-	-	-	-	-	-	-
Legal	10,300	858	858	858	858	858	858	858	858	858	858	858	-	858
Teacher Recruitment Fees	10,300	858	858	858	858	858	858	858	858	858	858	858	-	858
Professional Development Travel	10,000	833	833	833	833	833	833	833	833	833	833	833	-	833
Facilities Support	20,000	1,667	1,667	1,667	1,667	1,667	1,667	1,667	1,667	1,667	1,667	1,667	-	1,667
Liability and Property Insurance	10,300	858	858	858	858	858	858	858	858	858	858	858	-	858
Student Food Service	106,920	-	-	10,692	10,692	10,692	10,692	10,692	10,692	10,692	10,692	10,692	-	10,692
Special Education	248,188	-	-	24,819	24,819	24,819	24,819	24,819	24,819	24,819	24,819	24,819	-	24,819
Facilities Rent	420,000	35,000	35,000	35,000	35,000	35,000	35,000	35,000	35,000	35,000	35,000	35,000	35,000	-
Utilities	84,000	7,000	7,000	7,000	7,000	7,000	7,000	7,000	7,000	7,000	7,000	7,000	-	7,000
Teacher & Administrator Computers	11,000	917	917	917	917	917	917	917	917	917	917	917	917	-
Janitorial/maintenance	30,900	2,575	2,575	2,575	2,575	2,575	2,575	2,575	2,575	2,575	2,575	2,575	-	2,575
Office Supplies & Equipment	15,450	1,288	1,288	1,288	1,288	1,288	1,288	1,288	1,288	1,288	1,288	1,288	-	1,288
TOTAL SERVICES AND OTHER EXPENSES	1,314,333	111,731	111,731	147,242	162,242	97,673	97,673	97,673	97,673	97,673	97,673	97,673	35,917	61,757
Other Expenses														
Charter Authorizer Oversight Fee	35,065	-	-	-	-	-	-	-	-	-	-	-	-	35,065
Architectural Fees	-	-	-	-	-	-	-	-	-	-	-	-	-	-
CDE Revolving Loan Interest	7,500	-	-	-	1,250	1,250	1,250	1,250	1,250	1,250	1,250	1,250	-	-
Depreciation & Amortization	2,500	208	208	208	208	208	208	208	208	208	208	208	208	-
TOTAL OTHER EXPENSES	45,065	208	208	208	1,458	1,458	1,458	1,458	1,458	1,458	208	208	208	35,065
TOTAL EXPENDITURES	4,316,515	358,366	358,366	393,877	410,127	345,558	345,558	345,558	345,558	345,558	344,308	344,308	183,441	195,932
NET INCOME	115,012	(308,385)	13,592	(245,663)	154,927	(8,586)	7,742	281,098	(234,304)	213,279	(51,183)	(51,183)	197,159	146,521
CHANGE IN CASH DUE TO:														
Operating Activity														
Net Income	115,012	(308,385)	13,592	(245,663)	154,927	(8,586)	7,742	281,098	(234,304)	213,279	(51,183)	(51,183)	343,679	
Depreciation & Amortization	2,500	208	208	208	208	208	208	208	208	208	208	208	208	
(Increase) Decrease in Accounts Receivable	(131,944)	105,254	72,598	-	-	-	32,656	-	-	-	-	-	(342,453)	
Increase in Accounts Payable	91,896	(34,679)	(34,679)	99,942	(26,924)	(26,924)	(26,924)	(26,924)	(26,924)	-	-	-	195,932	
Total Operating Activity	77,464	(237,601)	51,720	(145,513)	128,211	(35,302)	13,683	254,383	(261,020)	213,487	(50,975)	(50,975)	197,367	
Investing Activity														
Capital Expenditures	-	-	-	-	-	-	-	-	-	-	-	-	-	
Total Investing Activity	-	-	-	-	-	-	-	-	-	-	-	-	-	
Financing Activity														
Loan Proceeds	-	-	-	-	-	-	-	-	-	-	-	-	-	
Loan Principal Repayments	(50,000)	-	-	-	(8,333)	(8,333)	(8,333)	(8,333)	(8,333)	(8,333)	(8,333)	(8,333)	-	
Total Financing Activity	(50,000)	-	-	-	(8,333)	(8,333)	(8,333)	(8,333)	(8,333)	(8,333)	(8,333)	(8,333)	-	
CHANGE IN CASH	27,464	(237,601)	51,720	(145,513)	119,878	(43,635)	5,349	246,049	(269,354)	205,154	(50,975)	(50,975)	197,367	
Beginning Cash	347,317	347,317	109,716	161,436	15,923	135,801	92,166	97,515	343,564	74,211	279,364	228,389	177,414	
ENDING CASH	374,781	109,716	161,436	15,923	135,801	92,166	97,515	343,564	74,211	279,364	228,389	177,414	374,781	

K12 Academy San Francisco	Year 3	July	August	September	October	November	December	January	February	March	April	May	June	Accrual
As of November 30, 2009	FY 2012-13	2012	2012	2012	2012	2012	2012	2013	2013	2013	2013	2013	2013	2013
4 Year Proforma - For Projection Purposes Only. Subject to Change.														
Services & Other Operating Expenses														
Student Activities/Clubs/Sports	30,900	2,575	2,575	2,575	2,575	2,575	2,575	2,575	2,575	2,575	2,575	2,575	-	2,575
Student Laptops - New	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Student Laptops - Replacement	58,039	4,837	4,837	4,837	4,837	4,837	4,837	4,837	4,837	4,837	4,837	4,837	-	4,837
Internet (Business Ethernet)	31,827	2,652	2,652	2,652	2,652	2,652	2,652	2,652	2,652	2,652	2,652	2,652	-	2,652
Marketing	55,697	4,641	4,641	4,641	4,641	4,641	4,641	4,641	4,641	4,641	4,641	4,641	-	4,641
Audit	15,914	-	-	-	15,914	-	-	-	-	-	-	-	-	-
Legal	10,927	911	911	911	911	911	911	911	911	911	911	911	-	911
Teacher Recruitment Fees	10,927	911	911	911	911	911	911	911	911	911	911	911	-	911
Professional Development Travel	10,609	884	884	884	884	884	884	884	884	884	884	884	-	884
Facilities Support	21,218	1,768	1,768	1,768	1,768	1,768	1,768	1,768	1,768	1,768	1,768	1,768	-	1,768
Liability and Property Insurance	10,609	884	884	884	884	884	884	884	884	884	884	884	-	884
Student Food Service	106,920	-	-	10,692	10,692	10,692	10,692	10,692	10,692	10,692	10,692	10,692	-	10,692
Special Education	248,188	-	-	24,819	24,819	24,819	24,819	24,819	24,819	24,819	24,819	24,819	-	24,819
Facilities Rent	420,000	35,000	35,000	35,000	35,000	35,000	35,000	35,000	35,000	35,000	35,000	35,000	-	35,000
Utilities	84,000	7,000	7,000	7,000	7,000	7,000	7,000	7,000	7,000	7,000	7,000	7,000	-	7,000
Teacher & Administrator Computers	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Janitorial/maintenance	31,827	2,652	2,652	2,652	2,652	2,652	2,652	2,652	2,652	2,652	2,652	2,652	-	2,652
Office Supplies & Equipment	15,914	1,326	1,326	1,326	1,326	1,326	1,326	1,326	1,326	1,326	1,326	1,326	-	1,326
TOTAL SERVICES AND OTHER EXPENSES	1,163,515	66,041	66,041	101,552	117,465	101,552	101,552	101,552	101,552	101,552	101,552	101,552	35,000	66,552
Other Expenses														
Charter Authorizer Oversight Fee	36,262	-	-	-	-	-	-	-	-	-	-	-	-	36,262
Architectural Fees	-	-	-	-	-	-	-	-	-	-	-	-	-	-
CDE Revolving Loan Interest	6,000	-	-	-	1,000	1,000	1,000	1,000	1,000	1,000	-	-	-	-
Depreciation & Amortization	2,500	208	208	208	208	208	208	208	208	208	208	208	208	208
TOTAL OTHER EXPENSES	44,762	208	208	208	1,208	1,208	1,208	1,208	1,208	1,208	208	208	208	36,262
TOTAL EXPENDITURES	4,261,389	320,675	320,675	356,186	373,100	357,186	357,186	357,186	357,186	357,186	356,186	356,186	187,551	204,898
NET INCOME	194,815	(247,633)	11,653	(81,772)	(89,134)	(6,424)	9,904	351,169	(241,297)	217,068	(53,870)	(53,870)	199,276	179,747
CHANGE IN CASH DUE TO:														
Operating Activity														
Net Income	194,815	(247,633)	11,653	(81,772)	(89,134)	(6,424)	9,904	351,169	(241,297)	217,068	(53,870)	(53,870)	199,276	179,747
Depreciation & Amortization	2,500	208	208	208	208	208	208	208	208	208	208	208	208	208
(Increase) Decrease in Accounts Receivable	(42,191)	171,226	171,226	-	-	-	-	-	-	-	-	-	-	(384,644)
Increase in Accounts Payable	8,965	(65,311)	(65,311)	72,284	(27,519)	(27,519)	(27,519)	(27,519)	(27,519)	-	-	-	-	204,898
Total Operating Activity	164,089	(141,509)	117,777	(9,280)	(116,445)	(33,735)	(17,407)	323,858	(268,608)	217,277	(53,662)	(53,662)	199,484	
Investing Activity														
Capital Expenditures	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Total Investing Activity	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Financing Activity														
Loan Proceeds	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Loan Principal Repayments	(50,000)	-	-	-	(8,333)	(8,333)	(8,333)	(8,333)	(8,333)	(8,333)	(8,333)	(8,333)	-	-
Total Financing Activity	(50,000)	-	-	-	(8,333)	(8,333)	(8,333)	(8,333)	(8,333)	(8,333)	(8,333)	(8,333)	-	-
CHANGE IN CASH	114,089	(141,509)	117,777	(9,280)	(124,778)	(42,068)	(25,740)	315,525	(276,941)	208,943	(53,662)	(53,662)	199,484	
Beginning Cash	374,781	374,781	233,272	351,049	341,769	216,991	174,922	149,182	464,707	187,767	396,710	343,048	289,386	
ENDING CASH	488,870	233,272	351,049	341,769	216,991	174,922	149,182	464,707	187,767	396,710	343,048	289,386	488,870	

K12 Academy San Francisco									
Staffing Detail									
					FY 2009-10	FY 2010-11	FY 2011-12	FY 2012-13	
					0	1	2	3	
Position	Class	Cola %							
Roster Assumptions									
Head of School	Certificated				1	1	1	1	
Business Manager	Classified				-	1	1	1	
Executive Assistant	Classified				-	1	1	1	
Certificated Teaching Staff	Certificated				-	6	12	12	
Guidance Counselor	Certificated				-	1	1	1	
Dean of Student Life	Certificated				-	1	1	1	
College Counselor	Certificated				-	-	1	1	
Learning Coaches	Certificated				-	4	8	8	
IT Manager	Classified				-	1	1	1	
Total Headcount					1	16	27	27	
Salary Assumptions									
Head of School	Certificated	3%			27,500	110,000	113,300	116,699	
Business Manager	Classified	3%			-	68,000	70,040	72,141	
Executive Assistant	Classified	3%			-	35,000	36,050	37,132	
Certificated Teaching Staff	Certificated	3%			-	300,000	618,000	636,540	
Guidance Counselor	Certificated	3%			-	55,000	56,650	58,350	
Dean of Student Life	Certificated	3%			-	60,000	61,800	63,654	
College Counselor	Certificated	3%			-	-	56,650	58,350	
Learning Coaches	Certificated	3%			-	180,000	370,800	381,924	
IT Manager	Classified	3%			-	55,000	56,650	58,350	
Total Wages					27,500	863,000	1,439,940	1,483,138	
Summary									
Certificated Wages					27,500	705,000	1,277,200	1,315,516	
Classified Wages					-	158,000	162,740	167,622	
Total Taxable Wages					27,500	863,000	1,439,940	1,483,138	
Headcount									
Certificated					1	13	24	24	
Classified					-	3	3	3	
Total Taxable Wages					1	16	27	27	
Benefits									
Benefit Calculations									
Certificated									
	Retirement			8.25% of wages	2,269	58,163	105,369	108,530	
	Health Benefits	8% Cola		4,750 per employee per year 0	1,188	66,690	132,970	143,607	
	Social Security			0.00% N/A (classified only)	-	-	-	-	
	Medicare			1.45% of wages	399	10,223	18,519	19,075	
	SUI/ETT			3.50% of 1st \$7,000 wages	245	3,185	5,880	5,880	
	Workmens Compensation			2.00% of wages	550	14,100	25,544	26,310	
	TOTAL BENEFITS				4,650	152,360	288,282	303,403	
Classified									
	Retirement			4.00% of wages	-	6,320	6,510	6,705	
	Health Benefits	8% Cola		4,750 per employee per year 0	-	15,390	16,621	17,951	
	Social Security			6.20% of wages	-	9,796	10,090	10,393	
	Medicare			1.45% of wages	-	2,291	2,360	2,431	
	SUI/ETT			3.50% of 1st \$7,000 wages	-	735	735	735	
	Workmens Compensation			2.00% of wages	-	3,160	3,255	3,352	
	TOTAL BENEFITS				-	37,692	39,570	41,566	
Total Benefits					4,650	190,052	327,852	344,969	

NARRATIVE FOR K12 ACADEMY'S CASH FLOW AND BUDGET

The School's financial statements include a four year *pro forma* annual budget and a four year monthly cash flow statement. The *pro forma* includes a startup year and three years of school operations. The *pro forma* is for projection purposes only and is subject to change. The California Department of Education's most recent advisories allow charter schools to follow accounting standards from either the Governmental Accounting Standards Board (GASB) or the Financial Accounting Standards Board (FASB) if the school or its parent agency is a nonprofit. Here, the School is a nonprofit. The School anticipates utilizing FASB standards on advice of its auditor, but reserves the right to re-evaluate or change to GASB upon clarifications or changes in law.

Students

Revenues depend mainly on the number of students enrolled, their attendance, and their demographics. Based on school district demographics and historical experience, the School expects to have 40% Free and Reduced Lunch ("FRL") students. In addition, consistent with best practice, the School plans to overenroll students by 10-20% above budgeted enrollments at the beginning of each year to manage start-of-year attrition.

The Average Daily Attendance ("ADA") is the aggregate attendance of a school during a reporting period (normally a school year) divided by the number of days school is in session during this period. The School will assume a 95% attendance rate for our students. This percentage projection is reasonable based on the historical charter school experience of the Founder meeting this high level of attendance at previous charter schools, and also because the online course software makes it very easy to legally document and collect ADA when students are sick at home.

Revenues

Revenue sources for charter schools come from federal, state and local governments, and local private funding sources. The School will constantly monitor all components associated with revenue throughout the year as the funding estimates are refined and recalculated.

A Summary of the projected revenues for a start-up year and three years of operations along with the percentage components of all revenues is shown on the following two charts.

Projected Revenues, By Source

	2009-10 Start-up	2010-11 Year 1	2011-12 Year 2	2012-13 Year 3
Summary of Revenue Programs				
• State & Local Government	250,000	2,237,844	4,281,012	4,250,689
• Federal	-	102,758	150,515	205,515
• Other Revenue	30,000	220,000	-	-
Total Revenue	280,000	2,560,601	4,431,527	4,456,204

Projected Revenue Component Percentages

	2009-10 Start-up	2010-11 Year 1	2011-12 Year 2	2012-13 Year 3
Percentage Revenue Components				
• State & Local Government	89%	87%	97%	95%
• Federal	0%	4%	3%	5%
• Other Revenue	11%	9%	0%	0%
Total	100%	100%	100%	100%

State & Local Government Revenue

State & Local Government Revenue is estimated based on specific program variables as identified below, with the majority of this funding dependent upon the annual state budget and the School's student population.

Projected State & Local Government Revenues

	2009-10 Start-up	2010-11 Year 1	2011-12 Year 2	2012-13 Year 3
State & Local Government Revenues				
• General Purpose Block Grant	-	1,589,445	3,258,310	3,339,820
• Categorical Block Grant	-	105,545	216,838	222,063
• CDE Implementation Grant	250,000	200,000	150,000	
• In Lieu Economic Impact Aid	-	30,608	31,373	64,314
• Special Education	-	124,094	248,188	248,188
• High School Counseling	-	18,288	36,575	36,575
• CAHSEE Remedial Instruction	-	28,215	56,430	56,430
• Arts and Music State Grant	-	3,658	7,315	7,315
• Prop A	-	94,050	188,100	188,100
• Prop H	-	11,286	22,572	22,572
• SB 740 Facilities Funding	-	-	-	-
• Lottery	-	32,656	65,313	65,313
Total	250,000	2,237,844	4,281,012	4,250,689

California State & Local Government Revenue

Each charter school in California receives the same amount of General Purpose Block Grant funds for each student, as expressed in terms of ADA, based on the grade level of the student. These block grant funding amounts, as well as other state revenues for charter schools, are set annually by the State during the legislative process and are incorporated in the State budget each summer. Funding amounts are typically scaled based on a Cost of Living Allowance (“COLA”). The School has based the revenue COLA and block grant funding amounts based on the Governor’s 2009-10 May Revision and subsequent adjustments in July 2009. The source of these numbers was provided in September 2009 by the Charter Schools Development Center, the premier charter school finance expert in California.

Est. Funding Amounts & COLA’s Based on Charter School Development Center Projections

	2009-10 Start-up Estimate	2010-11 Year 1 Estimate	2011-12 Year 2 Estimate	2012-13 Year 3 Estimate
Statutory COLA (K-12 Revenue Limits)		0.00%	2.50%	2.50%
General Purpose Block Grant (High School)	6,084	6,084	6,236	6,392
One Time General Purpose Reduction (253)				
Charter School Categorical Block Grant	404	404	414	425
Economic Impact Aid	318	318	326	334
Lottery	125	125	125	125

General Purpose Block Grant

The General Purpose Block Grant (“GPBG”) is the largest source of revenue for the School. The GPBG is calculated based on student Average Daily Attendance (“ADA”) and provides a set amount, per pupil, per grade level grouping. GPBG provides different funding levels for different blocks of grade levels.

State General Purpose Categorical Block Grant

The School’s “categorical funding”, per unit of ADA, for the projection period is shown above. Categorical funding per ADA is additional block grant funding based upon an annual State Budget funding allocation. This funding is per student and is allocated by grade span level. The categorical block grant funding is in addition to the GPBG funding and is an accumulation of funding for each charter school student from multiple special purpose funds combined into one allocation.

Economic Impact Aid

The economic impact aid (“EIA”) is based on the poverty counts of pupils enrolled, with minimum funding floors. A per pupil rate governs for the School since it is above the

minimum funding floor (21 eligible students). The per pupil rate being used is \$318. The School may be eligible for an EIA concentration bonus since the school will likely serve moderately high proportions of eligible students. The concentration bonus adds poverty and English learner counts and if this is greater than 50% of the student enrollment the bonus is applied.

To be conservative, our projections have assumed 40% EIA, and the bonus has *not* been applied, even though we expect to receive this additional amount.

Lottery

We project a total per student allocation of approximately \$125 per year. Funding is based on annual ADA. This estimate will be updated at the First, Second, and Third Interim Reporting periods. These funds are available to start-up schools, but, for cash flow purposes are not funded until year two. Lottery funds are mainly allocated for general purpose use (Unrestricted Funds) with slightly over 10% of the funds restricted for instructional purposes.

Special Education Program

Based on historical experience, and state and district data, the School projects that approximately 10% of its student population will be special education students.

As indicated in more detail in the charter, the School will adhere to the provisions of the Individuals with Disabilities Education Act (IDEA) and state special education laws and regulations to assure that all students with disabilities are accorded a free, appropriate public education (FAPE). The School will also ensure that no student otherwise eligible to enroll in their charter school will be denied enrollment.

As also indicated in more detail in the charter, the School will comply with Section 504 of the Federal Rehabilitation Act, the Americans with Disabilities Act, and all Office of Civil Rights mandates.

Pursuant to Education Code Section 47641(a) and 56207, as well as the School's charter petition, the School retains the right to apply to a SELPA to become an independent Local Educational Agency ("LEA") for special education purposes, or to participate in charter school consortia, Joint Power Authorities ("JPA's"), SELPA's or sub-SELPA's created to serve special education students, as long as such arrangements meet all state and federal legal requirements pertaining to special education. In this case, the School shall, in partnership with the relevant SELPA(s) and LEA(s) bear full responsibility for meeting the needs of special education students, working cooperatively with the SELPA to which it belongs, and providing services through a combination of internal staff, third-party service providers, or other arrangements.

If the School elects this option, *as it currently intends to do with the El Dorado County Office of Education Charter SELPA ("CHELPA")*, and is designated in another SELPA or other entity as an LEA for special education purposes, all special education funding

attributable to the School's students will flow directly to the School pursuant to the SELPA's budget allocation plan, and the School will *not* pay a portion of the charter authorizer's special education encroachment, if any.

The School's budget accordingly indicates the funding level provided by the CHELPA and expected expenses.

As allowed by law, the School may also, at its option, elect to participate and function as a public school of the District or County for purposes of special education, pursuant to Education Code Section 47641. In this case, the School and the charter authorizer shall negotiate a Memorandum of Understanding ("MOU") governing the roles and responsibilities of each party, to ensure that the needs of all students with disabilities are met. The intent of the MOU shall be to treat the School the same as other public schools of the charter authorizer for purposes of special education.

Under such an MOU, the School agrees to pay its pro rata share of the charter authorizer's special education encroachment, and the charter authorizer shall retain state and federal special education funds attributable to the School's enrollment. The charter authorizer would be primarily responsible for the provision of special education services to the School's students, and responsible for excess costs, if any.

In addition, the MOU will specify that delivery of the services shall be at the site of the School unless it is mutually agreed or there is a legitimate educational reason for providing the service elsewhere or the service is provided otherwise in the Individual Education Plan ("IEP").

Facilities Reimbursement (SB 740)

The Charter School Facility Grant Program provides assistance with facilities rent and lease expenditures for charter schools that meet certain eligibility criteria. Eligible charter schools may receive reimbursement for facilities rent and lease costs in an amount of up to \$750 per unit of classroom-based average daily attendance (ADA) but no more than 75% of their total annual facilities rent and lease costs. If there are insufficient funds to reimburse all eligible charter schools at the maximum level, the funding provided to each school will be reduced on a pro-rata basis.

To be eligible for reimbursement, a charter school site must be geographically located within the attendance area of a public elementary school in which at least 70% of the pupil enrollment is eligible for free or reduced-price meals, or serving a pupil population that meets or exceeds 70% eligibility for free and reduced-price meals. The School does not anticipate being eligible for this funding stream at this time.

No Non-Classroom Based Funding Determinations Are Required (SB 740)

The School will be a fully onsite bricks and mortar school utilizing computer-assisted instruction onsite for much more than 80% of its instruction and ADA. Core teachers will be onsite as well. It is neither a distance learning school nor a virtual charter school. Accordingly, SB 740 with respect to non-classroom funding determinations will not be applicable to the School.

CDE Implementation Grant

The California Public Charter School Grant Program (PCSGP) is distributed over a period of time not to exceed 36 months. The School expects to meet the 100 student enrollment threshold required to obtain the full \$600,000 funding available to charter schools. The anticipated timing is as follows: \$250,000 for the Planning Year to be received in June 2010, \$200,000 for the Year 1 Implementation to be received in January of 2011, and \$150,000 for the Year 2 Implementation to be received in January of 2012.

High School Counseling

We estimate High School Counseling funding at \$70 per ADA for all students. We conservatively estimated no cost of living increases in future years.

CAHSEE Remedial Instruction

We estimate CAHSEE funding at \$540 per ADA of eligible students. We conservatively estimated that 20% of the student population would qualify for remedial instruction, although the actual number is likely to be higher. We conservatively estimated no cost of living increases in future years.

Arts & Music Block Grant

The Arts & Music Block Grant was estimated at \$14 per ADA for all students. We conservatively estimated no cost of living increases in future years.

Prop A (Local)

Other charter schools in San Francisco receive Prop A funding. The Prop A revenue is estimated to be \$360 per ADA in 2010-11, which is slightly lower than the 2009-10 amount estimated by SFUSD as of November 24, 2009. We conservatively estimated no cost of living increases in future years.

Prop H (Local)

Other charter schools in San Francisco receive Prop H funding. SFUSD estimates Prop H revenue for high schools is typically about 15%-20% of Prop A revenue. We conservatively estimated only 12% of Prop A revenue and no cost of living increases in future years.

All other state and local funding programs are not included in this budget.

Federal Revenues

The School will work with the charter authorizer to determine which, if any, of the Federal Funding Entitlements will accrue to the School. Federal revenues will be updated when a Federal entitlement notification is received. The School is aware that there are significant compliance features associated with federal funding, and the management team and partners have extensive experience with such compliance.

Title I

Title I funding is based on student poverty data measured in the previous year California Longitudinal Pupil Achievement Data System. We estimate the poverty rate at 40% for the School, which approximates the Free & Reduced Lunch percentage. The amount per qualified student is typically \$300 - \$1,000. Based upon estimates from the Charter School Development Center, we conservatively projected \$500 per eligible pupil in 2010-11. We conservatively estimated no cost of living increases in future years.

Title III

Title III funds are used to implement language instruction educational programs designed to help LEP students achieve standards. The overarching purpose is to ensure that limited-English-proficient (LEP) students attain English proficiency and meet the same challenging academic and achievement standards that other students are expected to meet. The funding rate is a per eligible LEP pupil \$14 per pupil.

Although this may very likely change once the students are registered for the school, we conservatively estimated that the School will not be eligible for Title III funds.

Free and Reduced-Price Meal Eligibility

The federally funded National School Lunch Program ("NSLP") provides free and reduced-price meals for lunch (and breakfast) to eligible students, based on parent/guardian income levels. For this budget, based on previous charter schools operated by the Founder and charter authorizer data, we assume that 40% of our students are eligible to receive federal funding on a per meal / per day for free and reduced-price meals. We assumed 90% of those eligible students will participate in this program. Based on historical experience and available data, we assumed the revenue at \$2.68 per day for each participating student, and the expense was estimated at \$3.00 per day for each participating student.

Other Revenues

The Walton Family Foundation has funded every one of the Founder's previous schools with more than \$250,000 in start-up funds per school, and we have been informed that we will receive at least this amount of for this school as well...

Though the School expects to raise significant additional startup funding to supplement the state funds, and the Founder has historically raised \$500 per student annually for his previous charter schools, the School has conservatively included no other local fundraising in its current budget.

Consistent with normal practice, the School will charge students who do not qualify for free lunch under the National School Lunch Program (NSLP) a reasonable amount for lunch service. With this fee, we anticipate that the lunch program will operate at a modest loss to the school.

Summary Revenues per Enrollee

For the four year period through 2012-2013, the projected Revenues per student enrolled at the School are shown below.

Summary of All Revenue per Enrollee

	2009-10 Start-up	2010-11 Year 1	2011-12 Year 2	2012-13 Year 3
Summary of Revenue Per Pupil				
• State & Local Government	N/A	8,138	7,784	7,729
• Federal	N/A	374	274	374
• Other	N/A	800	-	-
Total Revenue Per Enrolled Pupil	N/A	9,312	8,058	8,103

Expenditures

Startup Costs (Year 0 Fiscal Year 2009/10)

Depending on various private facilities it is looking at, the School intends to open either in August 2010 or August 2011. For purposes of this budget, we are assuming the School opens in August 2010. This current school year, the year before the school opens is referred to as Year 0 Fiscal Year while the first year of operations is referred to as Year 1 and the second year of operations is referred to as Year 2, etc.

During fiscal 2009-10, Year 0, the charter document is created, incurring modest legal and other outreach expenses. In addition, the School plans to hire and have its Head of School begin work in approximately April 2010, a number of months before the School opens in order to have adequate time to prepare and open successfully.

Based on the Founder's 100% success rate in obtaining CDE Implementation Grants to support the startup of charter schools, the School's start-up plan assumes that the School will receive a CDE charter start-up grant which contributes \$250,000 towards revenues in 09-10. This grant alone will be more than sufficient to cover any startup expenses.

Summary of Projected Expenditures

The projected expenditure through 2012-2013 are shown below and are followed by the percentage distribution of costs by major expenditure item

	2009-10 Start-up	2010-11 Year 1	2011-12 Year 2	2012-13 Year 3
Summary of Expenditures				
• Certificated Personnel Salaries	27,500	705,000	1,277,200	1,315,516
• Classified Personnel Salaries	-	158,000	162,740	167,622
• Certificated Benefits	4,650	152,360	288,282	303,403
• Classified Benefits	-	37,692	39,570	41,566
• Online School & Educational Materials	-	597,800	1,189,325	1,225,005
• Services & Other Operating Expenses	1,000	855,554	1,314,333	1,163,515
• Other Expenses	30,000	19,756	45,065	44,762
Total Expenses	63,150	2,526,162	4,316,515	4,261,389

Summary of All Expenditures by Relative Percentage

	2009-10 Start-up	2010-11 Year 1	2011-12 Year 2	2012-13 Year 3
Expenditures by Percentage				
• Certificated Personnel Salaries	44%	28%	30%	31%
• Classified Personnel Salaries	0%	6%	4%	4%
• Certificated Benefits	7%	6%	7%	7%
• Classified Benefits	0%	1%	1%	1%
• Online School & Educational Materials	0%	24%	27%	29%
• Services & Other Operating Expenses	2%	34%	30%	27%
• Other Expenses	47%	1%	1%	1%
Total Expenses	100%	100%	100%	100%

Salaries and Employee Benefits

“Compensation” includes the salary costs of all staff, including those who work full-time and part-time. Compensation also incorporates all staff benefits, including health benefits, Social Security, state teachers’ retirement, 403b employer matching, unemployment insurance, Medicare, and workers’ compensation.

Percentage Total Compensation Costs to Revenues and Expenses

Total Compensation Costs				
• Certificated Personnel Salaries	27,500	705,000	1,277,200	1,315,516
• Classified Personnel Salaries	-	158,000	162,740	167,622
• Certificated Benefits	4,650	152,360	288,282	303,403
• Classified Benefits	-	37,692	39,570	41,566
Total Compensation Costs	32,150	1,053,052	1,767,792	1,828,107
Total Compensation/Total Revenue	11%	41%	40%	41%
Total Compensation /Total Expenses	13%	47%	41%	43%

All staff salaries are based upon projected salary schedules and individual employment contract terms and conditions. Annual anniversary increments are included for budget projection purposes. Salary data is based on full-time work for each position. Positions less than full time will receive an equivalent salary payment for the pro-rated share of the annual salary factor. Vacant and growth positions are estimated at an average cost factor per applicable employee group.

Teacher Compensation

Projected Classroom Teacher Salaries & Compensation

	2009-10 Start-up	2010-11 Year 1	2011-12 Year 2	2012-13 Year 3
Average Core Teacher Compensation	N/A	50,000	51,500	53,045
Total Core Teacher Compensation	N/A	300,000	618,000	636,540

Teachers will be paid according to the School's pay scale, as developed by the School's leadership team, and approved by the governing board. The weighted average teacher salary for each year is shown above; the estimated salary cost of living increase is 3%. All salaries are based upon a full-day/year of service. Note that if a position is less than full time, such as 3 days per week, the actual salary paid would be 60% of the amount shown. The resultant teacher salary projections are shown above.

Substitute Teacher Costs

Teacher Substitute Provisions are included for both projected sick and personal leave as well as for professional staff development leave. These projected costs are included in our certificated employee cost projections.

School Administrator Salary Costs

Certificated Management Staff include the School's Head of School, Dean/Counselor, and as of Year 2 a College Counselor.

Certificated Management Annual Salary Projection

The projected annual salaries integrating the projected FTE and the annual salaries for the four year period follow. Note that the Head of School is expected to be hired in advance of the first year of operation and 3 months of salary is included in the Budget Plan.

	2009-10 Start-up	2010-11 Year 1	2011-12 Year 2	2012-13 Year 3
Certificated Administrator Staffing (FTEs)				
• Head of School	0.25	1	1	1
• Guidance Counselor	-	1	1	1
• Dean of Student Life	-	1	1	1
• College Counselor	-	-	1	1
Total Certificated Administrator FTEs	0.25	3	4	4
Certificated Administrator Salaries				
• Head of School	27,500	110,000	113,300	116,699
• Guidance Counselor	-	55,000	56,650	58,350
• Dean of Student Life	-	60,000	61,800	63,654
• College Counselor	-	-	56,650	58,350
Total Certificated Administrator Salaries	27,500	225,000	288,400	297,052

Classified Salary Costs

The School classified employees (non-certificated) are shown in the table below. The Classified Salary cost is as follows.

	2009-10 Start-up	2010-11 Year 1	2011-12 Year 2	2012-13 Year 3
Classified Staffing (FTE's)				
• Business Manager	-	1	1	1
• Executive Assistant	-	1	1	1
• IT Manager	-	1	1	1
	-	3	3	3
Classified Salary Costs				
• Business Manager	-	68,000	70,040	72,141
• Executive Assistant	-	35,000	36,050	37,132
• IT Manager	-	55,000	56,650	58,350
Total Classified Salary	-	158,000	162,740	167,622

Total Employee Benefits

	2009-10 Start-up	2010-11 Year 1	2011-12 Year 2	2012-13 Year 3
Employee Benefit Summary				
• Retirement	2,269	64,483	111,879	115,235
• Health Benefits	1,188	82,080	149,591	161,558
• Social Security	-	9,796	10,090	10,393
• Medicare	399	12,514	20,879	21,506
• SUI/ETT	245	3,920	6,615	6,615
• Workmens Compensation	550	17,260	28,799	29,663
Total Employee Benefits	4,650	190,052	327,852	344,969

The above table lists the total projected annual employer costs for all employee benefits, on a year-by-year basis. Within employee benefits, most benefits are statutory and are determined by either state or federal mandate and are based on current rate factors. Statutory benefits are cost factors applied to the salary factor. These benefits differ by type of employee: certificated and classified and by the period of time they work: full-time, part-time and hourly. The School's employees participate in State Teachers' Retirement, Social Security, Medicare, State Unemployment and Workers' Compensation. For a full-time certificated employee, the State Teachers' Retirement System² employer contribution factor is 8.25%. Discretionary Employee Benefits include a 403(b) retirement plan for classified employees with a 4% employer match, and an annual health insurance cost of \$5,130 for each employee in Year 1 with a conservative cost of living increase of 8% in Years 2 and 3.

Online Courses & Instructional Expenses

	2009-10 Start-up	2010-11 Year 1	2011-12 Year 2	2012-13 Year 3
Online Courses and Instructional Materials				
• Online Courses	-	343,750	708,125	729,369
• Instructional Materials (e.g. Textbooks, Microscopes, Math Manipulatives etc.)	-	137,500	283,250	291,748
• Additional AP & Science Materials	-	27,500	56,650	58,350
• Educational Services	-	48,125	96,250	99,138
• Professional Development & Support	-	40,925	45,050	46,402
Total Online & Instructional		597,800	1,189,325	1,225,005

The School will pay for Online Courses and Instructional Materials from the Block Grant funds that will be allocated to the School annually. Many of the cost projections are based

² Employees who participate in STRS do not participate in Social Security

upon a per pupil allotment, such as Online Courses and Instructional Materials. For 2010-2011, Online Courses and Instructional Materials purchases are projected at \$2,174 per child, calculated against the projected enrollment in 2010–2011. These prices are consistent with online course prices provided to other charter schools and districts who offer high quality online courses. Once the School is established, an ongoing allowance is calculated based on grade level, the Online Courses and new Instructional Materials required for expanding grades and an allowance for Instructional Material replacements.

Service and Operational Expenses

	2009-10 Start-up	2010-11 Year 1	2011-12 Year 2	2012-13 Year 3
Services and Operational Expenses				
• Student Activities/Clubs/Sports	-	20,000	30,000	30,900
• Student Laptops – New	-	192,500	198,975	-
• Student Laptops - Replacement	-	-	9,625	58,039
• Internet (Business Ethernet)	-	20,000	30,000	31,827
• Marketing	-	52,500	54,075	55,697
• Audit	-	-	15,000	15,914
• Legal	-	10,000	10,300	10,927
• Teacher sourcing	-	10,000	10,300	10,927
• Professional Development	-	-	-	-
• Travel	-	5,000	10,000	10,609
• Facilities Support	-	10,000	20,000	21,218
• Liability & Property Insurance	-	10,000	10,300	10,927
• Student Food Service	-	53,460	106,920	106,920
• Special Education	-	124,094	248,188	248,188
• Facilities Rent	-	240,000	420,000	420,000
• Utilities	-	48,000	84,000	84,000
• Teacher & Administrator Computers	1,000	14,000	10,000	-
• Janitorial/maintenance	-	30,000	30,900	31,827
• Office Supplies & Equipment	-	15,000	15,450	15,914
Total Services & Operating	1,000	855,554	1,314,333	1,163,515

Expenses in this section are primarily based on preliminary negotiations with prospective service providers. Many of these items are self-explanatory. We make note of items below as needed to explain our budgeting assumptions.

Insurance

Comprehensive insurance based on initial indications from the California Charter School Association insurance program.

Custodial Services

These services will be provided by contractors at approximately \$2,500 per month in year one.

Property

Lease costs are payments made by the school to the facility landlord. Rent is set at \$1 per square foot in year one and two. Utilities are estimated at 20% of the annual rent cost.

District Financial Oversight Fee

This oversight fee, paid to the charter authorizer is set by law at actual costs of the oversight up to 1% of the School's general purpose and categorical block grant revenue. Should the School be provided a substantially rent-free facility by SFUSD, the district oversight fee would be actual costs of the oversight up to 3% of the general purpose entitlement revenue.

At this point, the School does not intend to use a Proposition 39 or other district site, but is not waiving its rights to request a district site in the future.

Capital Outlay

Capital costs include only items in excess of the single item capitalization threshold of \$5,000 per item that have a useful working life of over 1 year. In June 2010 the School plans to spend \$50,000 in leasehold improvements. The School does not plan to spend any other significant capital expenditures at this time.

Other Expenses

This line item includes Interest Payments on a \$250,000 startup loan from the California Department of Education (CDE). These loans are further described in the Other Financing Sources section below.

	2009-10 Start-up	2010-11 Year 1	2011-12 Year 2	2012-13 Year 3
Other Expenses				
CDE Revolving Loan Interest	-	-	7,500	6,000
Architectural Fees	30,000	-	-	-
Charter Authorizer Oversight Fee	-	17,256	35,065	36,262
Depreciation & Amortization	-	2,500	2,500	2,500
Total Other Expenses	30,000	19,756	45,065	44,762

Cash Flow Activity

Certain revenue and expenses will be accrued at year end but not received or disbursed until July through September of the following fiscal year. This results in changes in accounts receivable and accounts payable. Depreciation and amortization is calculated by dividing the leasehold improvements over 20 years. The leasehold improvements are estimated at \$50,000. The School will apply for a low-interest rate (estimated at 3%) working capital loan of \$250,000 from the California Department of Education Charter School Revolving Loan Fund. The payment terms are estimated to be \$50,000 per year over a five year period.

	2009-10 Start-up	2010-11 Year 1	2011-12 Year 2	2012-13 Year 3
Operating Activity				
Net Income	216,850	34,439	115,092	194,815
Increase in Accounts Receivable	-	(210,508)	(131,944)	(42,191)
Increase in Accounts Payable	-	102,841	90,900	8,584
Depreciation & Amortization	-	2,500	2,500	2,500
Total Operating Activity	216,850	(69,533)	77,464	164,089
Investing Activity				
Capital Expenditures	(50,000)	-	-	-
Total Investing Activity	(50,000)	-	-	-
Financing Activity				
CDE Loan Proceeds	-	250,000	-	-
CDE Loan Principal Payments	-	-	(50,000)	(50,000)
Total Financing Activity	-	250,000	(50,000)	(50,000)
Change in Cash	166,850	180,467	27,464	114,089
Beginning Cash	-	166,850	347,317	374,781
Ending Cash	166,850	347,317	374,781	488,870

Ending Fund Balance

	2009-10 Start-up	2010-11 Year 1	2011-12 Year 2	2012-13 Year 3
Change in Fund Balance				
Beginning Fund Balance	-	216,850	251,288	366,302
Net Income	216,850	34,439	115,092	194,815
Ending Fund Balance	<u>216,850</u>	<u>251,289</u>	<u>366,302</u>	<u>561,117</u>
Components of Ending Fund Balance				
Reserved for Economic Uncertainty (3% of Current Year Expenses)	1,895	75,785	129,495	127,842
Unreserved Fund Balance	214,956	175,505	236,806	433,275
Total Ending Fund Balance	<u>216,850</u>	<u>251,289</u>	<u>366,302</u>	<u>561,117</u>

No state authoritative body has determined how recommended reserve levels should be set for charter schools. The School's goal will be to maintain a minimum of 3% of current expenses, each year, based on current year operations as its Fund Balance Reserve for Economic Uncertainty. The projected reserves will be monitored constantly and adjusted and refined as decisions and updates are provided relative to state funding amounts as well as when refinements or updates are made to the projected spending plan for the School. As can be seen, the School estimates that it will maintain a Total Ending Fund Balance above its minimum goal of 3% for all years.

Monthly Cash Flow

Revenues

Because revenues are lumpy and primarily from a single source, correctly projecting cash flow is far more important than the budget for a charter school's financial health. The greatest cash flow challenge is correctly predicting the flow of federal and state revenue sources. California law identifies the percentage of a School's Block Grant funds to be paid at specified dates. We estimated the timing of revenue proceeds to be consistent with the recent historical data of typical charter schools.

A Charter School's Block Grant funding comes from a combination of two sources: In Lieu Property Taxes and State Aid. Amounts from these two sources flow to the Charter School monthly throughout the school year. The Sponsor District pays the Charter School In Lieu Property Tax based per (ADA) on or before the 15th of each month. State Aid is due from the state on or before the end of the month. In Lieu Property Taxes are paid over a twelve month period from August through July. State aid is paid monthly from July to June, except that the June payment is deferred until July because of state funding constraints. In year one, the School is entitled to special advance state aid funding of 37% of the annual projected state portion of the General Purpose Block Grant overall funds in September and 18% in December.

Beyond year one the School is entitled to special advance state aid funding of 37% of the annual projected state portion of the General Purpose Block Grant overall funds in September and 18% in December for adding new grades. Although no special advanced funding is received for ADA generated by expanding existing grades.

Categorical Block Grant and Economic Impact Aid

A Charter School's Categorical Block Grant Funds and its Economic Impact Aid funding schedule generally follow the schedule for the General Purpose Block Grant. However, funding is made solely based on the State Aid schedule, because no property taxes contribute to these programs.

California Lottery

State Lottery Revenues are not paid during year one. In year two, the amount that should have been paid in year one is generally paid in December. Year two payments are made quarterly beginning in December, such that lottery payments are always delayed one quarter from the time they are accrued.

Title I Funding

Based on historical experience, the School projects that 40% of the Title I payments will be received in January, and 60% in July through September of the following year.

Loan Proceeds and Repayment of Debt Principal

The School intends to secure a \$250,000 loan from the California Department of Education ("CDE") Charter School Revolving Loan program. The proceeds of the CDE loan will be received in Year 1 and repaid during the following five years.

Expenditures

The School's Expenditure Cash Flow projections are fairly straightforward calculations mainly based upon the compensation of our teachers. Certain employer related cost factors, such as retirement and tax contributions must be paid when earned regardless of when the salary is actually paid to the employee. For other expenses, the School generally has proportionally greater expenses in the first several months of the school year, particularly during years one and two when new instructional supplies, equipment and classroom supplies are ordered. The State Revolving Loan will have annual debt service payments. This debt service is deducted from the School's State Aid Apportionment for those months.

Budget Reconciliation Worksheet

Because SACS specifies accrual accounting, several revenue sources will be considered in the budget, while actual cash payments from these sources will be delayed into the following school year, as detailed in the budget in the line by line analysis of revenue sources. The Monthly Cash Flow Worksheet reconciles the yearly budget with the yearly cash flow, indicating revenue sources which will be delayed and the actual time of payment.

1.

CERTIFICATION OF COMPLIANCE WITH APPLICABLE LAW
California Code of Regulations, Title 5, Section 11967(b)(3)

A charter petition that has been previously denied by the governing board of a school district may be submitted to the county board of education or the State Board of Education. See Education Code Section 47605(j)(1). As per Education Code Section 47605(j)(5), the State Board of Education has adopted regulations implementing the provisions of Section 47605(j)(1). See Title 5, California Code of Regulations Section 11967 (5 CCR Section 11967).

5 CCR Section 11967 requires that a charter school petition that has been previously denied by a county board of education must be received by the State Board of Education not later than 180 calendar days after the denial. 5 CCR Section 11967(a). In addition, subdivision (b)(3) of Section 11967 requires the charter petitioner to provide a “signed certification stating that petitioner(s) will comply with all applicable law” when submitting the denied petition to the State Board of Education.

The following certification is submitted in compliance with 5 CCR Section 11967(b)(3).

Certification

By signing below, I certify as follows:

1. That I am the lead petitioner, and that I am competent and qualified to certify to the facts herein;
2. That, as lead petitioner, I have personal knowledge of the facts forming the basis of this certification;
3. That I make this certification for purposes of 5 CCR Section 11967(b)(3) only; and
4. That the charter petitioner(s) and the charter petition are in compliance with applicable law.

Name: Mark Kushner, Lead Petitioner

Signature: _____

Date: February 8, 2010

School Name: **K12 Academy San Francisco Charter School**



LAW OFFICES OF MIDDLETON, YOUNG & MINNEY, LLP

FEBRUARY 26, 2010

VIA: EMAIL AND PERSONAL DELIVERY
cbarkley@cde.ca.gov

PAUL C. MINNEY
JAMES E. YOUNG
MICHAEL S. MIDDLETON
LISA A. CORR
AMANDA J. MCKECHNIE

State Board of Education
California Department of Education
Charter Schools Division
1430 N Street
Sacramento, CA 95814

JESSICA ADAMS ROBISON
JERRY W. SIMMONS
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JANELLE A. RULEY
ANDREW G. MINNEY

OF COUNSEL
SUZANNE A. TOLLEFSON

RE: Description of Changes to the Petition Necessary to Reflect the State Board of Education as the Chartering Entity

Dear Members of the State Board of Education:

The K12 Academy San Francisco (“Charter School”) charter petition was submitted to the San Francisco Unified School District (the “District”) on November 30, 2009. The District voted to deny the petition on January 26, 2010.

The Charter School respectfully submits its charter petition to the State Board of Education (“SBE”). We have listed below the relevant and appropriate changes to the charter petition which are necessary for approval by the SBE:

1. Chartering Authority

Any text referring to the San Francisco Unified School District, SFUSD, or the District as the chartering authority would be revised to read “State Board of Education” or “SBE.”

2. Special Education Plan

Although the Charter School proposed in its charter that it will be its own local educational agency (“LEA”) and will apply directly for membership in the El Dorado County Special Education Local Plan Area (“SELPA”), the charter provided the possibility that should this not occur, it would be a school of the District for special education purposes and would negotiate an MOU with the District to implement this relationship. If the Charter School is sponsored by the State Board of Education, it cannot be part of the District for special education purposes. As a result, all language relating to this option will be deleted from the charter petition.

State Board of Education
Re: State Board Appeal of K12 Academy San Francisco Charter School Charter Petition
February 8, 2010
Page 2 of 2

Only the provisions relating to the Charter School being its own LEA for special education purposes shall remain in the petition.

3. Dispute Resolution

The Dispute Resolution language in the charter petition will be followed by the paragraph below:

“Charter School recognizes that, because the SBE is not a local education agency, the State Board of Education may choose resolve a dispute directly instead of pursuing the dispute resolution process specified in the charter, provided that if the State Board of Education intends to resolve a dispute directly instead of pursuing the dispute resolution process specified in the charter, it must first hold a public hearing to consider arguments for and against the direct resolution of the dispute instead of pursuing the dispute resolution process specified in the charter.”

* * *

We will make every effort to submit any supplemental documentation that the SBE may request in a timely manner.

Sincerely,

LAW OFFICES OF
MIDDLETON, YOUNG & MINNEY, LLP


JERRY W. SIMMONS
ATTORNEY AT LAW



FLEX PUBLIC SCHOOLS: K12 ACADEMY SAN FRANCISCO

I. COMBINING THE BEST OF ONLINE EDUCATION WITH THE BEST OF TRADITIONAL SCHOOLS

- (1) Takes proven and successful online education program currently used with 70,000 full-time public school students at home, and uses it in a full-time physical school with certified onsite teachers, enabling low income and working families who can't educate their children at home to take advantage of a world class individualized curriculum.
- (2) Face-to-face onsite instruction with certified teachers and additional support from onsite tutors will only improve the power of the already strong virtual program by building community and strengthening relationships and instructional support
- (3) Online curriculum enables very small average classes of 10-15 students! Students engage with award-winning interactive curriculum when not in class, supervised by teachers and tutors.
- (4) Teachers use powerful data from assessments embedded in curriculum to design class groupings and academic interventions
- (5) Students who are struggling get more time with teachers. Advanced students can go faster, do additional projects, or take more advanced classes.
- (6) Teachers monitor progress, build relationships with students, and support academic achievement with differentiated instruction

II. THE PROPOSED SCHOOL HAS A SOUND EDUCATIONAL PROGRAM

- (1) Research- and standards- based (see research cited in charter and Power Point)
The small school design helps to build a strong and diverse community as well as helping to close the achievement gap and digital divide.
- (2) Accredited curriculum and program (CITA, WASC and NAAS)
- (3) Curriculum and program already used successfully with 70,000 students virtually; it is not experimental. Here, the innovation is applying this curriculum and program full-time in a physical school rather than a virtual setting at home.
- (4) A similar model of using online curriculum full-time in a physical school has already been successful with low income students in three other schools nationally (V.O.I.S.E. School in Chicago, Carpe Diem in Arizona, and School of One in New York City).
- (5) Good teachers are essential to the model with a focus on differentiated instruction based on powerful valid and reliable data from embedded assessments
- (6) Parent satisfaction with proposed curriculum is extremely high in other schools programs using the curriculum and services of K12 Inc.

III. PETITIONERS ARE DEMONSTRABLY LIKELY TO DELIVER PROGRAM

- (1) Successful charter track record, expertise and experience of petitioners
- (2) Evidence of over 150 students already interested in program
- (3) Track record of successful *enrollment and support* of low income students.
- (4) Track record, expertise and experience of partners and advisors
- (5) Track record, expertise and experience of K12 as a service and curriculum provider
- (6) Budget: Met all issues raised by district and board
- (7) Curriculum: Met all issues raised by district and board

IV. CONCLUSION

The charter should be approved as it meets the legal requirements for approval. The schools will provide a high quality technology-based middle school and high school option for the families of San Francisco and surrounding areas which is not otherwise available.

FLEX PUBLIC SCHOOLS: “K12 ACADEMY SAN FRANCISCO”

- INTRODUCTION: WHO WE ARE AND CONTEXT
- INNOVATIVE AND SOUND EDUCATIONAL PROGRAM



INTRODUCTION

(Part 1)

WHO WE ARE:

CHARTER PETITIONER

Flex Public Schools, a California nonprofit organization

Mark Kushner: Lead Petitioner for Flex Public Schools

- Former high school teacher, principal, coach, CEO and attorney
- Founded and led Leadership High School 1995-2001
- Founded and led Leadership Public Schools 2001-2008
- Instructor at Stanford University on charter schools
- California Charter Commissioner: 2003-Present
- K12 Inc. Vice President, 2008-Present



INTRODUCTION

(Part 2)

ADVISORS AND PARTNERS (Partial List)

K12, INC.

- Intended contracted service and curriculum provider for Flex Schools
- Country's largest provider of online curriculum to K-12th graders
- 70,000 fulltime and 50,000 parttime students in 50 states and 42 countries
- Widely regarded as having the finest online curriculum available
- K12's Education Advisors include renowned superintendents such as Thomas Payzant (former Superintendent of Boston and San Diego)

OTHER ADVISORS AND PARTNERS

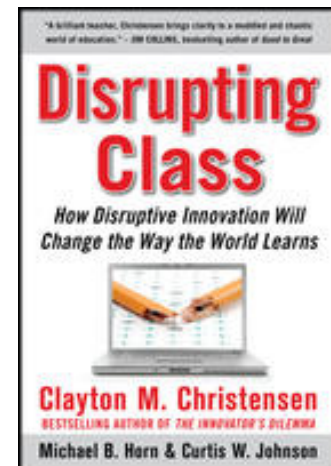
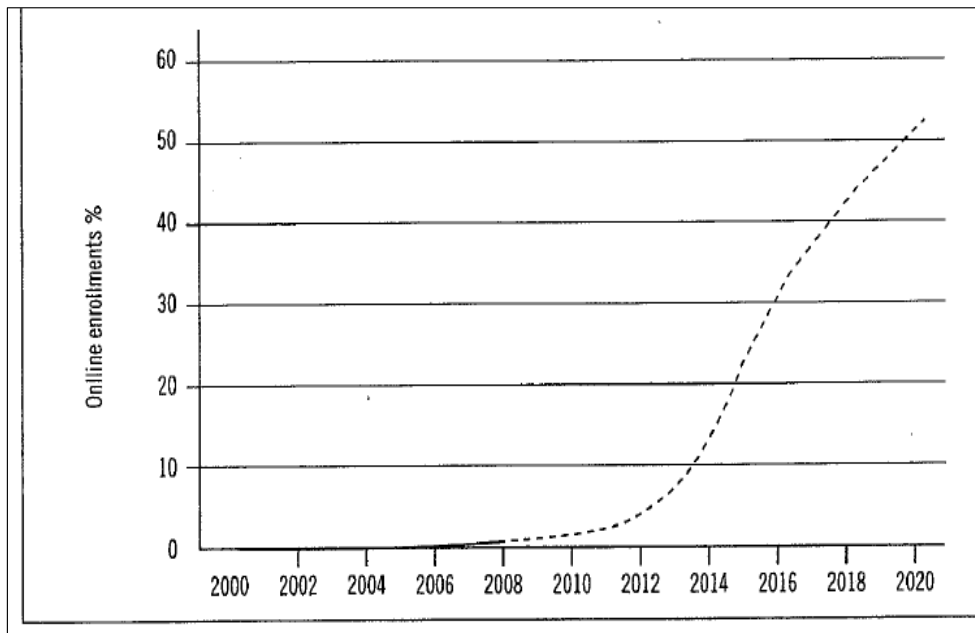
- Professor Mike Kirst, Stanford University (former State Board President)
- Paul Minney and Lisa Corr, Charter legal experts
- Eric Premack: Charter School Development Center, National charter expert
- Nick Driver, California Charter School Association
- Stan Cohn, GVA Kidder (Real estate expert)

(See Charter at page 7+ for a complete list of Advisors and Partners)



CONTEXT

In “Disrupting Class”, Harvard Business School Professor Christensen predicts that 50% of American high schools will be online within 8 years.





EDUCATIONAL MODEL

The School combines:

(1) the best attributes of online education

(e.g., increased offerings, significant differentiation and support, valid embedded assessments, etc.)

And

(2) with the best attributes of traditional brick and mortar schools

(e.g., community, collaboration, academic and social support, clubs, sports and activities).

ONLINE CURRICULUM ENABLES SMALL CLASSES

- Picture classes from 8:30am to 3pm with certified onsite teachers.
- But imagine something different, that is, that the students in these classes vary each period and each day, chosen by teachers in groups of 1-25 students, usually 1-10 students, based on what students need according to data from embedded assessments.
- Meanwhile, students not in class are learning by using online interactive curriculum under the supervision of teachers and tutors



TEACHERS USE DATA TO DESIGN INSTRUCTION

The online curriculum provides teachers with powerful data from embedded daily, unit, benchmark and semester assessments that is valid and reliable, with assessments created by experts

Teachers meet weekly to use this data to plan their classes, collaboratively figuring out which students and standards to focus on, and planning the following week of class groupings and content.

MEETING THE NEEDS OF STUDENTS

- The students who are struggling the most get the most time with teachers.
- The struggling students also get help from tutors during the day and afternoon tutoring sessions.
- More advanced students can go faster, have additional assignments and projects, or take more advanced classes.

TEACHER ROLES ARE ESSENTIAL

Teachers have three roles:

- (1) monitoring students progress,
- (2) building student relationships, and
- (3) supporting student achievement

.



SOUND EDUCATIONAL PROGRAM

1. RESEARCH AND STANDARDS BASED

ONLINE INSTRUCTION

- “Students who took all or part of their class online performed better, on average, than those taking the same course through traditional face-to-face instruction.”

2009, US Department of Education 2009 Meta-analysis of Online Education; Christensen, C, Disrupting Class (2009); www.inacol.org under research; www.k12.com under Research

SCHOOL DESIGN

- Small school and personalized
- Differentiated instruction
- Extensive use of assessment data for interventions and support

Beclmer, W. (1983); Breaking Ranks II (2004); DuFour, R., Eaker, R. & Dufour, R. (2005); Goodlad, J.I. (1984); Marzano, R.J. (2000); Ouchi, W.G. (2003); Sizer, T. (1985).

SOUND EDUCATIONAL PROGRAM

2. K12's ACCREDITED CURRICULUM



SOUND EDUCATIONAL PROGRAM

3. TESTED CURRICULUM

K12 curriculum is used with 70,000 students virtually at home with outstanding results.

It is not experimental.

What is *new* is using this curriculum in a physical school building for families that do not want or can't educate their children at home.

This new model will only be more powerful with this face to face support and relationships.



SOUND EDUCATIONAL PROGRAM 4. ONSITE MODEL IS SUCCESSFUL IN THREE OTHER PROGRAMS

V.O.I.S.E. (Virtual Opportunities in a School Environment)

- Inner-city Chicago Public School serving low income students showing promising results

CARPE DIEM

- Online onsite Arizona charter school, serving entirely low income Latinos, showed more improvement on state test than **any** public school in AZ

SCHOOL OF ONE

- NYC Public school summer math program serving low income students; fully online and onsite with certified teachers like our proposed school



SOUND EDUCATIONAL PROGRAM

5. College Admissions Success

Students that have attended K12's schools such as the California Virtual Academy (CAVA) have been accepted into every University of California campus and many colleges nationally.

CONCLUSION

The charter should be approved as it meets the legal requirements for approval.

The schools will provide a high tech school option for the students of San Francisco and surrounding areas which is not otherwise available.

APPENDICES



APPENDICES

STUDENTS THE SCHOOLS WILL SERVE

As stated in the charter, the K12 Academy Silicon Valley will reflect the incredible diversity of Santa Clara County, including traditionally underserved Latino and low income students.

K11 Academy Silicon Valley will serve ALL students, including special education students and those who are behind in credits, as well as those who are bored and want more technology, challenge and electives.

APPENDICES

SAMPLE STUDENT SCHEDULE

Students to do online work, offline work and teacher meetings on variations of this basic schedule.

Students receive a weekly schedule during these times when they might be required to attend a session on certain standards (e.g. quadratic equations) or a discussion (e.g. on Macbeth) instead of doing online or offline work

8:30-9:30	Period 1: English
9:35-10:35	Period 2: Math
10:45-11:45	Period 3: Science (with labs 2 times/week)
11:45-12:30	Lunch
12:30-1:30	Period 4: History/Electives
1:35-2:35	Period 5: Electives/World Language
2:35-3:00	Advisories and Homeroom
3:10-5:00	Activities and Sports

APPENDICES

A DAY IN THE LIFE OF A K12 ACADEMY STUDENT

School is from 8:30am to 3pm. All students are issued laptops. The school is wireless. The school has dedicated study space, teacher conference rooms, and social space (e.g., couches, etc).

Students arrive and go to their dedicated study space. They take out their computers and start work on their online curriculum. There is a schedule (see slide 18) indicating when they should be studying each subject. There are tutor/supervisors walking around, monitoring these students under the direction of a certified teacher, and helping students with any academic questions they may have. Teachers also walk around helping students when the teachers are not teaching classes.

About a third of the time, the online course tells the students to pull out some physical material and read or engage with the material (e.g., a textbook, a novel, some manipulatives, etc). At least once a week, all Science students go to the Science lab for hands-on science labs.

Students are emailed a weekly class schedule created by teachers looking at the assessment data each Friday. The class time is dedicated to helping students master what they have not yet mastered using the online curriculum. Or they may be required to participate in important educational experiences such as Shakespeare discussions or history debates.

Struggling students may get teacher help in these classes 10-20 hours a week. Advanced students may work with teachers 5-10 hours, depending on what they need. Students finish the 25 hours of academic work at home if they do not complete it during the 25 hours of academic time during the school week. There is therefore an incentive to be efficient at school.

During 3-5 pm, there are teacher office hours, tutoring, club activities and sports.

APPENDICES

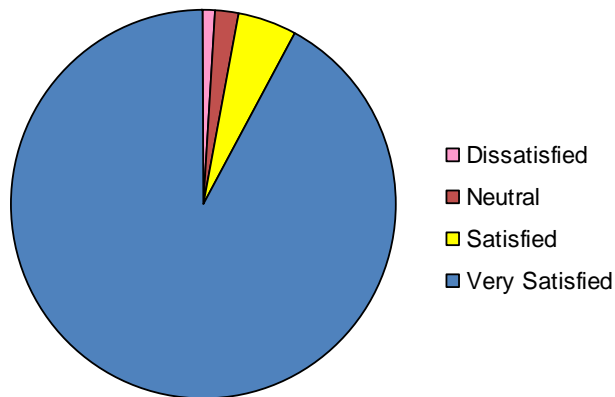
SAMPLE TEACHER SCHEDULE:

Time	Monday	Tuesday	Wed.	Thursday	Friday
8-8:30	Prep	Prep/ Parent mtg	Prep	Prep/ Parent mtg	Prep
8:30-9:30	Individual Meetings	Individual Meetings	Individual Meetings	Individual Meetings	Individual Meetings
9:35-10:35	Group Meetings	Group Meetings	Group Meetings	Group Meetings	Group Meetings
10:45-11:45	Individual Meetings	Individual Meetings	Individual Meetings	Individual Meetings	Individual Meetings
11:45-12:30	Lunch	Lunch	Lunch	Lunch	Lunch
12:30—1:30	Group Meetings	Group Meetings	Group Meetings	Group Meetings	Staff Meeting to discuss data and plan for next week; email meeting schedule for following week to students
1:35-2:35	Monitor data	Prep	Monitor data	Prep	
2:35-3PM	Homeroom	Homeroom	Homeroom	Homeroom	
3-5pm	Prep and correcting	Prep and correcting	Prep and correcting	Prep and correcting	

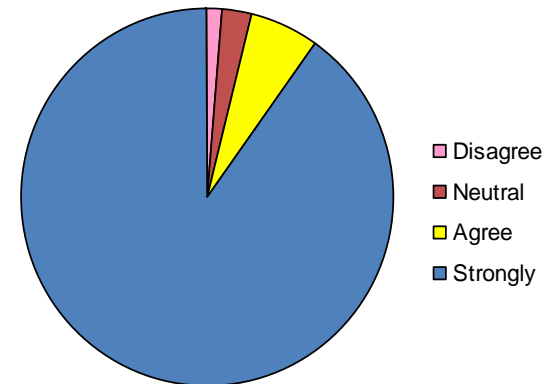
APPENDICES

K12'S PARENT SATISFACTION IS VERY HIGH

**97% Parent Satisfaction
with Curriculum Quality**



**95% of Parents Would
Recommend the K¹² Curriculum**

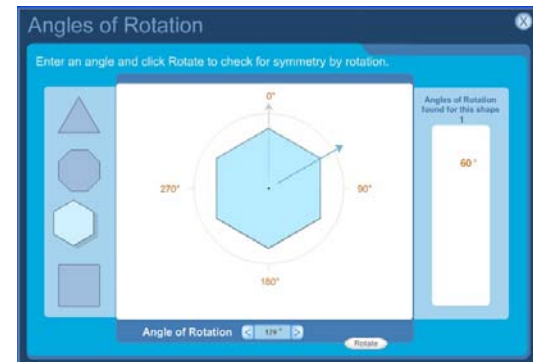
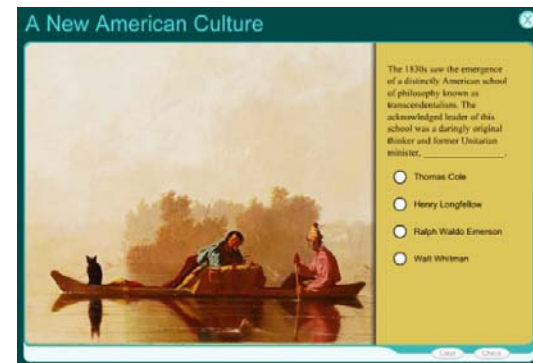


APPENDICES

K12's Online Learning Capabilities and Solutions

K¹² curriculum is at the heart of its success.

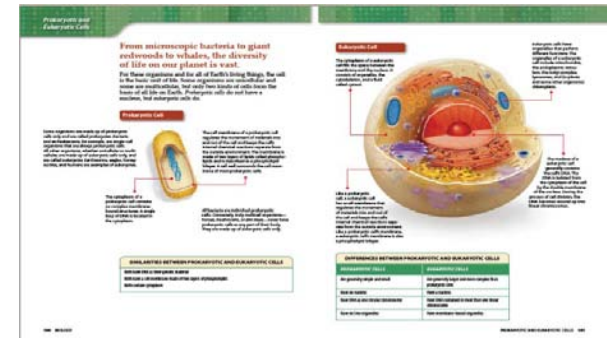
- Specifically **designed for K-12 online delivery**
- Based on **decades of education research and cognitive science**
- More than **185 K-12 online courses**
- More than **21,000 individual lessons**
- **Incorporates innovative technologies:**
 - [More than 100,000 multimedia components](#)
 - Virtual field trips
 - [Game simulation](#)
 - Avatars
 - Concept maps
 - Threaded online group discussions (high school)
 - [Interactive science lab activities](#)
 - Video lectures
 - Online debates
 - Discovery® streaming video
- **Integrated textbooks and hands-on materials**
- **Full wet labs for a richer learning experience**
- **Assessments**
 - Lesson, unit and course level
 - Teacher- and computer-graded



APPENDICES

K12'S HIGH SCHOOL COURSES

- Multiple levels of Math, English, Science, History
 - Core, Comprehensive, Honors, AP'S
- World Languages
 - Spanish, French, German, Mandarin Chinese, Latin
 - Independent Study or teacher-supported
- Exciting electives
 - 11 Technology courses
 - Anthropology, Journalism, many more
- K¹² courses for success in high school and beyond
 - Finding Your Path orientation course series
 - Reaching Your Academic Potential
 - Achieving Your Career and College Goals



Biology Reference Guide – Sample Page

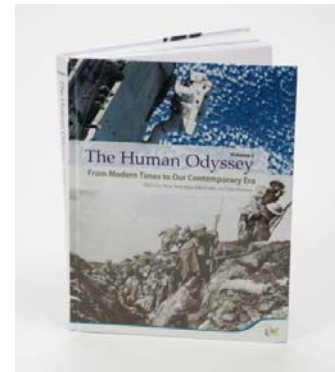
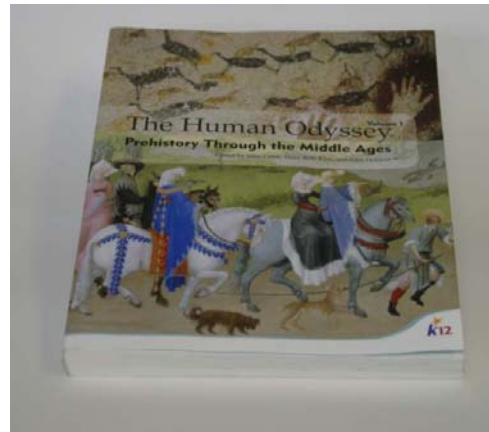


High School Physical Science Lab Kit



APPENDICES

K12'S HANDS-ON MATERIALS AND SUPPLIES



K12 Academy San Francisco					
As of January 14, 2009					
	Year 0	Year 1	Year 2	Year 3	
4 Yr Proforma - For Projection Purposes Only. Subject to Change.	FY 2009-10	FY 2010-11	FY 2011-12	FY 2012-13	Notes
Enrollment	0	275	550	550	
ADA %		95%	95%	95%	
Average Daily Attendance (ADA)	0	261	523	523	
REVENUE					
State & Local Government Revenue					
General Purpose Block Grant	-	1,535,366	3,126,006	3,201,030	Cola: 1.8%, 2.4% - 2010-11 (\$5,877) is from Charter School Development Center
Categorical Block Grant	-	105,023	213,826	218,958	Cola: 1.8%, 2.4% - 2010-11 (\$402) is from Charter School Development Center
CDE Implementation Grant	250,000	200,000	150,000	-	\$600,000 total per CDE Guidelines
Economic Impact Aid	-	30,608	30,608	61,215	Cola: 0%, 0%, 2% - 2010-11 is from Charter School Development Center
Special Education	-	124,094	248,188	248,188	Based on El Dorado County Office of Education Charter SELPA ("CHELPA")
High School Counseling	-	18,288	36,575	36,575	\$70 per ADA, no Cola
CAHSEE Remedial Instruction	-	28,215	56,430	56,430	\$540 per eligible ADA, no Cola
Arts and Music State Grant	-	3,658	7,315	7,315	\$14 per student, no Cola
Proposition A - SFUSD	-	94,050	188,100	188,100	\$360 per ADA per SFUSD 11/24/09 estimate, no Cola
Proposition H - SFUSD	-	11,286	22,572	22,572	About 12% of Prop A for high schools per SFUSD 11/24/09 estimate, no Cola
Lottery	-	32,656	65,313	65,313	\$125 per ADA, no Cola per Charter School Development Center Estimates
Subtotal State & Local Revenue	250,000	2,183,242	4,144,931	4,105,694	
Federal Revenue					
Title I	-	55,000	55,000	110,000	\$500 per Prior Year Free & Reduced Lunch eligible students, no Cola
National School Lunch Program	-	34,492	68,983	68,983	\$2.68 per lunch, 40% of students are FRL, 65% of FRL Participating, no Cola
Subtotal Federal Revenue	-	89,492	123,983	178,983	
Other Revenue					
Fundraising (Walton)	30,000	220,000	-	-	\$30k Planning Grant in Startup Year, Remainder in Year 1
School Startup Fundraising	-	-	-	-	Set conservatively at 0. Expect at least \$100 per student per year
Subtotal Other Revenue	30,000	220,000	-	-	
TOTAL REVENUE	280,000	2,492,734	4,268,914	4,284,678	
EXPENDITURES					
Personnel Expenses					
Certificated Personnel Salaries	27,500	668,000	1,245,420	1,327,550	
Classified Personnel Salaries	-	158,000	161,160	164,383	
Subtotal Salaries	27,500	826,000	1,406,580	1,491,934	
Certificated Benefits	4,993	167,266	322,915	346,230	
Classified Benefits	-	42,131	44,148	46,302	
Subtotal Benefits	4,993	209,397	367,063	392,532	
TOTAL PERSONNEL COSTS	32,493	1,035,397	1,773,643	1,884,465	
Online School & Educational Materials					
Online Courses and Online School Platform	-	343,750	701,250	715,275	2% Cola
Instructional Materials (e.g. Textbooks, Microscopes, Math Manipulatives etc.)	-	137,500	280,500	286,110	2% Cola
Additional AP & Science Materials	-	27,500	56,100	57,222	2% Cola
Other Educational Services	-	48,125	96,250	98,175	100% Yr 2, 2% Yr 3 - Scantron Diagnostic, Study Island, Turnitin.com, Naviance, etc.
Professional Development & Support	-	40,925	41,744	42,578	2% Cola- Professional Development, and Teacher and Student Support Hotline
TOTAL ONLINE SCHOOL & EDUCATIONAL MATERIALS	-	597,800	1,175,844	1,199,360	
Services & Other Operating Expenses					
Student Activities/Clubs/Sports	-	-	-	-	Sports & activities will be reinstated with additional fundraising
Student Laptops - New	-	192,500	196,350	-	\$700/new student - includes maintenance and theft/loss insurance.
Student Laptops - Replacement	-	-	9,625	38,693	Replace 5% of laptops from prior year, 15% that are 2 years old
Internet (Business Ethernet)	-	20,000	30,000	30,600	50% Increase in Yr 2, 2% Cola in Year 3
Marketing	-	52,500	53,550	54,621	2% Cola Website, Brochures, Advertising, and Promotional Materials
Audit	-	-	15,000	15,606	2% Cola in Year 3
Legal	-	10,000	10,200	10,612	2% Cola
Teacher Recruitment Fees	-	10,000	10,200	10,612	2% Cola
Professional Development Travel	-	5,000	10,000	10,404	100% Increase in Yr 2, 2% Cola in Year 3
Facilities Support	-	10,000	20,000	20,808	100% Increase in Yr 2, 2% Cola in Year 3
Liability and Property Insurance	-	10,000	10,200	10,404	2% Cola
Student Food Service	-	38,610	77,220	77,220	\$3/meal per day, 65% of Free and Reduced Participating
Special Education	-	124,094	248,188	248,188	475 per ADA
Facilities Rent	-	240,000	420,000	420,000	\$1/sq ft/month
Utilities	-	48,000	84,000	84,000	\$48,000 in Year 1, increase in proportion to rent space
Teacher & Administrator Computers	1,000	22,500	16,500	-	\$1,500 per new staff
Janitorial/maintenance	-	30,000	30,600	31,212	2% Cola
Office Supplies & Equipment	-	20,000	20,400	20,808	2% Cola
TOTAL SERVICES AND OTHER EXPENSES	1,000	833,204	1,262,033	1,083,787	
Other Expenses					

K12 Academy San Francisco					
As of January 14, 2009					
	Year 0	Year 1	Year 2	Year 3	
4 Yr Proforma - For Projection Purposes Only. Subject to Change.	FY 2009-10	FY 2010-11	FY 2011-12	FY 2012-13	Notes
Charter Authorizer Oversight Fee	-	16,710	33,704	34,812	Up to 1% of General Purpose & Categorical Block Grants
Architectural Fees	30,000	-	-	-	
CDE Revolving Loan Interest	-	-	7,500	6,000	3% - CDE Revolving Loan
Depreciation & Amortization	-	2,500	2,500	2,500	Amortization of Leasehold Improvement over 20 years
TOTAL OTHER EXPENSES	30,000	19,210	43,704	43,312	
TOTAL EXPENDITURES	63,493	2,485,610	4,255,224	4,210,925	
NET INCOME	216,508	7,124	13,690	73,753	
CHANGE IN CASH DUE TO:					
Operating Activity					
Net Income	216,508	7,124	13,690	73,753	
Depreciation & Amortization	-	2,500	2,500	2,500	
(Increase) Decrease in Accounts Receivable	-	(205,227)	(124,725)	(41,505)	
Increase in Accounts Payable	-	100,755	87,541	5,901	
Total Operating Activity	216,508	(94,848)	(20,993)	40,648	
Investing Activity					
Capital Expenditures	(50,000)	-	-	-	Tenant Improvements not covered by landlord
Total Investing Activity	(50,000)	-	-	-	
Financing Activity					
Loan Proceeds	-	250,000	-	-	CDE Revolving Loan
Loan Principal Repayments	-	-	(50,000)	(50,000)	Payback of CDE Revolving Loan
Total Financing Activity	-	250,000	(50,000)	(50,000)	
CHANGE IN CASH	166,508	155,152	(70,993)	(9,352)	
Beginning Cash	-	166,508	321,659	250,666	
ENDING CASH	166,508	321,659	250,666	241,314	
Fund Balance	216,508	223,631	237,321	311,074	
Fund Balance as % of Expenses	341%	9%	6%	7%	<-- Minimum Goal of > 3%
Fund Balance Reserve Required (3% of Expenses)	1,905	74,568	127,657	126,328	
Unreserved Fund Balance	214,603	149,063	109,665	184,747	

K12 Academy San Francisco														
As of January 14, 2009														
	Year 0	July	August	September	October	November	December	January	February	March	April	May	June	Accrual
4 Yr Proforma - For Projection Purposes Only. Subject to Change.	FY 2009-10	2009	2009	2009	2009	2009	2009	2010	2010	2010	2010	2010	2010	2010
Enrollment		0												
ADA %		N/A												
Average Daily Attendance (ADA)		N/A												
REVENUE														
State & Local Government Revenue														
General Purpose Block Grant	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Categorical Block Grant	-	-	-	-	-	-	-	-	-	-	-	-	-	-
CDE Implementation Grant	250,000	-	-	-	-	-	-	-	-	-	-	-	250,000	-
Economic Impact Aid	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Special Education	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Supplemental Hourly Instruction & Summer School	-	-	-	-	-	-	-	-	-	-	-	-	-	-
High School Counseling	-	-	-	-	-	-	-	-	-	-	-	-	-	-
CAHSEE Remedial Instruction	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Arts and Music State Grant	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Proposition A - SFUSD	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Proposition H - SFUSD	-	-	-	-	-	-	-	-	-	-	-	-	-	-
SB 740 Facilities Funding	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Lottery	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Subtotal State & Local Revenue	250,000	-	-	-	-	-	-	-	-	-	-	-	250,000	-
Federal Revenue														
Title I	-	-	-	-	-	-	-	-	-	-	-	-	-	-
National School Lunch Program	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Subtotal Federal Revenue	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Other Revenue														
Fundraising (Walton)	30,000	-	-	-	-	-	-	-	-	-	30,000	-	-	-
School Startup Fundraising	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Subtotal Other Revenue	30,000	-	-	-	-	-	-	-	-	-	30,000	-	-	-
TOTAL REVENUE	280,000	-	-	-	-	-	-	-	-	-	30,000	-	250,000	-
EXPENDITURES														
Personnel Expenses														
Certificated Personnel Salaries	27,500	-	-	-	-	-	-	-	-	-	9,167	9,167	9,167	-
Classified Personnel Salaries	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Subtotal Salaries	27,500	-	-	-	-	-	-	-	-	-	9,167	9,167	9,167	-
Certificated Benefits	4,993	-	-	-	-	-	-	-	-	-	1,664	1,664	1,664	-
Classified Benefits	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Subtotal Benefits	4,993	-	-	-	-	-	-	-	-	-	1,664	1,664	1,664	-
TOTAL PERSONNEL COSTS	32,493	-	-	-	-	-	-	-	-	-	10,831	10,831	10,831	-
Online School & Educational Materials														
Online Courses and Online School Platform	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Instructional Materials (e.g. Textbooks, Microscopes, Math Manipulatives etc.)	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Additional AP & Science Materials	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Other Educational Services	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Professional Development & Support	-	-	-	-	-	-	-	-	-	-	-	-	-	-
TOTAL ONLINE SCHOOL & EDUCATIONAL MATERIALS	-	-	-	-	-	-	-	-	-	-	-	-	-	-

K12 Academy San Francisco														
As of January 14, 2009														
4 Yr Proforma - For Projection Purposes Only. Subject to Change.	Year 0	July	August	September	October	November	December	January	February	March	April	May	June	Accrual
	FY 2009-10	2009	2009	2009	2009	2009	2009	2010	2010	2010	2010	2010	2010	2010
Services & Other Operating Expenses														
Student Activities/Clubs/Sports	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Student Laptops - New	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Student Laptops - Replacement	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Internet (Business Ethernet)	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Marketing	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Audit	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Legal	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Teacher Recruitment Fees	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Professional Development Travel	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Facilities Support	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Liability and Property Insurance	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Student Food Service	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Special Education	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Facilities Rent	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Utilities	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Teacher & Administrator Computers	1,000	-	-	-	-	-	-	-	-	-	1,000	-	-	-
Janitorial/maintenance	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Office Supplies & Equipment	-	-	-	-	-	-	-	-	-	-	-	-	-	-
TOTAL SERVICES AND OTHER EXPENSES	1,000	-	-	-	-	-	-	-	-	-	1,000	-	-	-
Other Expenses														
Charter Authorizer Oversight Fee	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Architectural Fees	30,000	-	-	-	-	-	-	-	-	-	-	-	30,000	-
CDE Revolving Loan Interest	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Depreciation & Amortization	-	-	-	-	-	-	-	-	-	-	-	-	-	-
TOTAL OTHER EXPENSES	30,000	-	-	-	-	-	-	-	-	-	-	-	-	30,000
TOTAL EXPENDITURES	63,493	-	-	-	-	-	-	-	-	-	11,831	10,831	40,831	-
NET INCOME	216,508	-	-	-	-	-	-	-	-	-	18,169	(10,831)	209,169	-
CHANGE IN CASH DUE TO:														
Operating Activity														
Net Income	216,508	-	-	-	-	-	-	-	-	-	18,169	(10,831)	209,169	-
Depreciation & Amortization	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(Increase) Decrease in Accounts Receivable	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Increase in Accounts Payable	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Total Operating Activity	216,508	-	-	-	-	-	-	-	-	-	18,169	(10,831)	209,169	-
Investing Activity														
Capital Expenditures	(50,000)	-	-	-	-	-	-	-	-	-	-	-	(50,000)	-
Total Investing Activity	(50,000)	-	-	-	-	-	-	-	-	-	-	-	(50,000)	-
Financing Activity														
Loan Proceeds	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Loan Principal Repayments	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Total Financing Activity	-	-	-	-	-	-	-	-	-	-	-	-	-	-
CHANGE IN CASH	166,508	-	-	-	-	-	-	-	-	-	18,169	(10,831)	159,169	-
Beginning Cash	-	-	-	-	-	-	-	-	-	-	-	18,169	7,338	-
ENDING CASH	166,508	-	-	-	-	-	-	-	-	-	18,169	7,338	166,508	-

K12 Academy San Francisco														
As of January 14, 2009														
	Year 1	July	August	September	October	November	December	January	February	March	April	May	June	Accrual
4 Yr Proforma - For Projection Purposes Only. Subject to Change.	FY 2010-11	2010	2010	2010	2010	2010	2010	2011	2011	2011	2011	2011	2011	2011
Enrollment	275													
ADA %	95%													
Average Daily Attendance (ADA)	261													
REVENUE														
State & Local Government Revenue														
General Purpose Block Grant	1,535,366	-	-	184,244	383,842	138,183	138,183	-	22,617	222,766	111,383	111,383	111,383	111,383
Categorical Block Grant	105,023	5,251	5,251	5,251	5,251	5,251	5,251	26,256	9,452	12,603	6,301	6,301	6,301	6,301
CDE Implementation Grant	200,000	-	-	-	-	-	-	200,000	-	-	-	-	-	-
Economic Impact Aid	30,608	1,530	1,530	1,530	1,530	1,530	1,530	7,652	2,755	2,755	2,755	2,755	2,755	
Special Education	124,094	6,205	6,205	6,205	6,205	6,205	6,205	31,023	11,168	11,168	11,168	11,168	11,168	
Supplemental Hourly Instruction & Summer School	-	-	-	-	-	-	-	-	-	-	-	-	-	-
High School Counseling	18,288	914	914	914	914	914	914	4,572	1,646	1,646	1,646	1,646	1,646	
CAHSEE Remedial Instruction	28,215	1,411	1,411	1,411	1,411	1,411	1,411	7,054	2,539	2,539	2,539	2,539	2,539	
Arts and Music State Grant	3,658	183	183	183	183	183	183	914	329	329	329	329	329	
Proposition A - SFUSD	94,050	-	-	-	-	-	-	47,025	-	-	-	-	47,025	-
Proposition H - SFUSD	11,286	-	-	-	-	-	-	5,643	-	-	-	-	5,643	-
SB 740 Facilities Funding	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Lottery	32,656	-	-	-	-	-	-	-	-	-	-	-	-	32,656
Subtotal State & Local Revenue	2,183,242	15,494	15,494	199,738	399,336	153,677	153,677	330,139	50,507	253,806	136,122	136,122	170,352	168,778
Federal Revenue														
Title I	55,000	-	-	-	-	-	-	22,000	-	-	-	-	-	33,000
National School Lunch Program	34,492	-	-	-	3,449	3,449	3,449	3,449	3,449	3,449	3,449	3,449	3,449	3,449
Subtotal Federal Revenue	89,492	-	-	-	3,449	3,449	3,449	25,449	3,449	3,449	3,449	3,449	3,449	36,449
Other Revenue														
Fundraising (Walton)	220,000	220,000	-	-	-	-	-	-	-	-	-	-	-	-
School Startup Fundraising	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Subtotal Other Revenue	220,000	220,000	-	-	-	-	-	-	-	-	-	-	-	-
TOTAL REVENUE	2,492,734			199,738	402,785		157,126	359,588		257,255				205,227
EXPENDITURES														
Personnel Expenses														
Certificated Personnel Salaries	668,000	55,667	55,667	55,667	55,667	55,667	55,667	55,667	55,667	55,667	55,667	55,667	55,667	55,667
Classified Personnel Salaries	158,000	13,167	-	13,167	13,167	13,167	13,167	13,167	13,167	13,167	13,167	13,167	13,167	13,167
Subtotal Salaries	826,000	68,833	68,833	68,833	68,833	68,833	68,833	68,833	68,833	68,833	68,833	68,833	68,833	68,833
Certificated Benefits	167,266	13,939	13,939	13,939	13,939	13,939	13,939	13,939	13,939	13,939	13,939	13,939	13,939	13,939
Classified Benefits	42,131	3,511	-	3,511	3,511	3,511	3,511	3,511	3,511	3,511	3,511	3,511	3,511	3,511
Subtotal Benefits	209,397	17,450	17,450	17,450	17,450	17,450	17,450	17,450	17,450	17,450	17,450	17,450	17,450	17,450
TOTAL PERSONNEL COSTS	1,035,397	86,283	86,283	86,283	86,283	86,283	86,283	86,283	86,283	86,283	86,283	86,283	86,283	86,283
Online School & Educational Materials														
Online Courses and Online School Platform	343,750	28,646	28,646	28,646	28,646	28,646	28,646	28,646	28,646	28,646	28,646	28,646	28,646	28,646
Instructional Materials (e.g. Textbooks, Microscopes, Math Manipulatives etc.)	137,500	11,458	11,458	11,458	11,458	11,458	11,458	11,458	11,458	11,458	11,458	11,458	11,458	11,458
Additional AP & Science Materials	27,500	2,292	2,292	2,292	2,292	2,292	2,292	2,292	2,292	2,292	2,292	2,292	2,292	2,292
Other Educational Services	48,125	4,010	4,010	4,010	4,010	4,010	4,010	4,010	4,010	4,010	4,010	4,010	4,010	4,010
Professional Development & Support	40,925	3,410	3,410	3,410	3,410	3,410	3,410	3,410	3,410	3,410	3,410	3,410	3,410	3,410
TOTAL ONLINE SCHOOL & EDUCATIONAL MATERIALS	597,800	49,817	49,817	49,817	49,817	49,817	49,817	49,817	49,817	49,817	49,817	49,817	49,817	49,817

K12 Academy San Francisco	Year 1	July	August	September	October	November	December	January	February	March	April	May	June	Accrual
As of January 14, 2009	FY 2010-11	2010	2010	2010	2010	2010	2010	2011	2011	2011	2011	2011	2011	2011
4 Yr Proforma - For Projection Purposes Only. Subject to Change.	FY 2010-11	2010	2010	2010	2010	2010	2010	2011	2011	2011	2011	2011	2011	2011
Services & Other Operating Expenses														
Student Activities/Clubs/Sports	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Student Laptops - New	192,500	48,125	48,125	48,125	48,125	-	-	-	-	-	-	-	-	-
Student Laptops - Replacement	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Internet (Business Ethernet)	20,000	1,667	1,667	1,667	1,667	1,667	1,667	1,667	1,667	1,667	1,667	1,667	-	1,667
Marketing	52,500	4,375	4,375	4,375	4,375	4,375	4,375	4,375	4,375	4,375	4,375	4,375	-	4,375
Audit	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Legal	10,000	833	833	833	833	833	833	833	833	833	833	833	-	833
Teacher Recruitment Fees	10,000	833	833	833	833	833	833	833	833	833	833	833	-	833
Professional Development Travel	5,000	417	417	417	417	417	417	417	417	417	417	417	-	417
Facilities Support	10,000	833	833	833	833	833	833	833	833	833	833	833	-	833
Liability and Property Insurance	10,000	833	833	833	833	833	833	833	833	833	833	833	-	833
Student Food Service	38,610	-	-	3,861	3,861	3,861	3,861	3,861	3,861	3,861	3,861	3,861	-	3,861
Special Education	124,094	-	-	12,409	12,409	12,409	12,409	12,409	12,409	12,409	12,409	12,409	-	12,409
Facilities Rent	240,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	-
Utilities	48,000	4,000	4,000	4,000	4,000	4,000	4,000	4,000	4,000	4,000	4,000	4,000	-	4,000
Teacher & Administrator Computers	22,500	1,875	1,875	1,875	1,875	1,875	1,875	1,875	1,875	1,875	1,875	1,875	-	1,875
Janitorial/maintenance	30,000	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	-	2,500
Office Supplies & Equipment	20,000	1,667	1,667	1,667	1,667	1,667	1,667	1,667	1,667	1,667	1,667	1,667	-	1,667
TOTAL SERVICES AND OTHER EXPENSES	833,204	87,958	87,958	104,229	104,229	56,104	56,104	56,104	56,104	56,104	56,104	56,104	21,875	34,229
Other Expenses														
Charter Authorizer Oversight Fee	16,710	-	-	-	-	-	-	-	-	-	-	-	-	16,710
Architectural Fees	-	-	-	-	-	-	-	-	-	-	-	-	-	-
CDE Revolving Loan Interest	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Depreciation & Amortization	2,500	208	208	208	208	208	208	208	208	208	208	208	-	208
TOTAL OTHER EXPENSES	19,210	208	208	208	208	208	208	208	208	208	208	208	208	16,710
TOTAL EXPENDITURES	224,666	110,952	110,952	128,245	128,245	60,774	60,774	60,774	60,774	60,774	60,774	60,774	22,883	51,367
NET INCOME	7,124	11,228	(807,997)		(392,299)		(35,285)	(638,496)	64,844		(52,841)	65,435		104,472
CHANGE IN CASH DUE TO:														
Operating Activity		224,266							192,412					
Net Income	7,124	11,228	(208,772)	(40,799)	162,248	(35,285)	(35,285)	163,176	(138,456)	64,844	(52,841)	(52,841)	169,907	
Depreciation & Amortization	2,500	208	208	208	208	208	208	208	208	208	208	208	208	
(Increase) Decrease in Accounts Receivable	(205,227)	-	-	-	-	-	-	-	-	-	-	-	(205,227)	
Increase in Accounts Payable	100,755	-	-	66,087	(13,217)	(13,217)	(13,217)	(13,217)	(13,217)	(13,217)	(13,217)	(13,217)	100,755	
Total Operating Activity	(94,848)	11,436	(208,564)	25,497	149,239	(48,295)	(48,295)	150,167	(151,465)	65,052	(52,632)	(52,632)	65,643	
Investing Activity														
Capital Expenditures	-	-	-	-	-	-	-	-	-	-	-	-	-	
Total Investing Activity	-	-	-	-	-	-	-	-	-	-	-	-	-	
Financing Activity														
Loan Proceeds	250,000	-	250,000	-	-	-	-	-	-	-	-	-	-	
Loan Principal Repayments	-	-	-	-	-	-	-	-	-	-	-	-	-	
Total Financing Activity	250,000	-	250,000	-	-	-	-	-	-	-	-	-	-	
CHANGE IN CASH	155,152	11,436	41,436	25,497	149,239	(48,295)	(48,295)	150,167	(151,465)	65,052	(52,632)	(52,632)	65,643	
Beginning Cash	166,508	166,508	177,944	219,380	244,877	394,116	345,821	297,527	447,694	296,229	361,281	308,648	256,016	
ENDING CASH	321,659	177,944	244,877	308,826	297,527	297,527	297,527	297,527	297,527	361,281	256,016	321,659		
		219,380							308,648					

K12 Academy San Francisco														
As of January 14, 2009														
	Year 2	July	August	September	October	November	December	January	February	March	April	May	June	Accrual
4 Yr Proforma - For Projection Purposes Only. Subject to Change.	FY 2011-12	2011	2011	2011	2011	2011	2011	2012	2012	2012	2012	2012	2012	2012
Enrollment	550													
ADA %	95%													
Average Daily Attendance (ADA)	523													
REVENUE														
State & Local Government Revenue														
General Purpose Block Grant	3,126,006	19,327	328,231	109,410	500,161	281,341	281,341	199,493	46,049	453,551	226,776	226,776	226,776	226,776
Categorical Block Grant	213,826	10,691	10,691	14,968	14,968	14,968	14,968	36,350	19,244	25,659	12,830	12,830	12,830	12,830
CDE Implementation Grant	150,000	-	-	-	-	-	-	150,000	-	-	-	-	-	-
Economic Impact Aid	30,608	1,530	1,530	1,530	1,530	1,530	1,530	7,652	2,755	2,755	2,755	2,755	2,755	
Special Education	248,188	12,409	12,409	12,409	12,409	12,409	12,409	62,047	22,337	22,337	22,337	22,337	22,337	
Supplemental Hourly Instruction & Summer School	-	-	-	-	-	-	-	-	-	-	-	-	-	-
High School Counseling	36,575	1,829	1,829	1,829	1,829	1,829	1,829	9,144	3,292	3,292	3,292	3,292	3,292	
CAHSEE Remedial Instruction	56,430	2,822	2,822	2,822	2,822	2,822	2,822	14,108	5,079	5,079	5,079	5,079	5,079	
Arts and Music State Grant	7,315	366	366	366	366	366	366	1,829	658	658	658	658	658	
Proposition A - SFUSD	188,100	-	-	-	-	-	-	94,050	-	-	-	-	94,050	-
Proposition H - SFUSD	22,572	-	-	-	-	-	-	11,286	-	-	-	-	11,286	-
SB 740 Facilities Funding	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Lottery	65,313	-	-	-	-	-	-	16,328	-	16,328	-	-	16,328	16,328
Subtotal State & Local Revenue	4,144,931	48,974	357,878	143,334	534,084	315,264	331,592	585,958	99,413	529,659	273,726	273,726	361,269	290,054
Federal Revenue														
Title I	55,000	-	-	-	-	-	-	22,000	-	-	-	-	-	33,000
National School Lunch Program	68,983	-	-	-	6,898	6,898	6,898	6,898	6,898	6,898	6,898	6,898	6,898	6,898
Subtotal Federal Revenue	123,983	-	-	-	6,898	6,898	6,898	28,898	6,898	6,898	6,898	6,898	6,898	39,898
Other Revenue														
Fundraising (Walton)	-	-	-	-	-	-	-	-	-	-	-	-	-	-
School Startup Fundraising	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Subtotal Other Revenue	-	-	-	-	-	-	-	-	-	-	-	-	-	-
TOTAL REVENUE	4,268,914		363,878		540,982		338,491	606,852		536,557				329,952
EXPENDITURES														
Personnel Expenses														
Certificated Personnel Salaries	1,245,420	103,785	103,785	103,785	103,785	103,785	103,785	103,785	103,785	103,785	103,785	103,785	103,785	103,785
Classified Personnel Salaries	161,160	-	-	13,430	13,430	13,430	13,430	13,430	13,430	280,624	280,624	368,168	-	-
Subtotal Salaries	1,406,580	117,215	117,215	117,215	117,215	117,215	117,215	117,215	117,215	117,215	117,215	117,215	117,215	-
Certificated Benefits	48,322	26,910	26,910	26,910	26,910	26,910	26,910	26,910	26,910	26,910	26,910	26,910	26,910	-
Classified Benefits	44,148	-	-	3,679	3,679	3,679	3,679	3,679	3,679	3,679	-	-	-	-
Subtotal Benefits	367,063	30,589	30,589	30,589	30,589	30,589	30,589	30,589	30,589	30,589	30,589	30,589	30,589	-
TOTAL PERSONNEL COSTS	1,773,643	147,804	147,804	147,804	147,804	147,804	147,804	147,804	147,804	147,804	147,804	147,804	147,804	-
Online School & Educational Materials														
Online Courses and Online School Platform	701,250	58,638	58,438	58,438	58,438	58,438	58,438	58,438	58,638	58,438	58,438	58,438	-	58,438
Instructional Materials (e.g. Textbooks, Microscopes, Math Manipulatives etc.)	260,500	23,375	23,375	23,375	23,375	23,375	23,375	23,375	23,375	23,375	23,375	23,375	-	23,375
Additional AP & Science Materials	56,100	4,675	4,675	4,675	4,675	4,675	4,675	4,675	4,675	4,675	4,675	4,675	-	4,675
Other Educational Services	96,250	8,021	8,021	8,021	8,021	8,021	8,021	8,021	8,021	8,021	8,021	8,021	-	8,021
Professional Development & Support	41,744	3,479	3,479	3,479	3,479	3,479	3,479	3,479	3,479	3,479	3,479	3,479	-	3,479
TOTAL ONLINE SCHOOL & EDUCATIONAL MATERIALS	1,175,844	97,987	97,987	97,987	97,987	97,987	97,987	97,987	97,987	97,987	97,987	97,987	-	97,987

K12 Academy San Francisco														
As of January 14, 2009														
4 Yr Proforma - For Projection Purposes Only. Subject to Change.														
	Year 2	July	August	September	October	November	December	January	February	March	April	May	June	Accrual
	FY 2011-12	2011	2011	2011	2011	2011	2011	2012	2012	2012	2012	2012	2012	2012
Services & Other Operating Expenses														
Student Activities/Clubs/Sports	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Student Laptops - New	196,350	49,088	49,088	49,088	49,088	-	-	-	-	-	-	-	-	-
Student Laptops - Replacement	9,625	802	802	802	802	802	802	802	802	802	802	802	802	802
Internet (Business Ethernet)	30,000	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500
Marketing	53,550	4,463	4,463	4,463	4,463	4,463	4,463	4,463	4,463	4,463	4,463	4,463	4,463	4,463
Audit	15,000	-	-	-	15,000	-	-	-	-	-	-	-	-	-
Legal	10,200	850	850	850	850	850	850	850	850	850	850	850	850	850
Teacher Recruitment Fees	10,200	850	850	850	850	850	850	850	850	850	850	850	850	850
Professional Development Travel	10,000	833	833	833	833	833	833	833	833	833	833	833	833	833
Facilities Support	20,000	1,667	1,667	1,667	1,667	1,667	1,667	1,667	1,667	1,667	1,667	1,667	1,667	1,667
Liability and Property Insurance	10,200	850	850	850	850	850	850	850	850	850	850	850	850	850
Student Food Service	77,220	-	-	7,722	7,722	7,722	7,722	7,722	7,722	7,722	7,722	7,722	7,722	7,722
Special Education	248,188	-	-	24,819	24,819	24,819	24,819	24,819	24,819	24,819	24,819	24,819	24,819	24,819
Facilities Rent	420,000	35,000	35,000	35,000	35,000	35,000	35,000	35,000	35,000	35,000	35,000	35,000	35,000	35,000
Utilities	84,000	7,000	7,000	7,000	7,000	7,000	7,000	7,000	7,000	7,000	7,000	7,000	7,000	7,000
Teacher & Administrator Computers	16,500	1,375	1,375	1,375	1,375	1,375	1,375	1,375	1,375	1,375	1,375	1,375	1,375	1,375
Janitorial/maintenance	30,600	2,550	2,550	2,550	2,550	2,550	2,550	2,550	2,550	2,550	2,550	2,550	2,550	2,550
Office Supplies & Equipment	20,400	1,700	1,700	1,700	1,700	1,700	1,700	1,700	1,700	1,700	1,700	1,700	1,700	1,700
TOTAL SERVICES AND OTHER EXPENSES	1,262,033	109,527	109,527	142,068	157,068	92,980	92,980	92,980	92,980	92,980	92,980	92,980	92,980	36,375
Other Expenses														
Charter Authorizer Oversight Fee	33,704	-	-	-	-	-	-	-	-	-	-	-	-	33,704
Architectural Fees	-	-	-	-	-	-	-	-	-	-	-	-	-	-
CDE Revolving Loan Interest	7,500	-	-	-	1,250	1,250	1,250	1,250	1,250	1,250	-	-	-	-
Depreciation & Amortization	2,500	208	208	208	208	208	208	208	208	208	208	208	208	208
TOTAL OTHER EXPENSES	43,704	208	208	208	1,458	1,458	1,458	1,458	1,458	1,458	208	208	208	33,704
TOTAL EXPENDITURES	1,305,737	111,735	111,735	144,276	158,526	94,438	94,438	94,438	94,438	94,438	94,438	94,438	94,438	70,079
NET INCOME	13,690	(306,552)	2,352	(244,733)	136,666	(18,067)	(1,739)	274,627	(233,918)	196,328	(58,355)	(58,355)	184,387	188,297
CHANGE IN CASH DUE TO:														
Operating Activity														
Net Income	13,690	(306,552)	2,352	(244,733)	136,666	(18,067)	(1,739)	274,627	(233,918)	196,328	(58,355)	(58,355)	184,387	188,297
Depreciation & Amortization	2,500	208	208	208	208	208	208	208	208	208	208	208	208	208
(Increase) Decrease in Accounts Receivable	(124,725)	102,614	69,957	-	-	-	32,656	-	-	-	-	-	-	(329,952)
Increase in Accounts Payable	87,541	(33,585)	(33,585)	96,943	(26,106)	(26,106)	(26,106)	(26,106)	(26,106)	-	-	-	-	188,297
Total Operating Activity	(20,993)	(237,315)	38,932	(147,582)	110,769	(43,964)	5,020	248,730	(259,815)	196,536	(58,147)	(58,147)	183,989	
Investing Activity														
Capital Expenditures	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Total Investing Activity	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Financing Activity														
Loan Proceeds	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Loan Principal Repayments	(50,000)	-	-	-	(8,333)	(8,333)	(8,333)	(8,333)	(8,333)	(8,333)	(8,333)	(8,333)	(8,333)	(8,333)
Total Financing Activity	(50,000)	-	-	-	(8,333)	(8,333)	(8,333)	(8,333)	(8,333)	(8,333)	-	-	-	-
CHANGE IN CASH														
Beginning Cash	321,659	321,659	84,344	123,276	(24,306)	78,130	25,832	22,519	262,916	262,916	182,971	182,971	124,824	66,677
ENDING CASH	250,666	84,344	(28,209)	78,130	25,832	22,519	262,916	182,971	66,677	250,666	250,666	250,666	250,666	250,666

K12 Academy San Francisco														
As of January 14, 2009														
	Year 3	July	August	September	October	November	December	January	February	March	April	May	June	Accrual
4 Yr Proforma - For Projection Purposes Only. Subject to Change.	FY 2012-13	2012	2012	2012	2012	2012	2012	2013	2013	2013	2013	2013	2013	2013
Enrollment	550													
ADA %	95%													
Average Daily Attendance (ADA)	523													
REVENUE														
State & Local Government Revenue														
General Purpose Block Grant	3,201,030	39,582	288,093	224,072	224,072	288,093	288,093	408,562	47,154	464,437	232,218	232,218	232,218	232,218
Categorical Block Grant	218,958	10,948	10,948	19,706	19,706	19,706	19,706	19,706	19,706	26,275	13,137	13,137	13,137	13,137
CDE Implementation Grant	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Economic Impact Aid	61,215	3,061	3,061	3,061	3,061	3,061	3,061	15,304	5,509	5,509	5,509	5,509	5,509	5,509
Special Education	248,188	12,409	12,409	12,409	12,409	12,409	12,409	62,047	22,337	22,337	22,337	22,337	-	22,337
Supplemental Hourly Instruction & Summer School	-	-	-	-	-	-	-	-	-	-	-	-	-	-
High School Counseling	36,575	1,829	1,829	1,829	1,829	1,829	1,829	9,144	3,292	3,292	3,292	3,292	-	3,292
CAHSEE Remedial Instruction	56,430	2,822	2,822	2,822	2,822	2,822	2,822	14,108	5,079	5,079	5,079	5,079	-	5,079
Arts and Music State Grant	7,315	366	366	366	366	366	366	1,829	658	658	658	658	-	658
Proposition A - SFUSD	188,100	-	-	-	-	-	-	94,050	-	-	-	-	-	94,050
Proposition H - SFUSD	22,572	-	-	-	-	-	-	11,286	-	-	-	-	-	11,286
SB 740 Facilities Funding	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Lottery	65,313	-	-	-	-	-	-	16,328	-	-	-	-	-	16,328
Subtotal State & Local Revenue	4,105,694	71,016	319,527	264,264	264,264	328,285	344,613	636,035	103,735	543,915	282,231	282,231	367,020	298,559
Federal Revenue														
Title I	110,000	-	-	-	-	-	-	44,000	-	-	-	-	-	66,000
National School Lunch Program	68,983	-	-	-	6,898	6,898	6,898	6,898	6,898	6,898	6,898	6,898	6,898	6,898
Subtotal Federal Revenue	178,983	-	-	-	6,898	6,898	6,898	50,898	6,898	6,898	6,898	6,898	6,898	72,898
Other Revenue														
Fundraising (Walton)	-	-	-	-	-	-	-	-	-	-	-	-	-	-
School Startup Fundraising	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Subtotal Other Revenue	-	-	-	-	-	-	-	-	-	-	-	-	-	-
TOTAL REVENUE	4,284,678		266,827	271,163	335,183	351,511	666,833	550,813						371,457
EXPENDITURES														
Personnel Expenses														
Certificated Personnel Salaries	1,327,550	110,629	110,629	110,629	110,629	110,629	110,629	110,629	110,629	110,629	110,629	110,629	110,629	-
Classified Personnel Salaries	164,383	-	-	13,699	13,699	13,699	13,699	13,699	13,699	13,699	13,699	13,699	13,699	-
Subtotal Salaries	1,491,934	124,328	124,328	124,328	124,328	124,328	124,328	124,328	124,328	124,328	124,328	124,328	124,328	-
Certificated Benefits	71,878	28,852	28,852	28,852	28,852	28,852	28,852	28,852	28,852	28,852	28,852	28,852	28,852	-
Classified Benefits	46,302	-	-	3,858	3,858	3,858	3,858	3,858	3,858	3,858	3,858	3,858	3,858	-
Subtotal Benefits	392,532	32,699	32,711	32,711	32,711	32,711	32,711	32,711	32,699	32,699	32,699	32,699	32,711	-
TOTAL PERSONNEL COSTS	1,884,466	157,039	157,039	157,039	157,039	157,039	157,039	157,039	157,039	157,039	157,039	157,039	157,039	-
Online School & Educational Materials														
Online Courses and Online School Platform	715,275	59,866	59,606	59,606	59,606	59,606	59,606	59,606	59,606	59,866	59,866	59,866	59,866	-
Instructional Materials (e.g. Textbooks, Microscopes, Math Manipulatives etc.)	266,940	23,843	23,843	23,843	23,843	23,843	23,843	23,843	23,843	23,843	23,843	23,843	23,843	-
Additional AP & Science Materials	57,222	4,769	4,769	4,769	4,769	4,769	4,769	4,769	4,769	4,769	4,769	4,769	4,769	-
Other Educational Services	98,175	8,181	8,181	8,181	8,181	8,181	8,181	8,181	8,181	8,181	8,181	8,181	8,181	-
Professional Development & Support	42,578	3,548	3,548	3,548	3,548	3,548	3,548	3,548	3,548	3,548	3,548	3,548	3,548	-
TOTAL ONLINE SCHOOL & EDUCATIONAL MATERIALS	1,199,360	99,947	99,947	99,947	99,947	99,947	99,947	99,947	99,947	99,947	99,947	99,947	99,947	-

K12 Academy San Francisco									
Staffing Detail									
						FY 2009-10	FY 2010-11	FY 2011-12	FY 2012-13
						0	1	2	3
Position	Class	Cola %							
Roster Assumptions									
Head of School	Certificated					1	1	1	1
Business Manager	Classified					-	1	1	1
Executive Assistant	Classified					-	1	1	1
Certificated Teaching Staff	Certificated					-	6	12	12
Guidance Counselor	Certificated					-	-	-	1
Dean of Student Life	Certificated					-	1	1	1
College Counselor	Certificated					-	-	1	1
Learning Coaches	Certificated					-	4	8	8
IT Manager	Classified					-	1	1	1
Total Headcount						1	15	26	27
Salary Assumptions									
Head of School	Certificated	2%				27,500	110,000	112,200	114,444
Business Manager	Classified	2%				-	68,000	69,360	70,747
Executive Assistant	Classified	2%				-	35,000	35,700	36,414
Certificated Teaching Staff	Certificated	2%				-	318,000	648,720	661,694
Guidance Counselor	Certificated	2%				-	-	-	57,222
Dean of Student Life	Certificated	2%				-	60,000	61,200	62,424
College Counselor	Certificated	2%				-	-	56,100	57,222
Learning Coaches	Certificated	2%				-	180,000	367,200	374,544
IT Manager	Classified	2%				-	55,000	56,100	57,222
Total Wages						27,500	826,000	1,406,580	1,491,934
Summary									
Certificated Wages						27,500	668,000	1,245,420	1,327,550
Classified Wages						-	158,000	161,160	164,383
Total Taxable Wages						27,500	826,000	1,406,580	1,491,934
Headcount									
Certificated						1	13	24	24
Classified						-	3	3	3
Total Taxable Wages						1	16	27	27
Benefits									
Benefit Calculations									
Certificated									
	Retirement			8.25%	of wages	2,269	55,110	102,747	109,523
	Health Benefits	8%	Cola	6.120	per employee per year 0	1,530	85,925	171,321	185,026
	Social Security			0.00%	N/A (classified only)	-	-	-	-
	Medicare			1.45%	of wages	399	9,686	18,059	19,249
	SUI/ETT			3.50%	of 1st \$7,000 wages	245	3,185	5,880	5,880
	Workmens Compensation			2.00%	of wages	550	13,360	24,908	26,551
	TOTAL BENEFITS					4,993	167,266	322,915	346,230
Classified									
	Retirement			4.00%	of wages	-	6,320	6,446	6,575
	Health Benefits	8%	Cola	6.120	per employee per year 0	-	19,829	21,415	23,128
	Social Security			6.20%	of wages	-	9,796	9,992	10,192
	Medicare			1.45%	of wages	-	2,291	2,337	2,384
	SUI/ETT			3.50%	of 1st \$7,000 wages	-	735	735	735
	Workmens Compensation			2.00%	of wages	-	3,160	3,223	3,288
	TOTAL BENEFITS					-	42,131	44,148	46,302
Total Benefits						4,993	209,397	367,063	392,532

*A Amended Resolution for the BOE
Mtg. 1/24/10*

First Reading

Superintendent's Proposal

Superintendent's Recommendation Regarding K12 ACADEMY SAN FRANCISCO

AUTHORIZATION TO GRANT ~~OR IN THE ALTERNATIVE DENY~~ K12 ACADEMY SAN FRANCISCO CHARTER SCHOOL PETITION FOR A NEW CHARTER SCHOOL

WHEREAS: FLEX PUBLIC SCHOOLS submitted a Petition for **K12 ACADEMY SAN FRANCISCO CHARTER SCHOOL**, a new Charter School on November 30, 2009;

WHEREAS: K12 ACADEMY SAN FRANCISCO CHARTER SCHOOL is requesting that the Board of Education make a final decision regarding the charter by February 1, 2010;

WHEREAS: The San Francisco Unified School District staff ~~is completing~~ *has completed the review of* the **K12 ACADEMY SAN FRANCISCO CHARTER SCHOOL** Petition and its final report ~~will be forwarded~~ and recommendation has been presented to the Board of Education;

THEREFORE BE IT RESOLVED: That the Board of Education, based on the findings of SFUSD District staff, grant this charter petition ~~or in the alternative deny the petition~~ based on staff's findings.

THEREFORE BE IT FURTHER RESOLVED: That if the Board of Education grants the Petition for a Charter School, **K12 ACADEMY SAN FRANCISCO CHARTER SCHOOL** shall negotiate and execute in good faith an annual Memorandum of Understanding with the school district prior to the commencement of its operation in August of 2010, and both parties agree to abide by the terms of the MOU and that **K12 ACADEMY SAN FRANCISCO CHARTER SCHOOL** shall abide by all the local, state, and federal laws applicable to charter schools.

**FLEX PUBLIC SCHOOLS' RESPONSE
TO SFUSD FINDINGS
REGARDING THE DENIAL OF K12 ACADEMY SAN FRANCISCO'S CHARTER**

January 31, 2010

SFUSD Staff Findings

As indicated on the attached San Francisco Unified School District ("SFUSD") Charter Review Matrix provided to the Board of Education, the SFUSD staff found no negative findings regarding the charter petition. All areas were marked "strong," "sufficient" or N/A (Not Applicable) by the SFUSD. In fact, some district staff said it was the strongest charter petition they had ever seen, appreciating both the innovation of the education model and a mission that included serving as a Research and Development school for the district.

SFUSD Board Findings

That being said, on January 26, 2010, the SFUSD Board of Education ("SFUSD School Board") voted 7-0 to deny the charter petition.

We have not yet received written findings from SFUSD regarding the board denial, but the only matters raised at the hearing during the vote to deny were that:

1. The Board did not want another charter school.
2. The Board did not believe the district needed another high school.
3. That the educational model was innovative and promising, but that the Board would like SFUSD to create a school like this first. And,
4. That the timing of the charter proposal was not good as it came during state budget cuts and significant financial challenges of the district.

None of these grounds are legally permissible grounds for denial.

SAN FRANCISCO UNIFIED SCHOOL DISTRICT “K12 ACADEMY SAN FRANCISCO” CHARTER SCHOOL MATRIX

Initial Charter Petition X Annual Performance Audit Charter Renewal

REQUIRED PETITION SIGNATURES IF CONVERSION OF EXISTING PUBLIC SCHOOL (Education Code 47605(a))

- 50% of permanent status teachers of school to be converted Yes No **N/A**

REQUIRED PETITION SIGNATURES IF NOT CONVERSION OF EXISTING PUBLIC SCHOOL (Education Code 47605(a))

- 50% of parents/guardians of number of students expected to attend charter school for its 1st year of operations Yes No **N/A**

OR

- 50% of the number of teachers expected to teach at the charter school during its 1st year of operation Yes No **See attached signatures**

REQUIRED AFFIRMATIONS (Education Code 47605(d)(1))

Statement that school will be non-sectarian in its programs, admission policies, employment practices, and all other operations, will not charge tuition, and will not discriminate against any pupil on the basis of ethnicity, national origin, gender or disability.

Yes No Page 2

REQUIRED ELEMENTS (Education Code 47605(a)–(o))

A. Educational Program

1. Targeted School Populations

Age, grade levels and number of students

Type of desired student populations

2. Attendance

School year and school day

Page

11

12

12

2, 20

	Page
Attendance requirements	2, 20
3. What it Means to be an Educated Person in The 21st Century	
Objective of enabling pupils to become self-motivated, competent, lifelong learners	2, 14
Clear list of general academic skills and qualities important for an educated person	14, 29-32
Clear list of general non-academic skills and qualities important for an educated person	29-32
<i>Strongly suggested to ensure that charter elements are reasonably comprehensive.</i>	
<i>Required to be included in charter petition and/or Memorandum of Understanding.</i>	
<i>No legend indicates that while not necessarily recommended, they would be nice to include.</i>	
4. Description of How Learning Best Occurs	
Persuasive instructional design	11-22
• Broad outline (not entire scope and sequence) of the curriculum content	16, Supp Mat's Doc #9 p 84+
• Description of instructional approaches and strategies	11-26
• Description of learning setting (e.g. traditional, home-based, distance learning, etc.)	11-22
Proposed program strongly aligned to school's mission	11+
Affirmation that, or description of, how curriculum aligned to student performance standards	16-18, 27-29
Outlines a plan or strategy to support students not meeting pupil outcomes	20-21
Instructional design or strategies based upon successful practice or research	11+, 15
Describes instructional strategies for special education, Limited English proficient students, etc.	23-25, 22
5. Transferability of Courses (High School)	
Clear description of transferability of courses to other high schools and eligibility of courses to meet college entrance requirements.	26
Comments:	
B. Measurable Student Outcomes - "Exit Outcomes" or "Graduation Standards"	
Pupil outcomes are measurable, i.e. specific assessments listed for each exit outcome	27-33
How pupil outcomes will address state content and performance standards in core academics	27-33
Exit outcomes include acquisition of academic and non-academic skills	29-31
Concise (one page) list of exit outcomes encompass specific skills, not too vague	29-31
Affirmation that "benchmark" skills and specific classroom-level skills will be developed	32-33
Affirmation/description that exit outcomes will align to mission, curriculum and assessments	15-17

Affirmation that college-bound students wishing to attend California colleges or universities will have the opportunity to take courses that meet the “A–F” requirements	16
	Page
Lists school-wide student performance goals students will make over a given period of time, projected attendance, dropout, or graduation rate goals, etc.	29
Acknowledges that exit outcomes and performance goals may need to be modified over time	27
If high school, graduation requirements defined	16
If high school, WASC accreditation standards addressed	17
Comments:	
C. The Method by Which Pupil Progress in Meeting the Pupil Outcomes Will be Measured	
At least one assessment method or tool listed for each of the exit outcomes	
Assessments include multiple, valid and reliable measures using traditional/ alternative tools	27-33
Assessment tools include all required state assessments (STAR and API)	2, 27-33
Chosen assessments are appropriate for standards and skills they seek to measures	27-33
Affirmation/description of how assessments align to mission, exit outcomes, and curriculum	27-33, 17-26
Describes minimal required performance level necessary to attain each standard	27-33
Outlines a plan for collecting, analyzing and reporting student/school performance data	27-33
Comments:	
D. Governance Structure of School Including, But Not Limited to, Parental Involvement	
Describes what role parents have in the governance of the school	36-38
Describes key features of governing structure (usually a board of directors) such as:	34-38
• Size/composition of board	35, 4-6
• Board committees or advisory councils	7-9, 36-37
• Board's scope of authority/responsibility	34-36
	Supp Mat’ls, Doc #7 Bylaws p 32
• Method for selecting initial board members	n/a
• Board election/appointment and turnover	
Affirms future development of, or has set of, proposed bylaws, policies or similar documents	Supp Mat’ls, Doc #7 Bylaws p 32
Initial governing board members identified by name or the process used to select them	4-6
Clear description of school's legal status and determination of whether a board member from the charter-granting agency is on the board of the charter	34, 38
Outlines other important legal or operational relationships between school and granting agency	34-38

Comments:	Page
E. Qualifications to be Met by Individuals to be Employed by The School	
Identifies key staff positions with the school	38-41
Describes specific key qualifications (knowledge, experience, education, certification, etc.)	38-41
Defines “core, college preparatory teachers/affirms they will hold appropriate credentials (Commission on Teacher Credentialing Certificate/permit)	40
Identifies any non-core, non-college prep teaching positions staffed by non-certified teachers and their qualifications	16, 40
Comments:	
F. Health and Safety Procedures	
Affirms that each employee will furnish the school with a criminal record summary	43
Outlines specific health and safety practices addressing such key areas as:	43-44
• Seismic safety (structural integrity and earthquake preparedness)	44
• Student safety procedures clearly stated	42-44
• Natural disasters and emergencies	43
• Immunizations, health screenings, administration of medications	42-44
• Tolerance for use of drugs and/or tobacco	44
• Staff training on emergency and first aid response	44
-References/accompanied by more detailed set of health and safety related policies/procedures	
Comments:	
G. Means to Achieve a Reflective Racial and Ethnic Balance	
Lists several specific practices/policies likely to lead to a diverse applicant pool/enrollment: practices and policies appear to be selected to target relevant racial and ethnic groups	46-48
Comments:	

H. Admissions Requirements

	Page
Mandatory assurances regarding non-discriminatory admission procedures	2, 48
No contradiction of admissions requirements re: conversion schools and public random drawings	n/a
Clearly describes admissions requirements, including any preferences	46-48
Proposed admissions and enrollment process and timeline	48

Comments:

I. Financial Audit

Procedure to select and retain independent auditor	51-52
Qualifications of independent auditor	51-52
Audit will employ generally accepted accounting procedures	51-52, Supp Mat'ls #10 Budget Narrative
Describe specific scope of audit	“
Timing of audit and whom it will be sent to	51-52
Process for resolving audit exceptions to satisfaction of granting agencies	51-52, 45-46

Comments:

J. Pupil Suspension and Expulsion

Detailed, step-by-step process by which student may be suspended or expelled OR	49, Supp Mat'ls #5, p14+
Reference to a comprehensive set of student disciplinary policies	“
Outlines or describes strong understanding of relevant laws protecting constitution rights of students, generally, and of disabled and other protected classes of students	“
Policies balance students' rights to due process with responsibility to maintain a safe learning environment.	“
Explains how resident school district or COE will be involved in disciplinary matters	“

Comments:

K. Staff Retirement System

Statement of whether staff will participate in STRS, PERS, or Social Security (if STRS, then all teachers must do so)	42
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Comments:

L. Attendance Alternatives	Page
States that students may attend other district schools or pursue an inter-district transfer in accordance with existing enrollment and transfer policies of their district or county of residence or description of other attendance alternatives	49
Comments:	
M. Description of Employee Rights [of charter authorizer]	
Acknowledgement that collective bargaining contract in sponsor district will be controlling of district employees	42
Whether and how staff may resume employment within the district	42
Sick/vacation leave (ability to carry it over to and from charter school)	42
Whether staff will continue to earn service credit (tenure) in district while at charter school	42
Comments:	
N. Dispute Resolution Process	
Outlines a simple process for charter and granting agency to settle disputes	45-46
Process indicates whether it is binding on school or granting agency/fair process	“
Step by step process for identifying/framing dispute points	“
• Whether internal charter disputes may be brought to granting agency	“
• Identifies specific parties to be involved at each step	“
• Basic rules at each step	“
• Which results are binding	“
Comments:	
O. Labor Relations	
Whether charter or local school district will be employer for EERA purposes	42
If local district the employer, includes provisions clarifying charter's roles in collective Bargaining	n/a
Comments:	
P. Closure of School/Disposition of Assets and Liabilities and Transfer of Records	
Clear description of procedures to be used if the charter school closes to include final audit disposition of assets and liabilities, and transfer of records.	53-55
Comments:	

REQUIRED SUPPLEMENTAL INFORMATION (Education Code 47605(g))

Financial Plan

- % First year operational budget
- Start-up costs
- Cash flow for first three years
- Financial projections for first three years
 - Planning Assumptions
 - Number/types of students
 - Number of staff
 - Facilities needs
 - Costs of all major items are identified and within reasonable market ranges
 - Revenue assumptions in line with state and federal funding guidelines
 - Revenue from “soft” sources less than 10% of ongoing operational costs
 - Timeline allows window for grant applications to be submitted and funded
 - Start-Up Costs
 - Clearly identifies most major start-up costs
 - Staffing
 - Facilities
 - Equipment and Supplies
 - Professional Services
- Assumptions in line with overall school design plan
- Identifies potential funding source
- Timeline allows for grant and fundraising
 - Annual Operating Budget
 - Annual revenues and expenditures clearly identified by source
 - Revenue assumptions closely related to applicable state and federal funding formulas
 - Expenditure assumptions reflect school design plan
 - Expenditure assumptions reflect market costs
 - “Soft” revenues not critical to solvency
 - Strong reserve or projected ending balance (the larger of 2–3% of expenditure or \$25,000)
 - If first year is not in balance, identifies solvency in future years and sources of capital sufficient to cover deficits until year budget is projected to balance
- Expenditure for sufficient insurance to name district as also insured/hold harmless agreement

	Page
Supp. Mat’ls #10, p113+ and Budget Narrative	
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“ and Charter p12, 46	
Supp. Mat’ls #10, p113+ and Budget Narrative	
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•Expenditure sufficient for reasonably expected legal services	Pro bono “Duane Morris” law firm +Budget Narrative•
Expenditure for Special Education excess costs consistent with current experience in county	Charter p22-25 and El Dorado County CHELPA costs
Cash Flow Analysis	Supp. Mat’ls #10, p113+ and Budget Narrative
• Monthly projection of revenue receipts in line with state/federal funding disbursements	“
• Expenditures projected by month and correspond with typical/reasonable schedules	“
• Show positive fund balance each month and/or identify sources of working capital	“
Long-term Plan	“
• Projects revenues and expenditures for at least two additional years	“
• Revenue assumptions based on reasonable potential growth in state and federal revenues	“
• Revenue assumptions based on reasonable student growth projections	“
• Reasonable cost-of-living and inflation assumptions	“
• Annual fund balances are positive or likely sources of working capital are identified	“
Comments:	
District Impact Statement	55
Provides district with estimated numbers of students anticipated to enroll	Charter p 12, Supp. Mat’ls #10, p113+ and Budget Narrative
Identifies whether charter intends to purchase support services from district	Charter p 50
• General terms are identified	
Describes process and policies between charter and district	MOU
Includes:	
• Process, activities and associated fees for oversight of charter	“
• Content, processes, timelines, and evaluation criteria for annual review and site visits	“
• Regular, ongoing fiscal and programmatic performance monitoring and reporting	“
• Content, process, timelines and evaluation criteria for charter renewal	“
• Statement allowing reasonable opportunity to correct deficiencies in charter	“
Performance	“
• Specific proposed support service needs and payments to district for services rendered	“
• Clearly drafted contract or agreement	“

	Page
• Identify whether or not will request district-owned facilities	Charter p 56
• Reasonably detailed lease or occupation agreement	n/a
Proposed legal status of school is identified	Charter p 34
Describes facilities agreements with charter-granting agency if appropriate	n/a
Identify whether school intends to manage risk independently or secure it through district	Charter p 56
Addresses the increased civil liability exposure for the district	
Comments:	
Special Education/SELPA (SAN FRANCISCO SPECIAL EDUCATION POLICY)	
Identifies whether or not in an independent LEA for special education purposes	Charter 23-25
Consulted with the SELPA Director	23
• Discussed special education responsibilities of charter	“
• Discussed application of SELPA policies	“
In writing explains how special education services will be provided consistent with SELPA plan and/or policies and procedures	n/a
• Includes fiscal allocation plan	n/a
If charter not an independent LEA:	n/a
• Clarifies in charter or an MOU the responsibilities of each party for service delivery	
Referral	
Assessment	
Instruction	
Due Process	
Agreements describing allocation of actual and excess costs	
Charter fiscally responsible for fair share of any encroachment on general funds	
If charter is LEA within SELPA	
• Notifies SELPA Director of intent prior to February 1 st of the preceding school year	n/a for new school
• Located within SFUSD SELPA geographical boundaries	
• Provides current operating budget in accordance with Ed Code 42130 and 42131	
• Provides assurances that all be instructed in safe environment	
• Provides copy of original charter petition and any amendments	

	Page
<ul style="list-style-type: none">• Responsible for any legal fees relating to application and assurances process	n/a
<ul style="list-style-type: none">• Meets the terms of the “Agreement Regarding the Organization, Implementation, administration and Operation of the SELPA	“
<ul style="list-style-type: none">• Meets the terms of all SFUSD SELPA policies and procedures	“
<ul style="list-style-type: none">• Charter fiscally responsible for fair share of any encroachment on general funds	“
Petition includes the following assurances:	
<ul style="list-style-type: none">• The charter will comply with all provisions of IDEA	Charter 23
<ul style="list-style-type: none">• No student will be denied admission based on disability or lack of available services	Charter 23-25, 48
<ul style="list-style-type: none">• Will implement a Student Study Team process	Charter 23
<ul style="list-style-type: none">• Any student potentially in need of Section 504 services responsibility of charter school	Charter 24-25
Petition/MOU describes the process for notifying district of residence and chartering district when a special education student enrolls, becomes eligible, ineligible and/or leaves charter school	n/a
Overview of how special education funding and services will be provided by:	Charter 23-25
<ul style="list-style-type: none">•Charter School	“
<ul style="list-style-type: none">•Charter Granting Agency	“
<ul style="list-style-type: none">•SELPA	“
Petition/MOU describes the transition to or from a district when a student with an IEP enrolls in, or transfers out of, the charter school	“
Comments:	