



# Breakthrough Public Schools

## Special Meeting of the Boards of CLA and CLAE

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### Date and Time

Wednesday May 18, 2022 at 7:00 PM EDT

### Location

Breakthrough Public Schools Home Office Cafe  
3615 Superior Avenue  
Building 44, Suite 4403A  
Cleveland, OH 44114

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### Agenda

	Purpose	Presenter	Time
<b>I. Opening Items</b>			<b>7:00 PM</b>
A. Roll Call - CLA Roll Call - CLAE		ALAN KOPIT	2 m
B. Call the Meeting to Order		ALAN KOPIT	1 m
<b>II. Reminder of Purpose of Meeting (Megan Johnston)</b>			<b>7:03 PM</b>
A. Purpose			2 m
FOR THE PURPOSE OF REVIEWING AND DISCUSSING A POTENTIAL MERGER FOR CITIZENS LEADERSHIP ACADEMY AND CITIZENS LEADERSHIP ACADEMY- EAST AND RECEIVING DRAFT DOCUMENTS FOR BOTH SCHOOLS; ELECTING PERSONS TO THE BOARD OF DIRECTORS OF CITIZENS LEADERSHIP ACADEMY, APPOINTING OFFICERS OF CITIZENS LEADERSHIP ACADEMY, SUBMITTING RESIGNATIONS FOR CITIZENS LEADERSHIP ACADEMY, HIRING LEGAL COUNSEL FOR CITIZENS LEADERSHIP ACADEMY, SIGNING AND SUBMITTING CONFLICT OF INTEREST POLICY AND REQUIRED DISCLOSURES FOR CITIZENS LEADERSHIP ACADEMY.			
<b>III. Introduction of Guests (Ralph Johnson)</b>			
<b>IV. Merger Background</b>			<b>7:05 PM</b>
A. Intent to Merge Letters & Resolutions (Megan Johnston)	Discuss		2 m
B. Merger Rationale (Megan Johnston)			2 m

	Purpose	Presenter	Time
C. Sponsorship and Sponsorship Approval (Megan Johnston)			2 m
D. Overview of due diligence materials (Megan Johnston)			12 m
Link to merger presentation:			
<a href="https://docs.google.com/presentation/d/1msP2cguo-IMFReIE_76Qjrcxx0Nhm0eaNIra1xq3kPw/edit#slide=id.g12af12ee7c6_0_30">https://docs.google.com/presentation/d/1msP2cguo-IMFReIE_76Qjrcxx0Nhm0eaNIra1xq3kPw/edit#slide=id.g12af12ee7c6_0_30</a>			
E. Brief explanation of public officers and ethics and conflicts laws (Amy Borman & Doug Bloom)			5 m
F. Documents to be prepared through attorneys (Amy Borman & Doug Bloom)			5 m
<b>V. Discussion and Questions (Alan Kopit)</b>			
<b>VI. CLAE Meeting Adjourns - only CLA continues (Alan Kopit)</b>			
<b>VII. Election of additions to Board of Directors (Alan Kopit)</b>			
<b>VIII. Resignations of Board Directors (Alan Kopit)</b>			
<b>IX. Remaining Directors Elect Officers to CLA Board (John Dunn)</b>			
<b>X. Hiring of Legal Counsel (John Dunn)</b>			
<b>XI. Agreement to Conflict of Interest (Amy Borman &amp; Doug Bloom)</b>			
Megan will send to Directors after the meeting via Docusign.			
<b>XII. Completion of CMSD Disclosure Statement (Megan Johnston)</b>			
Megan will send to Directors via Docusign for completion after the meeting.			
<b>XIII. CLA Board Chair Comments (John Dunn)</b>			
<b>XIV. Closing Items</b>			
A. Adjourn Meeting		Vote	