



Third Plateau

May 4, 2023

Ryan Elliot
Executive Director
Elevate School
2285 Murray Ridge Road
San Diego, CA 92123

Dear Ryan:

The following will serve as a letter of agreement between Third Plateau Social Impact Strategies, LLC (“Third Plateau”), whose principal business address is 127 University Avenue, Berkeley, CA 94710, and Elevate School (“Client”), whose principal business address is 2285 Murray Ridge Road, San Diego, CA 92123, for consulting services provided by Third Plateau.

Term of Agreement

The term of this Agreement shall commence on June 1, 2023 and expire at the close of business on November 30, 2023 (“the Term”).

Services Provided

Third Plateau will provide the scope of work detailed as Option B in Appendix 1.

Reporting

Third Plateau will report directly to Ryan Elliot in the course of providing the above services.

Compensation

Consulting Fees

Client agrees to pay Third Plateau a consulting fee of \$30,00 payable as follows:

- \$15,000 upon execution of this Agreement;
- \$15,000 on September 1, 2023

Expenses

Client recognizes that it may be necessary to incur additional expenses to complete the services outlined in this Agreement, such as travel, printing, copying, and postage. Third Plateau agrees not to incur total expenses in excess of \$3,000 without prior approval from Client.

Payment Due Dates

The consulting and expense fees are due and payable within thirty (30) business days of receipt of invoice by Client. Payment for all fees must be received within seven (7) days of the due date or Client will be assessed a late fee of five percent (5%) per month of all outstanding amounts.

Initials/Date: _____ / _____ / _____



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Payment Submission

Client shall make all invoice payments under this contract to “Third Plateau Social Impact Strategies” and submit payment to:

Third Plateau
c/o Madhavi Rathod
127 University Ave
Berkeley, CA 94710

Invoicing Contact

All invoices shall be sent to Client by email to Ryan Elliot at relliott@elevateschool.com.

Third Plateau’s Representation

Third Plateau agrees to perform faithfully, industriously and to the best of its ability, experience, and talents. Third Plateau further agrees that it does not require training, supervision or instruction.

Client’s Obligations

Client will provide Third Plateau with all necessary background documentation to allow Third Plateau to complete its work. Additionally, Client shall lend its cooperation and support to work with Third Plateau for the purpose of making the services outlined in this Agreement successful.

Confidentiality

Third Plateau agrees not to disclose any sensitive information, including without limitation proprietary and/or confidential information, about Client that it may have access to and/or become acquainted with in the course of this Agreement or otherwise.

Client agrees not to disclose any sensitive information, including without limitation proprietary and/or confidential information, about Third Plateau that it may have access to and/or become acquainted with in the course of this Agreement or otherwise.

Indemnification

Third Plateau agrees to indemnify and hold harmless Client and its employees, representatives, and agents from any and all liability, loss, damage, cost, or expense, including reasonable counsel fees and expenses, paid or incurred by reason of Third Plateau’s breach of any of the obligations, covenants, representations or terms contained in this Agreement or by reason of Third Plateau’s intentional or grossly negligent conduct relating to performance of this Agreement.

Client agrees to indemnify and hold harmless Third Plateau and its employees, representatives, and agents from any and all liability, loss, damage, cost, or expense, including reasonable counsel fees and expenses, paid or incurred by reason of Client’s breach of any of the obligations,



Third Plateau

covenants, representations or terms contained in this Agreement or by reason of Client's intentional or grossly negligent conduct relating to performance of this Agreement.

Assignment of Rights

The rights of each party under this Agreement are personal to that party and may not be assigned or transferred to any other person, firm, corporation or other entity without the prior, express and written consent of the other party.

Governing Law

It is agreed that this Agreement shall be governed by, construed and enforced in accordance with the laws of the State of California.

Arbitration

Both Client and Third Plateau mutually agree that any controversy, claim or dispute arising from or relating to this Agreement (whether in contract, statute, tort, or otherwise), or the breach of this contract, shall be subject to binding arbitration in San Francisco, California in accordance with the rules of the American Arbitration Association and under the laws of the State of California. EACH PARTY AGREES TO ARBITRATE, AND THEREBY AGREES TO WAIVE ANY RIGHT TO A TRIAL BY JURY WITH RESPECT TO ALL DISPUTES ARISING FROM OR RELATED TO THIS AGREEMENT. Either party to this Agreement may notify and serve the other party for purposes of such arbitration by sending or delivering a copy of the notification to such other party. The prevailing party in any action brought under this Agreement shall be entitled to recovery of all costs, including reasonable attorneys' fees, costs, including but not limited to costs of arbitration and expert fees, and expenses incurred by such party in connection with such proceeding.

Termination

This Agreement may be terminated by either party only for cause, defined as the other party's material breach of its obligations under this Agreement (if such breach remains uncured after seven (7) days written notice), bankruptcy, gross negligence or malfeasance on behalf of the other party.

In the event this Agreement is terminated, Client shall immediately pay Third Plateau all retainer and expense fees due and owing as of the date of termination.

Counterparts

This Agreement may be executed in any number of counterparts, each of which shall be deemed to be an original, but all of which together shall constitute but one and the same instrument.

Effect of Partial Invalidity

The invalidity of any portion of this Agreement will not and shall not be deemed to affect the validity of any other provision. In the event that any provision of this Agreement is held to be



Third Plateau

invalid, the parties agree that the remaining provisions shall be deemed to be in full force and effect as if they had been executed by both parties subsequent to the expunging of the invalid provision.

Modification of Agreement

Any modification of this Agreement or additional obligation assumed by either party in connection with this Agreement shall be binding only if placed in writing and signed by each party or an authorized representative of each party.

Entire Agreement

This Agreement shall constitute the entire Agreement between the parties and any prior understanding or representation of any kind preceding the date of this Agreement shall not be binding upon either party except to the extent incorporated in this Agreement.

Please signify your agreement by signing below.

Sincerely,

Jonathan Kaufman, Principal and Co-Founder
Third Plateau Social Impact Strategies, LLC

Accepted,

Ryan Elliot, Executive Director
Elevate School

Initials/Date: _____ / _____ / _____



Third Plateau

APPENDIX 1: SCOPE OF WORK

OVERVIEW

Thank you for inviting Third Plateau to submit this proposal outlining ways we believe we can be of service as Elevate School looks to develop its first-ever strategic plan.

As we discussed, this proposal is actually three proposals in one, offering three different approaches at three pre-identified price points: \$15k, \$30k, and \$50k.

In our experience, the best projects are iterative in nature. We believe this holds true to the scoping process as well: the best scopes of work are the result of iterative thinking. Therefore, please read this proposal as the next step in our conversations and let us know what you like, what you don't, and what you think might be missing. From there, we can adjust this scope of work to mix and match between the three options to ensure you, the team and students at Elevate School, and this project are set up for success.

OUR APPROACH

Any good strategic planning process must answer four sequential questions:

1. What is our current reality?
2. What is our ideal reality?
3. How will we bridge the gap between the two?
4. What will we measure along the way to know if we're making progress in the right direction?

The way we go about answering those questions, however, must be highly customized to the organization's leadership, culture, and context. As such, the Third Plateau team takes a relational approach to our work, enabling us to get to know you well early on, deepen those relationships along the way, and continually adjust and calibrate our process to best align with what will yield the most productive and meaningful engagement.

The following details three proposed scopes of work for achieving that goal.

OPTION A: \$15,000

Scope of Work

This option prioritizes a lean approach, keeping the time investment and budget as low as possible while still helping the organization get aligned on priorities moving forward. The focus is on getting the Elevate School team to consensus on the big picture items and then training the staff (and/or board) to iron out the details. To do this, Third Plateau will:

- **Review Documents and Data:** Third Plateau will review relevant past and current strategic documents and data available regarding inputs, outputs, and/or outcomes to date. This review process is designed to help bring Third Plateau "up to speed" on where Elevate School is today.
- **Engage Key Stakeholders:** Third Plateau will interview up to 4 representatives from relevant internal and external stakeholder groups both to get a 360° understanding of Elevate School's strengths, weaknesses, opportunities, and threats, and to begin to build participation and buy-in into the strategic planning process. These interviews will be



Third Plateau

conducted by zoom or phone and last 45-60 minutes each, and will enable Third Plateau to objectively summarize Elevate School's current reality (the first of the four key questions to be answered).

- **Facilitate Planning Retreat:** Equipped with the insights from the document review and interviews, Third Plateau will lead a one-day, in-person retreat with up to 12 members of the Elevate School team (broadly defined). This retreat is geared towards level-setting on the current reality, building clarity and consensus around the ideal reality, and beginning to outline how Elevate School will bridge the gap between its current and ideal realities (the second and third of the key questions to be answered). During the retreat, the group will refine Elevate School's purpose and articulate a clear strategic direction for the organization. Third Plateau will also lead the group to begin to brainstorm related goals and strategies for the next 3-5 years. The retreat will be highly collaborative and engaging, ensuring that the participants are the driving voice of the engagement and that the needs of Elevate School and the broader community are being addressed effectively and holistically.
- **Draft Strategic Plan Outline:** Based on the conversations and ideas generated at the retreat, Third Plateau will take the lead on authoring a draft strategic plan.
- **Facilitate Working Sessions:** Third Plateau will design and facilitate 3 virtual working sessions (all held via zoom), each 1-2 weeks apart, to flesh out the ideas in the draft, vet concepts with the team, solidify goals and strategies, and provide training to the Elevate School team on how to engage their full staff and community to iron out tactical details, budgets, and buy-in. One of these three sessions will focus on metrics (the fourth and final of the key questions to be answered).
- **Provide Follow-On Support:** Third Plateau will hold space for an additional hour to be used at the discretion of the Elevate School team. Most clients use this to come back to Third Plateau after they've worked on the tactical details to get feedback, troubleshoot issues, and get thought partnership about how to turn to implementation.

Deliverable

The deliverable from this option would be a strategic plan outline that articulates Elevate School's vision and purpose, 3- or 5-year goals, core strategies to bring those goals to fruition, and frameworks for how to iron out the tactical details (including budget and implementation plan).

Timeline

The above scope of work would be completed in roughly 3 months.

Team

Third Plateau would staff this project with one Director or Senior Director, and one Associate or Senior Associate. You can view the full Third Plateau team and their bios at <https://thirdplateau.com/about>. The exact staff members assigned to this project would depend on project start date.



Third Plateau

OPTIONS B & C: \$30,000 - \$50,000

Scope of Work

Once we get above \$30k, Third Plateau can offer a more complete and robust strategic planning option (not to take anything away from Option A, which we've seen be a great investment for organizations that want a leaner process and can handle the details themselves). Despite the \$20,000 difference in price points here, the process for strategic planning at this level follows the same general flow, varying in levels of intensity, quantity, and structure. See the budget grid in the *Budget* section below for more detail on the differences between the two offerings at this level.

Pre-Planning

In preparation for the process outlined below, Third Plateau will work with Elevate School to identify and invite individuals to two key bodies:

- **Core Team:** This small group will work with Third Plateau on project management, logistics, and general thought partnership for how to evolve the approach over the course of the engagement. We typically recommend 1-3 people in this group, including the Elevate School senior staff member who can be the internal face of this planning process.
- **Strategic Planning Steering Committee:** This larger group will be the primary brain trust for the project, ensuring the planning process and final plan meet Elevate School's stated needs. We typically recommend 5-8 key stakeholders, and members could include Elevate School's staff, board, parents, funders, and/or key community partners. The Core Team members should also be members of the Steering Committee to ensure consistency across the project management efforts.

Once the Core Team and Steering Committee are in place, Third Plateau proposes a multi-phased approach.

Phase 1: Learning

To begin, Third Plateau will help Elevate School assess its current reality, internally and externally. To do this, Third Plateau will:

- **Facilitate Kickoff Meeting:** Third Plateau will facilitate a 1-hour virtual kick-off meeting with the Core Team to lay the foundations for a successful engagement, including project team roles and expectations, working norms, and timelines.
- **Review Documents and Data:** Third Plateau will review relevant past and current strategic documents and data available regarding inputs, outputs, and/or outcomes to date. This review process is designed to help bring Third Plateau "up to speed" on where Elevate School is today.
- **Engage Key Stakeholders:** Third Plateau will engage representatives from relevant internal and external stakeholder groups both to get a 360° understanding of Elevate School's strengths, weaknesses, opportunities, and threats, and to begin to build participation and buy-in into the strategic planning process. Though the exact stakeholder representatives and engagement methods will be identified in partnership with the Core Team and the exact quantities of each will be dictated by the project's budget (see *Budget* section, below), likely engagement methods include:



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- **1:1 interviews:** This more personal format helps to explore key nuance, current or potential conflicts, organizational politics, leadership dynamics, and specific expertise or lived experience.
- **Focus groups:** This format functions as a group interview and is effective when there are multiple people who have similar perspectives and/or want to more deeply explore a specific topic.

This engagement will generate new ideas relevant to the key questions, help uncover blind spots, and build buy-in to the strategic planning process.

- **Write Research Memo:** Third Plateau will compile the findings from the document and data review and stakeholder engagement into a targeted memo summarizing the key insights and actionable takeaways from the Learning Phase.

Deliverables for the Learning Phase include:

- A research memo that summarizes key findings from the Learning Phase, likely taking the form of a SWOT (**s**trengths, **w**eaknesses, **o**pportunities, and **t**hreats) analysis.

Phase 2: Ideation

Guided by the findings in Phase 1, Third Plateau will work with Elevate School to define its ideal reality by identifying, analyzing, and prioritizing the strategic options available to the organization and leaders. To do this, Third Plateau will:

- **Facilitate Planning Retreat:** Third Plateau will lead an in-person retreat with the Steering Committee to share the key findings from the Learning Phase and begin to identify the intersection between the community's needs and Elevate School's strengths and opportunities. During the retreat, the Steering Committee will refine Elevate School's purpose and articulate a clear strategic direction for the organization. Third Plateau will also lead the group to begin to brainstorm related goals and strategies for the next 3-5 years. The retreat will be highly collaborative and engaging, ensuring that the participants are the driving voice of the engagement and that the needs of Elevate School and the broader community are being addressed effectively and holistically.
- **Draft Strategic Plan Outline:** Based on our research insights and ideas generated at the retreat, Third Plateau will draft a preliminary strategy outline to share with the Steering Committee.
- **Conduct Follow-On Research:** Third Plateau will conduct additional research and analysis. The structure of this research will depend on the needs of the project at the time, but might include additional stakeholder engagement (interviews or focus groups), field analysis, and/or best practices research.
- **Host Strategy Brainstorms:** Third Plateau will create the opportunity for members of the Elevate School ecosystem to participate in strategy brainstorms, which will last 90 minutes and take place over zoom. We will identify ideal participants with the Core Team, design the sessions to tackle one or more of the strategic goals, and enable the group to really start to shape the strategic direction of the school.

Deliverables for the Ideation Phase include:

- Preliminary strategic plan outline, including an articulation of Elevate School's refined purpose, strategic direction, 3- or 5-year goals, and strategies; and



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- Research brief (or multiple briefs) that summarizes follow-on research findings, as needed.

Phase 3: Iterative Drafting and Implementation Planning

With a host of ideas emerging from the retreat, follow-on research, and strategy brainstorming, Third Plateau will facilitate the effort to organize and plan for Elevate School to execute on its strategic plan—to bridge the gap between its current and ideal realities and to know what to measure along the way. To do this, Third Plateau will:

- **Facilitate Vetting Workshop:** Third Plateau will virtually convene the Core Team to vet and prioritize the potential strategies by assessing their potential impact and feasibility. This will ensure they are in line with the realities of Elevate School’s landscape, as well as field best practices and other research findings.
- **Draft Strategic Plan:** Third Plateau will revise and strengthen the strategic plan outline based on the Vetting Workshop and create the first draft of Elevate School’s strategic plan.
- **Facilitate Feedback Session:** Third Plateau will reconvene the Steering Committee for a virtual 60-minute meeting to solicit feedback on the revised strategic plan and identify unanswered questions.
- **Facilitate Implementation Workshop 1: Measuring Success:** Third Plateau will hold a virtual workshop to support the Core Team (and other key stakeholders, if desired) to develop metrics and targets to measure and assess Elevate School’s outcomes and impact over time. Third Plateau will circulate suggestions for these in advance and use the workshop as a space to iterate and make decisions on the optimal approach.
- **Facilitate Implementation Workshop 2: Resourcing:** Third Plateau will hold a virtual workshop to support the Core Team (and other key stakeholders, if desired) to assess resource requirements, including staffing and financial implications, and build milestones and a timeline for implementation.
- **Draft Implementation Plan:** Third Plateau will build from the Implementation Planning Workshops to draft an actionable breakdown of the operations required to implement the strategic plan.
- **Facilitate Closing Session:** Third Plateau will reconvene the Steering Committee for a final, 90-minute session to close out the strategic planning process, presenting final decisions and the implementation plan as well as aligning on next steps to move the plan forward, collecting any final input and feedback from Committee members.
- **Finalize Strategic Plan:** Third Plateau will incorporate feedback, revise the implementation plan, and finalize the strategic plan.

Deliverables for the Iterative Drafting and Implementation Planning Phase include:

- A final strategic plan that includes Elevate School’s refined purpose, strategic direction, 3- or 5-year goals, and strategies, as well as an implementation plan that includes metrics, an implementation timeline, and staffing and financial implications.

As should be clear in the description above, we view ourselves both as the facilitator and as your partner in the strategic planning process and expect the end product to be the result of engaged



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discussions among Elevate School's staff and key stakeholders. The planning is iterative and intended to identify and resolve key concerns early in the process while simultaneously creating an environment for productive collaboration from the outset. We believe that this process results in clarity of direction and purpose and lays the foundation for effective collaboration among the entire organization moving forward.

Client and Stakeholder Engagement

A successful strategic planning process will require clear, consistent, and open communication with key stakeholder groups:

1. **Core Team:** Third Plateau has found that weekly or bi-weekly check-ins (via Zoom or conference call) with staff representatives from the organization leads to the best project results. These representatives should be members of the Steering Committee and serve as key contacts throughout the duration of this project.
2. **Strategic Plan Steering Committee:** The Steering Committee will convene for the Planning Retreat, Feedback Session, and Closing Session. They also have the option to attend either or both of the Implementation Planning workshops. Additionally, Third Plateau will share periodic email updates with the Committee throughout the process.
3. **Board of Directors:** Keeping the Elevate School Board in the loop throughout the process is critical for the plan to be adopted and successfully implemented. Third Plateau will work with Elevate School leadership to identify the timing and environment(s) that will work best to engage your board. (Note that at least some board members should be represented on the Steering Committee.)
4. **Internal and External Stakeholders:** Third Plateau recognizes the strongest planning processes are rooted in transparency and inclusion. As such, there will be opportunities for stakeholders to engage during the process. Throughout the engagement, Third Plateau will work with Elevate School's leadership to identify opportunities to communicate with staff, key advisors, and the broader network and to ensure stakeholder voices are heard.

We are also happy to think through how best to engage other groups identified by Elevate School.

Strategic Planning Principles

Great strategic planning is not one-size fits all; each organization has nuances and therefore requires a unique and fully customized approach. That being said, we have found a few elements inherent to any successful planning or refresh process:

1. **It's your plan, not ours:** Our job is to facilitate and ensure the process is moving forward in a healthy, productive way. We seek to cultivate an inclusive and dynamic space in which everyone has access to the right information and in the right environments so that strong ideas emerge and you are best supported to realize the vision for Elevate School. We are not here to tell you your strategy; we're here to enable you to shape your own future.
2. **Our goal is action:** As an impact-focused firm, we cringe at the idea of creating a printed plan that sits on a shelf and gathers dust. Instead, we drive to help you create a living, breathing, actionable document that can grow and evolve as Elevate School continues to evolve, supporting the organization to best realize its refined purpose.



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3. **The process is just as important as the product:** Even the greatest strategy in the world won't mean much without the buy-in of the people who are going to implement it. Therefore, we work to bring diverse stakeholders into the fold from the beginning, empower them to have a voice in the process, and ensure they stay informed as decisions are made and the plan takes shape.

Timeline & Budget

Just as there is no one-size-fits-all approach to strategic planning, there is no one-size-fits-all timeline or budget. Rather, there is a great deal of flexibility in how the above Scope of Work is structured so as to fit your needs. Below is a matrix outlining how we could scale up or down the scope of work to hit two different price points. Please understand that this is entirely customizable; we can mix and match between the options to create the exact right process, experience, and budget for you.

		OPTION B	OPTION C
Pre-Plannin	Core Team	No difference	No difference
	Strategic Planning Steering Committee	Up to 5 staff members	Up to 8 members (staff and board)
Phase 1: Learning	Facilitate Kickoff Meeting	No difference	No difference
	Review Documents and Data	No difference	No difference
	Develop a Learning Plan	1 key research question/topic	2 key research questions/topics + 1 case study
	Engage Key Stakeholders	6 interviews OR 2 focus groups + 1 interview	10 interviews OR 2 focus groups + 6 interviews
	Write Research Memo	No difference	No difference
Phase 2: Ideation	Facilitate Planning Retreat	No difference	No difference
	Draft Strategic Plan Outline	No difference	No difference
	Conduct Follow-on Research	8 hours of follow-on research	10 hours of follow-on research
	Host Strategy Brainstorms	2 strategy brainstorms	3 strategy brainstorms
Phase 3: Iterative	Facilitate Vetting Workshop	No difference	No difference
	Draft Strategic Plan	No difference	No difference



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	Facilitate Feedback Session	No difference	No difference
	Facilitate Implementation Workshop 1: Measuring Impact	Combined into a single 2-hour virtual session	90-minute virtual session
	Facilitate Implementation Workshop 2: Resourcing		90-minute virtual session
	Draft Implementation Plan	No difference	No difference
	Facilitate Closing Session	No difference	No difference
	Finalize Strategic Plan	No difference	No difference
	PROJECT COST	\$30,000	\$50,000
	TIMELINE	5-6 months	6-7 months

Project Team

For Option B (\$30,000), the project will be led by a Director or Senior Director, and supported by an Associate or Senior Associate.

For Option C (\$50,000), the project will be led by a Director or Senior Director, supported by an Associate or Senior Associate, and receive strategic guidance (and retreat and drafting participation) from a Vice President or Co-Founder.

You can view the full Third Plateau team and their bios at <https://thirdplateau.com/about>. The exact staff members assigned to this project would depend on project start date.

CONTACT US

Please do not hesitate to contact us if you would like more information or have any questions about this proposal or Third Plateau in general.

Jonathan Kaufman, Co-Founder & Principal
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 Jonathan@thirdplateau.com
 1107 9th Street, Suite 500, Sacramento, CA 95814

You can also visit our website at www.thirdplateau.com.