

U.S. Department of Education
Washington, D.C. 20202-5335



**APPLICATION FOR GRANTS
UNDER THE**

Grants for Replication and Expansion of High-Quality Charter Schools

CFDA # 84.282M

PR/Award # U282M140017

Grants.gov Tracking#: GRANT11706807

OMB No. , Expiration Date:

Closing Date: Jul 21, 2014

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This application was generated using the PDF functionality. The PDF functionality automatically numbers the pages in this application. Some pages/sections of this application may contain 2 sets of page numbers, one set created by the applicant and the other set created by e-Application's PDF functionality. Page numbers created by the e-Application PDF functionality will be preceded by the letter e (for example, e1, e2, e3, etc.).

Application for Federal Assistance SF-424

* 1. Type of Submission: <input type="checkbox"/> Preapplication <input checked="" type="checkbox"/> Application <input type="checkbox"/> Changed/Corrected Application	* 2. Type of Application: <input checked="" type="checkbox"/> New <input type="checkbox"/> Continuation <input type="checkbox"/> Revision	* If Revision, select appropriate letter(s): <input type="text"/> * Other (Specify): <input type="text"/>
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* 3. Date Received: <input type="text" value="07/21/2014"/>	4. Applicant Identifier: <input type="text"/>
--	--

5a. Federal Entity Identifier: <input type="text"/>	5b. Federal Award Identifier: <input type="text" value="NA"/>
--	--

State Use Only:

6. Date Received by State: <input type="text"/>	7. State Application Identifier: <input type="text"/>
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8. APPLICANT INFORMATION:

* a. Legal Name: <input type="text" value="YES Prep Public Schools, Inc."/>	
* b. Employer/Taxpayer Identification Number (EIN/TIN): <input type="text" value="76-0563835"/>	* c. Organizational DUNS: <input type="text" value="9453795710000"/>

d. Address:

* Street1:	<input type="text" value="6201 Bonhomme Road, Suite 168-N"/>
Street2:	<input type="text"/>
* City:	<input type="text" value="Houston"/>
County/Parish:	<input type="text"/>
* State:	<input type="text" value="TX: Texas"/>
Province:	<input type="text"/>
* Country:	<input type="text" value="USA: UNITED STATES"/>
* Zip / Postal Code:	<input type="text" value="77036-4367"/>

e. Organizational Unit:

Department Name: <input type="text" value="National Office"/>	Division Name: <input type="text"/>
--	--

f. Name and contact information of person to be contacted on matters involving this application:

Prefix: <input type="text" value="Ms."/>	* First Name: <input type="text" value="Stephanie"/>
Middle Name: <input type="text" value="Suzanne"/>	
* Last Name: <input type="text" value="Jones"/>	
Suffix: <input type="text"/>	
Title: <input type="text" value="Senior Director of Grants Management"/>	

Organizational Affiliation: <input type="text"/>

* Telephone Number: <input type="text"/>	Fax Number: <input type="text"/>
--	----------------------------------

* Email: <input type="text"/>

Application for Federal Assistance SF-424

*** 9. Type of Applicant 1: Select Applicant Type:**

M: Nonprofit with 501C3 IRS Status (Other than Institution of Higher Education)

Type of Applicant 2: Select Applicant Type:

Type of Applicant 3: Select Applicant Type:

* Other (specify):

*** 10. Name of Federal Agency:**

U.S. Department of Education

11. Catalog of Federal Domestic Assistance Number:

84.282

CFDA Title:

Charter Schools

*** 12. Funding Opportunity Number:**

ED-GRANTS-062014-002

* Title:

Office of Innovation and Improvement (OII): Charter Schools Program (CSP): Grants for Replication and Expansion of High-Quality Charter Schools CFDA Number 84.282M

13. Competition Identification Number:

84-282M2014-1

Title:

14. Areas Affected by Project (Cities, Counties, States, etc.):

Add Attachment

Delete Attachment

View Attachment

*** 15. Descriptive Title of Applicant's Project:**

REDEFINE POSSIBLE CAMPAIGN

Attach supporting documents as specified in agency instructions.

Add Attachments

Delete Attachments

View Attachments

Application for Federal Assistance SF-424

16. Congressional Districts Of:

* a. Applicant

* b. Program/Project

Attach an additional list of Program/Project Congressional Districts if needed.

17. Proposed Project:

* a. Start Date:

* b. End Date:

18. Estimated Funding (\$):

* a. Federal	<input type="text" value="1,148,498.00"/>
* b. Applicant	<input type="text" value="287,124.00"/>
* c. State	<input type="text" value="0.00"/>
* d. Local	<input type="text" value="0.00"/>
* e. Other	<input type="text" value="0.00"/>
* f. Program Income	<input type="text" value="0.00"/>
* g. TOTAL	<input type="text" value="1,435,622.00"/>

*** 19. Is Application Subject to Review By State Under Executive Order 12372 Process?**

a. This application was made available to the State under the Executive Order 12372 Process for review on

b. Program is subject to E.O. 12372 but has not been selected by the State for review.

c. Program is not covered by E.O. 12372.

*** 20. Is the Applicant Delinquent On Any Federal Debt? (If "Yes," provide explanation in attachment.)**

Yes No

If "Yes", provide explanation and attach

21. *By signing this application, I certify (1) to the statements contained in the list of certifications and (2) that the statements herein are true, complete and accurate to the best of my knowledge. I also provide the required assurances** and agree to comply with any resulting terms if I accept an award. I am aware that any false, fictitious, or fraudulent statements or claims may subject me to criminal, civil, or administrative penalties. (U.S. Code, Title 218, Section 1001)**

** I AGREE

** The list of certifications and assurances, or an internet site where you may obtain this list, is contained in the announcement or agency specific instructions.

Authorized Representative:

Prefix: * First Name:

Middle Name:

* Last Name:

Suffix:

* Title:

* Telephone Number: Fax Number:

* Email:

* Signature of Authorized Representative: * Date Signed:

SF-424 – PROJECT CONGRESSIONAL DISTRICTS

TN-009

TX-02

TX-007

TX-009

TX-018

TX-022

TX-029

TX-036

ASSURANCES - NON-CONSTRUCTION PROGRAMS

Public reporting burden for this collection of information is estimated to average 15 minutes per response, including time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding the burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden, to the Office of Management and Budget, Paperwork Reduction Project (0348-0040), Washington, DC 20503.

PLEASE DO NOT RETURN YOUR COMPLETED FORM TO THE OFFICE OF MANAGEMENT AND BUDGET. SEND IT TO THE ADDRESS PROVIDED BY THE SPONSORING AGENCY.

NOTE: Certain of these assurances may not be applicable to your project or program. If you have questions, please contact the awarding agency. Further, certain Federal awarding agencies may require applicants to certify to additional assurances. If such is the case, you will be notified.

As the duly authorized representative of the applicant, I certify that the applicant:

1. Has the legal authority to apply for Federal assistance and the institutional, managerial and financial capability (including funds sufficient to pay the non-Federal share of project cost) to ensure proper planning, management and completion of the project described in this application.
2. Will give the awarding agency, the Comptroller General of the United States and, if appropriate, the State, through any authorized representative, access to and the right to examine all records, books, papers, or documents related to the award; and will establish a proper accounting system in accordance with generally accepted accounting standards or agency directives.
3. Will establish safeguards to prohibit employees from using their positions for a purpose that constitutes or presents the appearance of personal or organizational conflict of interest, or personal gain.
4. Will initiate and complete the work within the applicable time frame after receipt of approval of the awarding agency.
5. Will comply with the Intergovernmental Personnel Act of 1970 (42 U.S.C. §§4728-4763) relating to prescribed standards for merit systems for programs funded under one of the 19 statutes or regulations specified in Appendix A of OPM's Standards for a Merit System of Personnel Administration (5 C.F.R. 900, Subpart F).
6. Will comply with all Federal statutes relating to nondiscrimination. These include but are not limited to: (a) Title VI of the Civil Rights Act of 1964 (P.L. 88-352) which prohibits discrimination on the basis of race, color or national origin; (b) Title IX of the Education Amendments of 1972, as amended (20 U.S.C. §§1681-1683, and 1685-1686), which prohibits discrimination on the basis of sex; (c) Section 504 of the Rehabilitation Act of 1973, as amended (29 U.S.C. §794), which prohibits discrimination on the basis of handicaps; (d) the Age Discrimination Act of 1975, as amended (42 U.S.C. §§6101-6107), which prohibits discrimination on the basis of age; (e) the Drug Abuse Office and Treatment Act of 1972 (P.L. 92-255), as amended, relating to nondiscrimination on the basis of drug abuse; (f) the Comprehensive Alcohol Abuse and Alcoholism Prevention, Treatment and Rehabilitation Act of 1970 (P.L. 91-616), as amended, relating to nondiscrimination on the basis of alcohol abuse or alcoholism; (g) §§523 and 527 of the Public Health Service Act of 1912 (42 U.S.C. §§290 dd-3 and 290 ee- 3), as amended, relating to confidentiality of alcohol and drug abuse patient records; (h) Title VIII of the Civil Rights Act of 1968 (42 U.S.C. §§3601 et seq.), as amended, relating to nondiscrimination in the sale, rental or financing of housing; (i) any other nondiscrimination provisions in the specific statute(s) under which application for Federal assistance is being made; and, (j) the requirements of any other nondiscrimination statute(s) which may apply to the application.
7. Will comply, or has already complied, with the requirements of Titles II and III of the Uniform Relocation Assistance and Real Property Acquisition Policies Act of 1970 (P.L. 91-646) which provide for fair and equitable treatment of persons displaced or whose property is acquired as a result of Federal or federally-assisted programs. These requirements apply to all interests in real property acquired for project purposes regardless of Federal participation in purchases.
8. Will comply, as applicable, with provisions of the Hatch Act (5 U.S.C. §§1501-1508 and 7324-7328) which limit the political activities of employees whose principal employment activities are funded in whole or in part with Federal funds.

9. Will comply, as applicable, with the provisions of the Davis-Bacon Act (40 U.S.C. §§276a to 276a-7), the Copeland Act (40 U.S.C. §276c and 18 U.S.C. §874), and the Contract Work Hours and Safety Standards Act (40 U.S.C. §§327-333), regarding labor standards for federally-assisted construction subagreements.
10. Will comply, if applicable, with flood insurance purchase requirements of Section 102(a) of the Flood Disaster Protection Act of 1973 (P.L. 93-234) which requires recipients in a special flood hazard area to participate in the program and to purchase flood insurance if the total cost of insurable construction and acquisition is \$10,000 or more.
11. Will comply with environmental standards which may be prescribed pursuant to the following: (a) institution of environmental quality control measures under the National Environmental Policy Act of 1969 (P.L. 91-190) and Executive Order (EO) 11514; (b) notification of violating facilities pursuant to EO 11738; (c) protection of wetlands pursuant to EO 11990; (d) evaluation of flood hazards in floodplains in accordance with EO 11988; (e) assurance of project consistency with the approved State management program developed under the Coastal Zone Management Act of 1972 (16 U.S.C. §§1451 et seq.); (f) conformity of Federal actions to State (Clean Air) Implementation Plans under Section 176(c) of the Clean Air Act of 1955, as amended (42 U.S.C. §§7401 et seq.); (g) protection of underground sources of drinking water under the Safe Drinking Water Act of 1974, as amended (P.L. 93-523); and, (h) protection of endangered species under the Endangered Species Act of 1973, as amended (P.L. 93-205).
12. Will comply with the Wild and Scenic Rivers Act of 1968 (16 U.S.C. §§1271 et seq.) related to protecting components or potential components of the national wild and scenic rivers system.
13. Will assist the awarding agency in assuring compliance with Section 106 of the National Historic Preservation Act of 1966, as amended (16 U.S.C. §470), EO 11593 (identification and protection of historic properties), and the Archaeological and Historic Preservation Act of 1974 (16 U.S.C. §§469a-1 et seq.).
14. Will comply with P.L. 93-348 regarding the protection of human subjects involved in research, development, and related activities supported by this award of assistance.
15. Will comply with the Laboratory Animal Welfare Act of 1966 (P.L. 89-544, as amended, 7 U.S.C. §§2131 et seq.) pertaining to the care, handling, and treatment of warm blooded animals held for research, teaching, or other activities supported by this award of assistance.
16. Will comply with the Lead-Based Paint Poisoning Prevention Act (42 U.S.C. §§4801 et seq.) which prohibits the use of lead-based paint in construction or rehabilitation of residence structures.
17. Will cause to be performed the required financial and compliance audits in accordance with the Single Audit Act Amendments of 1996 and OMB Circular No. A-133, "Audits of States, Local Governments, and Non-Profit Organizations."
18. Will comply with all applicable requirements of all other Federal laws, executive orders, regulations, and policies governing this program.
19. Will comply with the requirements of Section 106(g) of the Trafficking Victims Protection Act (TVPA) of 2000, as amended (22 U.S.C. 7104) which prohibits grant award recipients or a sub-recipient from (1) Engaging in severe forms of trafficking in persons during the period of time that the award is in effect (2) Procuring a commercial sex act during the period of time that the award is in effect or (3) Using forced labor in the performance of the award or subawards under the award.

<p>SIGNATURE OF AUTHORIZED CERTIFYING OFFICIAL</p> <p>Stephanie Jones</p>	<p>TITLE</p> <p>President & CEO</p>
<p>APPLICANT ORGANIZATION</p> <p>YES Prep Public Schools, Inc.</p>	<p>DATE SUBMITTED</p> <p>07/21/2014</p>

Standard Form 424B (Rev. 7-97) Back

DISCLOSURE OF LOBBYING ACTIVITIES

Complete this form to disclose lobbying activities pursuant to 31 U.S.C.1352

Approved by OMB
0348-0046

1. * Type of Federal Action: <input type="checkbox"/> a. contract <input checked="" type="checkbox"/> b. grant <input type="checkbox"/> c. cooperative agreement <input type="checkbox"/> d. loan <input type="checkbox"/> e. loan guarantee <input type="checkbox"/> f. loan insurance	2. * Status of Federal Action: <input checked="" type="checkbox"/> a. bid/offer/application <input type="checkbox"/> b. initial award <input type="checkbox"/> c. post-award	3. * Report Type: <input checked="" type="checkbox"/> a. initial filing <input type="checkbox"/> b. material change
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4. Name and Address of Reporting Entity:

Prime SubAwardee

* Name: YES Prep Public Schools, Inc.

* Street 1: 6201 Bonhomme Road, Suite 168-N * Street 2: _____

* City: Houston * State: TX: Texas * Zip: 77036

Congressional District, if known: TX-009

5. If Reporting Entity in No.4 is Subawardee, Enter Name and Address of Prime:

6. * Federal Department/Agency: U.S. Department of Education	7. * Federal Program Name/Description: Charter Schools
	CFDA Number, if applicable: 84.282

8. Federal Action Number, if known: _____	9. Award Amount, if known: \$ _____
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10. a. Name and Address of Lobbying Registrant:

Prefix _____ * First Name: No lobbying activities Middle Name: _____

* Last Name: No lobbying activities Suffix: _____

* Street 1: _____ * Street 2: _____

* City: _____ * State: _____ * Zip: _____

b. Individual Performing Services (including address if different from No. 10a)

Prefix _____ * First Name: No lobbying activities Middle Name: _____

* Last Name: No lobbying activities Suffix: _____

* Street 1: _____ * Street 2: _____

* City: _____ * State: _____ * Zip: _____

11. Information requested through this form is authorized by title 31 U.S.C. section 1352. This disclosure of lobbying activities is a material representation of fact upon which reliance was placed by the tier above when the transaction was made or entered into. This disclosure is required pursuant to 31 U.S.C. 1352. This information will be reported to the Congress semi-annually and will be available for public inspection. Any person who fails to file the required disclosure shall be subject to a civil penalty of not less than \$10,000 and not more than \$100,000 for each such failure.

* Signature: Stephanie Jones

* Name: Prefix Mr. * First Name: Jason Middle Name: _____
* Last Name: Bernal Suffix: _____

Title: President & CEO Telephone No.: _____ Date: 07/21/2014

Federal Use Only: _____ **Authorized for Local Reproduction Standard Form - LLL (Rev. 7-97)**

PR/Award # U282M140017

NOTICE TO ALL APPLICANTS

The purpose of this enclosure is to inform you about a new provision in the Department of Education's General Education Provisions Act (GEPA) that applies to applicants for new grant awards under Department programs. This provision is Section 427 of GEPA, enacted as part of the Improving America's Schools Act of 1994 (Public Law (P.L.) 103-382).

To Whom Does This Provision Apply?

Section 427 of GEPA affects applicants for new grant awards under this program. **ALL APPLICANTS FOR NEW AWARDS MUST INCLUDE INFORMATION IN THEIR APPLICATIONS TO ADDRESS THIS NEW PROVISION IN ORDER TO RECEIVE FUNDING UNDER THIS PROGRAM.**

(If this program is a State-formula grant program, a State needs to provide this description only for projects or activities that it carries out with funds reserved for State-level uses. In addition, local school districts or other eligible applicants that apply to the State for funding need to provide this description in their applications to the State for funding. The State would be responsible for ensuring that the school district or other local entity has submitted a sufficient section 427 statement as described below.)

What Does This Provision Require?

Section 427 requires each applicant for funds (other than an individual person) to include in its application a description of the steps the applicant proposes to take to ensure equitable access to, and participation in, its Federally-assisted program for students, teachers, and other program beneficiaries with special needs. This provision allows applicants discretion in developing the required description. The statute highlights six types of barriers that can impede equitable access or participation: gender, race, national origin, color, disability, or age. Based on local circumstances, you should determine whether these or other barriers may prevent your students, teachers, etc. from such access or participation in, the Federally-funded project or activity. The description in your application of steps to be taken to overcome these barriers need not be lengthy; you may provide a clear and succinct

description of how you plan to address those barriers that are applicable to your circumstances. In addition, the information may be provided in a single narrative, or, if appropriate, may be discussed in connection with related topics in the application.

Section 427 is not intended to duplicate the requirements of civil rights statutes, but rather to ensure that, in designing their projects, applicants for Federal funds address equity concerns that may affect the ability of certain potential beneficiaries to fully participate in the project and to achieve to high standards. Consistent with program requirements and its approved application, an applicant may use the Federal funds awarded to it to eliminate barriers it identifies.

What are Examples of How an Applicant Might Satisfy the Requirement of This Provision?

The following examples may help illustrate how an applicant may comply with Section 427.

(1) An applicant that proposes to carry out an adult literacy project serving, among others, adults with limited English proficiency, might describe in its application how it intends to distribute a brochure about the proposed project to such potential participants in their native language.

(2) An applicant that proposes to develop instructional materials for classroom use might describe how it will make the materials available on audio tape or in braille for students who are blind.

(3) An applicant that proposes to carry out a model science program for secondary students and is concerned that girls may be less likely than boys to enroll in the course, might indicate how it intends to conduct "outreach" efforts to girls, to encourage their enrollment.

We recognize that many applicants may already be implementing effective steps to ensure equity of access and participation in their grant programs, and we appreciate your cooperation in responding to the requirements of this provision.

Estimated Burden Statement for GEPA Requirements

According to the Paperwork Reduction Act of 1995, no persons are required to respond to a collection of information unless such collection displays a valid OMB control number. Public reporting burden for this collection of information is estimated to average 1.5 hours per response, including time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. The obligation to respond to this collection is required to obtain or retain benefit (Public Law 103-382). Send comments regarding the burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden, to the U.S. Department of Education, 400 Maryland Ave., SW, Washington, DC 20210-4537 or email ICDocketMgr@ed.gov and reference the OMB Control Number 1894-0005.

Optional - You may attach 1 file to this page.

Section 427 of GEPA.pdf

Add Attachment

Delete Attachment

View Attachment

SECTION 427 OF GEPA

Specific Equitable Access Examples

Potential Barrier: Non-English speaking parents/students may not be able to read the form used to apply for the enrollment lottery.

Solution: All admissions information, including the lottery form, is made available to the public in both English and Spanish, and other foreign languages as necessary.

Potential Barrier: Students may not be selected for enrollment based on their gender, race, national origin, color, or disability.

Solution: YES Prep sets no admission requirements and students are chosen through a random lottery. All students have an equal opportunity to attend and we provide specialized services for LEP students and students with disabilities.

Potential Barrier: Students may not have adequate transportation.

Solution: All students living two or more miles from a campus have access to free transportation, including a late bus in the evenings for those students participating in after-school activities.

Potential Barrier: Parents/students may not understand the acceptance documents and expectations.

Solution: YES Prep believes that our mission can only be accomplished with the full support and involvement of parents and the community. Prior to the start of every school year, YES Prep staff visit the homes of each newly-enrolled student to review program expectations with both the student and his/her parents or guardians. Students, parents, and staff are asked to sign the

“Commitment to College Completion” contract and, by doing so, commit to doing “Whatever It Takes” to ensure collegiate success. For parents, commitment includes signing papers and progress reports within two days, attending all scheduled grade level meetings and parent/teacher sessions, and providing a quiet work environment at home. These commitments are reaffirmed every year.

Employment Non-Discrimination Policy

YES Prep is an equal opportunity employer. Employment decisions are based solely on merit and business needs, and not on race, color, national origin, gender, age, religion, disability, veteran status, or any other protected class or status. This philosophy applies to everything we do including recruiting, hiring, compensation, benefits, and all other terms and conditions of employment. If you have a question or concern about any type of discrimination in the workplace, please let your immediate supervisor and/or the Director of Talent Support know as soon as possible.

In accordance with applicable laws, we will consider all requests for reasonable accommodations for the known physical or mental limitations of an otherwise qualified individual with a disability. If you require a reasonable accommodation to perform the essential functions of your job, please tell your supervisor and/or the Director of Talent Support. Additionally, we will not tolerate any discrimination at YES Prep. Appropriate disciplinary action will be taken against any employee who willfully violates the equal employment/non-discrimination policy, up to and including termination of employment.

CERTIFICATION REGARDING LOBBYING

Certification for Contracts, Grants, Loans, and Cooperative Agreements

The undersigned certifies, to the best of his or her knowledge and belief, that:

(1) No Federal appropriated funds have been paid or will be paid, by or on behalf of the undersigned, to any person for influencing or attempting to influence an officer or employee of an agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with the awarding of any Federal contract, the making of any Federal grant, the making of any Federal loan, the entering into of any cooperative agreement, and the extension, continuation, renewal, amendment, or modification of any Federal contract, grant, loan, or cooperative agreement.

(2) If any funds other than Federal appropriated funds have been paid or will be paid to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with this Federal contract, grant, loan, or cooperative agreement, the undersigned shall complete and submit Standard Form-LLL, "Disclosure of Lobbying Activities," in accordance with its instructions.

(3) The undersigned shall require that the language of this certification be included in the award documents for all subawards at all tiers (including subcontracts, subgrants, and contracts under grants, loans, and cooperative agreements) and that all subrecipients shall certify and disclose accordingly. This certification is a material representation of fact upon which reliance was placed when this transaction was made or entered into. Submission of this certification is a prerequisite for making or entering into this transaction imposed by section 1352, title 31, U.S. Code. Any person who fails to file the required certification shall be subject to a civil penalty of not less than \$10,000 and not more than \$100,000 for each such failure.

Statement for Loan Guarantees and Loan Insurance

The undersigned states, to the best of his or her knowledge and belief, that:

If any funds have been paid or will be paid to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with this commitment providing for the United States to insure or guarantee a loan, the undersigned shall complete and submit Standard Form-LLL, "Disclosure of Lobbying Activities," in accordance with its instructions. Submission of this statement is a prerequisite for making or entering into this transaction imposed by section 1352, title 31, U.S. Code. Any person who fails to file the required statement shall be subject to a civil penalty of not less than \$10,000 and not more than \$100,000 for each such failure.

* APPLICANT'S ORGANIZATION	
<input style="width: 100%;" type="text" value="YES Prep Public Schools, Inc."/>	
* PRINTED NAME AND TITLE OF AUTHORIZED REPRESENTATIVE	
Prefix: <input style="width: 100px;" type="text" value="Mr."/>	* First Name: <input style="width: 200px;" type="text" value="Jason"/> Middle Name: <input style="width: 150px;" type="text"/>
* Last Name: <input style="width: 300px;" type="text" value="Bernal"/>	Suffix: <input style="width: 80px;" type="text"/>
* Title: <input style="width: 250px;" type="text" value="President & CEO"/>	
* SIGNATURE: <input style="width: 300px;" type="text" value="Stephanie Jones"/>	* DATE: <input style="width: 150px;" type="text" value="07/21/2014"/>

Abstract

The abstract narrative must not exceed one page and should use language that will be understood by a range of audiences. For all projects, include the project title (if applicable), goals, expected outcomes and contributions for research, policy, practice, etc. Include population to be served, as appropriate. For research applications, also include the following:

- Theoretical and conceptual background of the study (i.e., prior research that this investigation builds upon and that provides a compelling rationale for this study)
- Research issues, hypotheses and questions being addressed
- Study design including a brief description of the sample including sample size, methods, principals dependent, independent, and control variables, and the approach to data analysis.

[Note: For a non-electronic submission, include the name and address of your organization and the name, phone number and e-mail address of the contact person for this project.]

You may now Close the Form

You have attached 1 file to this page, no more files may be added. To add a different file, you must first delete the existing file.

* Attachment:

ABSTRACT

Redefine Possible Campaign

YES Prep Public Schools, Inc. (YES Prep) is a national charter management organization that operates 13 high-quality charter schools and serves more than 9,000 students in Grades 6-12, 87% of whom are educationally disadvantaged. We have amassed 16 years of experience operating, replicating, and expanding charter schools in Houston, Texas, while maintaining our student academic achievement and attainment results and consistently surpassing local, state, and national standards. Our schools have been named U.S. Department of Education *National Blue Ribbon Schools* and appeared on “Best Of” lists released by *Newsweek*, *U.S. News & World Report*, and *The Washington Post*; and our district won the inaugural *2012 Broad Prize for Public Charter Schools* for our work “reducing achievement gaps for poor and minority students.” In YES Prep’s next stage of growth, the proposed *Redefine Possible Campaign*, our goal is to redefine possible for educationally disadvantaged students by opening 14 schools in Houston and Memphis, Tennessee, creating 13,600 new high-quality seats, serving 23,600 students at scale, and sending 3,000 seniors to colleges and universities every year. The proposed growth will make YES Prep a comparable size to the Grades 6-12 enrollment of school districts such as Spring Branch ISD in Houston, Pittsburgh Public Schools, and Oakland Unified School District, refuting the claim that charter school practices cannot work at scale. We will prove that excellence for every student is possible at the scale of a traditional public school district; and, in doing so, we will intensify the pressure on these districts to take bold steps toward change.

Contact Information

YES Prep Public Schools, Inc., 6201 Bonhomme Road, Suite 168-N, Houston, Texas 77036

Recy Dunn, CSP Project Director, [REDACTED]

Project Narrative File(s)

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PROJECT NARRATIVE

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ABSOLUTE PRIORITY

“YES Prep Public Schools, winner of the inaugural Broad Prize for Public Charter Schools in 2012, is a pioneer on a new frontier: supporting low-income, minority students all the way to college graduation.” – The Eli and Edythe Broad Foundation¹

YES Prep Public Schools, Inc. (YES Prep) is a national charter management organization (CMO) that operates 13 high-quality charter schools and serves more than 9,000 students in Grades 6-12, 87% of whom are educationally disadvantaged. We have amassed 16 years of experience operating, replicating, and expanding charter schools in Houston, Texas, while maintaining our student academic achievement and attainment results and consistently surpassing local, state, and national standards. Our schools have been named U.S. Department of Education *National Blue Ribbon Schools* and appeared on “Best Of” lists released by *Newsweek*, *U.S. News & World Report*, and *The Washington Post*; and our district won the first-ever *Broad Prize for Public Charter Schools* for our work “reducing achievement gaps for poor and minority students.” In YES Prep’s next stage of growth, the *Redefine Possible Campaign*, we will open 14 schools – eight in Houston and six in Memphis, Tennessee – creating 13,600 new seats and redefining the possibility of pursuing a college education for thousands more students in the United States.

COMPETITIVE PREFERENCE PRIORITIES

COMPETITIVE PREFERENCE PRIORITY 1 – LOW-INCOME DEMOGRAPHIC

Districtwide, 87% of YES Prep students are from low-income families, and the individual rates for our 13 schools can be found on Page 11. The following chart compares our rate to the state and other school districts in Houston. Among the five districts to which 95% of our students are zoned, we serve the highest percentage of students from low-income families.

2013-14 Economically Disadvantaged Rates

YES Prep	State	Houston ISD	Aldine ISD	Pasadena ISD	Alief ISD	Spring Branch ISD
87%	60%	80%	85%	79%	81%	58%

Throughout YES Prep history, we have purposely opened schools in low-income neighborhoods, and this will continue with the proposed new schools. (A detailed analysis of neighborhood demographics can be found on Page 24.) In Houston, for example, we plan to open School #14 in Third Ward and School #15 in Sunnyside, neighborhoods where the median household incomes are \$17,214 and \$24,605, respectively.² Students in these neighborhoods are zoned to Houston ISD’s Yates High School and Worthing High School, which both report that 77% of their students are from low-income families. YES Prep expects to serve a student population comparable to these high schools. Furthermore, in Memphis, we will open schools in neighborhoods where 94% or more of students are from low-income families.³

COMPETITIVE PREFERENCE PRIORITY 2 – SCHOOL IMPROVEMENT

YES Prep will open six schools within Achievement School District (ASD) in Tennessee. ASD was created in 2011 to catapult the bottom five percent of schools in Tennessee to the top 25% in the state. Through the state’s First to the Top legislation, the Tennessee Commissioner of Education removed persistently low-performing schools (as defined by the federal government) from their home districts and put them under ASD’s authority. ASD is “working to authorize the very best charters” to serve its student population, which includes a disproportionate number of special education, over-age, expelled, and credit-deficient students.⁴ At scale, YES Prep will serve 6,000 students or 25-30% of the Grade 6-12 students in ASD. Together, ASD and YES Prep will

dramatically expand students' life and career options, engage parents and community members in new and exciting ways, and help ensure a bright future for Tennessee.

COMPETITIVE PREFERENCE PRIORITY 3 – PROMOTING DIVERSITY

Promote Student Diversity

YES Prep promotes the racial and ethnic diversity of our students and families. We serve students in 13 low-income neighborhoods that are predominantly Hispanic and African American, so our student population reflects this racial composition. YES Prep has drawn a boundary area, or attendance zone, around each of our schools, and students within those boundaries have first priority to attend. We do this because we are committed to building neighborhood schools that actually serve neighborhood students. For example, 12% of our students are African American, but rates are higher at schools in neighborhoods with larger African American populations, such as North Forest (35%), Hoffman (31%), Brays Oaks (29%), and White Oak (28%).

We conduct a race-neutral lottery, meaning race is not a factor and students of particular races/ethnicities are not weighted more heavily for admission. In order to ensure that all students have an equal opportunity to attend, students do not have to provide any information about their prior academic achievement or disciplinary record when applying for the lottery (described on Page 39). As a result, YES Prep can confidently state that we serve the same make-up of students as surrounding public schools, including students with a history of behavioral issues, students with disabilities, previously retained students, and students with other at-risk factors.

In our early years, students would travel an hour or more to attend one of our schools, and bus routes were designed to enable students from all over Houston to attend YES Prep. Consequently, several YES Prep schools serve students from neighborhoods outside of a school's immediate neighborhood via historic bus routes. This is one way that YES Prep is committed to

avoiding racial isolation and embracing students from all Houston-area neighborhoods. Nevertheless, racial isolation is difficult to avoid when YES Prep targets educationally disadvantaged students and, in Houston, 90% of educationally disadvantaged students are Hispanic and African American.⁵

2013-14 Race and Ethnicity Rates

	YES Prep	State	Houston ISD	Aldine ISD	Pasadena ISD	Alief ISD	Spring Branch ISD
Afri. Am.	12%	13%	25%	25%	7%	31%	5%
Hispanic	85%	51%	62%	71%	82%	51%	58%

As YES Prep prepares for growth, racial and ethnic diversity remains a high priority. Opening schools in Houston’s Third Ward and Sunnyside neighborhoods will increase the number of African American students we serve. Third Ward’s population is 77% African American and Sunnyside’s is 91%.⁶ The zoned high schools in these neighborhoods, Yates and Worthing, report that 91% and 89% of their students are African American, respectively. Furthermore, in Memphis, we will open schools in neighborhoods where 97% of students are African American.⁷

Serve Students with Disabilities at Comparable Rate

YES Prep’s Special Education and Assessment teams provide an appropriate educational program to students with disabilities while maintaining academic rigor driven by students’ individual needs. Both teams promote the motto “Rigor for ALL!” At YES Prep, rigor looks different for each student, and special education students are challenged to strive for the best post-secondary option that will transition them to successful adulthood. As discussed in the previous section, our lottery ensures that all students, regardless of whether or not they have disabilities, have an equal opportunity to attend. Districtwide, six percent of our students receive special

education services, which is less than the state rate of nine percent but only slightly lower than surrounding districts. Rates are above average, however, at some of our schools, such as Brays Oaks (nine percent), Northside (eight percent), and White Oak (seven percent).

2013-14 Special Education Rates

YES Prep	State	Houston ISD	Aldine ISD	Pasadena ISD	Alief ISD	Spring Branch ISD
6%	9%	8%	7%	9%	8%	8%

In contrast, 20% of Yates and 24% of Worthing students receive special education, which indicates that YES Prep will serve a larger special education population when we open schools in those neighborhoods. In Memphis, we will open schools in neighborhoods where 24% of students receive special education.

Serve English Language Learners (ELLs) at Comparable Rate

YES Prep’s ELL program is designed to help students exceed local and state academic standards *and* graduate college- and career-ready. We serve a large number of immigrant families and first-generation U.S.-born youth, therefore, our Limited English Proficiency (LEP) rate, 22%, is higher than the state and surrounding districts for Grades 6-12.

2013-14 Limited English Proficiency Rates (Grades 6-12)

YES Prep	State	Houston ISD	Aldine ISD	Pasadena ISD	Alief ISD	Spring Branch ISD
22%	NA	17%	14%	15%	19%	18%

When comparing the percentage of LEP students, it is important to analyze the same grade levels because the primary aim of bilingual/English as a Second Language (ESL) programs is for students

to develop their fluency and transition to fully English classrooms. By middle and high school, students' English proficiency is typically more developed and fewer students continue to receive bilingual/ESL services.

A. QUALITY OF THE ELIGIBLE APPLICANT

“To the YES [Prep] team, please give them a huge round of applause. The culture you have built, the culture of high expectations, the culture of camaraderie, the culture of teamwork, I can’t tell you how much it means to me personally. When we adults do our job, when we provide those long-term supports and provide long-term guidance, our students, our young people around the country will more than meet us halfway. So thanks, class after class, grade after grade, school year after school year, thank you so much for the example you set not just for Houston, not just for Texas, but for the entire country.”— Secretary Arne Duncan, U.S.

Department of Education, speaking at YES Prep *Senior Signing Day*

YES Prep was founded on the premise that educationally disadvantaged students can achieve at the same academic levels as their peers in more affluent neighborhoods when given access to similar support, resources, and opportunities. We believed in this premise so strongly that we were the first public school district in the country to make college acceptance a high school graduation requirement. Our work is singularly focused on serving more students and preparing those students for college success. As a result, our students are graduating from college at five times the rate of their peers in Houston and more than quadruple the rate of their peers nationally. As Secretary Duncan said in his speech to YES Prep seniors: “You are not going to college to go, you are going to graduate. And this is the start of a journey.” YES Prep’s educational program is designed to ensure that all our students complete that journey.

APPLICATION REQUIREMENT D: EDUCATIONAL PROGRAM

At YES Prep, we educate the whole child, teaching more than just the textbook. Whether inside or outside the classroom, we push each student to be great and give 100% every day. This approach, combined with our five core program components, will be implemented at the proposed new schools and will enable students to meet and exceed state standards.

1. **Small and Integrated Grade 6-12 Schools:** The structure of our schools enable our teachers and school leaders to build transformative relationships with students. By creating a family-oriented culture on every campus, our students feel valued and supported throughout their middle and high school careers. A fully grown out school serves no more than 1,000 students in order to maintain a small school environment and foster personalized learning.
2. **Rigorous Curriculum and Assessment (also see Page 8):** In Texas, a non-Common Core state, we use state standards as a floor rather than a ceiling when setting the bar for student achievement; our curriculum is Advanced Placement (AP)-aligned at all grade levels. In Tennessee, we will use a Common Core curriculum, which sets rigorous standards. Moreover, we use a common formative assessment tool – also aligned to AP standards – at multiple times during the school year to identify gaps in learning. Academic interventions – differentiated and personalized learning strategies – are then implemented with students individually based on common assessment results. Additionally, all students are required to take the SAT test and at least one AP course.
3. **Extended Time and Academic Interventions:** We require an extended school day (nine hours compared to state average of seven and a half hours) and school year (11 months compared to state average of nine months). The majority of our sixth graders enter YES Prep performing below grade-level (some more than two or more grade levels below), so additional

time is dedicated to strategic interventions, particularly in English language arts and mathematics, in order to guarantee that students are able to meet academic standards.

4. **Enrichment Opportunities:** Our students have access to a variety of life-changing extracurricular activities that enhance their middle and high school experiences. For example, annual spring trips give most students their first opportunity to travel out-of-state and visit colleges around the country. By graduation, YES Prep students have visited numerous colleges and universities. Students also have opportunities to give back to their communities through service learning. Finally, we assist students with applying for internships and academic summer programs, including study abroad programs.
5. **Personalized College Counseling & Support Through College (also see Page 9):** We have developed one of the most innovative college counseling programs in the country with a single focus – college graduation. Our unwavering commitment to this goal begins in Grade 6 and continues after students graduate from YES Prep. Our alumni receive ongoing support throughout college to ensure they persist and earn a degree.

Highlight: Curriculum and Assessment

In Houston, all YES Prep students must demonstrate mastery on the same rigorous AP-aligned standards. We have common agreement on our curriculum standards while teachers have the freedom to determine how to teach that curriculum. To ensure that teachers are successful and that all students receive an equitable education, teachers new to the district (both novice teachers and those with experience) must complete our *Teaching Excellence* program (described on Page 33) and all teachers must participate in content teams based on their academic subject matter, which meet at least eight times during the school year. Content teams develop and revise the

curriculum and common assessments. Every teacher at YES Prep has a clear understanding of what students are expected to achieve and the tools to make that achievement possible.

In order to track student performance throughout the year, we designed our own common assessments that monitor students' progress and development towards college readiness. This process is driven by teachers through the content teams, so every assessment is the product of teacher collaboration from all YES Prep schools. The format of these assessments mirrors the AP examinations (i.e., five answer choices in multiple choice sections and free response questions), which sets a very rigorous but common standard for student achievement. Students take a benchmark common assessment in October that is designed to measure their growth over the school year. The result is a sophisticated and personalized process of identifying students who are at risk of not passing a class, persisting to the next grade level, or graduating.

In Memphis, our goal is to achieve the highest student achievement value-add. YES Prep will implement a Common Core curriculum, so we are launching slowly to fully prepare and, where appropriate, using instructional practices that have proven successful in Texas. Our Memphis team was assembled in Summer 2013 and has been researching and planning in collaboration with ASD and other charters in the state. Our current priority areas are Common Core training, Common Core curriculum investment and development, subgroup analysis, and student intervention pilots. We are also expanding our special education program to meet the new challenge of serving a significantly larger special education population (24%).

Highlight: College Initiatives

YES Prep has made a deliberate decision to prioritize college initiatives by investing significant money, people, and time toward preparing our students for success in college. Our model at a fully grown school consists of a director of college counseling and alumni programs,

two to three college counselors, and one to two seminar teachers. During each year of high school, students spend three to five hours per week in seminar classes honing college readiness skills. Our college counselor-to-student ratio is no more than 40:1 compared to the national average of 471:1, equating to almost 12 times the individualized support for each of our students.⁸ Approximately four percent of each school's annual operating budget is committed to college initiatives at a total cost of close to \$600 per high school student per year.

This model has meant that each of our seniors has had individualized, systemic support throughout his/her junior and senior years when researching and applying for colleges, finding and applying for scholarships, and choosing the college or university that is the best match. In addition to this personalized support, our model allows all of our high school students to receive SAT test preparation classes during the school day, attend several formal college fairs, meet with dozens of college representatives on campus, and have dedicated opportunities to build the non-academic skills needed to be successful in college, such as grit, self-control, and perseverance.

Our comprehensive *Alumni Support* program helps to ensure our alumni are continuing to successfully matriculate to college, persist through college, and begin a promising career. The program offers alumni direct links to YES Prep staff, both campus-based and region-based, as well as individualized support for the myriad questions and concerns that might arise. This program also allows our alumni to participate directly with the next generation of YES Prep graduates by speaking in college seminar classes and working on campuses during summer programming.

APPLICATION REQUIREMENT M: CURRENT CHARTER SCHOOLS

YES Prep has included profiles of our current schools on the next page and student achievement and attainment results for these schools beginning on Page 13 and in the *Other Attachments – Student Academic Achievement*.

2013-14 Profiles of Current Schools

School Name & Address	Opened	Grades	Students	Eco. Dis.	SpEd	LEP	Ethnicity
1. YES Prep Southeast 353 Crenshaw Road, Houston, Texas 77034	1998	6-12	940	78%	3%	11%	H – 94% AA – 3%
2. YES Prep North Central 13703 Aldine-Westfield Road, Houston, Texas 77039	2003	6-12	933	82%	5%	14%	H – 96% AA – 2%
3. YES Prep Southwest 4411 Anderson Road, Houston, Texas 77053	2004	6-12	853	91%	5%	25%	H – 85% AA – 15%
4. YES Prep East End 8329 Lawndale Street, Houston, Texas 77012	2006	6-12	857	86%	5%	16%	H – 98% AA – 1%
5. YES Prep Gulfton 6565 DeMoss Street, Houston, Texas 77074	2007	6-12	880	97%	6%	38%	H – 90% AA – 6%
6. YES Prep West 10535 Harwin Drive, Houston, Texas 77036	2009	6-10	686	87%	5%	25%	H – 71% AA – 17%
7. YES Prep Brays Oaks 9000 West Belfort Street, Houston, Texas 77031	2009	6-10	644	89%	9%	20%	H – 68% AA – 29%

8. YES Prep North Forest 6602 Winfield Road, Houston, Texas 77050	2010	6-12	660	84%	6%	18%	H – 63% AA – 35%
9. YES Prep Northside 5214 Jensen Drive, Houston, Texas 77026	2011	6-8	408	93%	8%	17%	H – 94% AA – 6%
10. YES Prep Fifth Ward 1305 Benson Street, Houston, Texas 77078	2011	6-8	407	88%	6%	16%	H – 91% AA – 8%
11. YES Prep Northbrook Middle School 3030 Rosefield Drive, Houston, Texas 77080	2012	6-7	274	79%	5%	47%	H – 89% AA – 5%
12. YES Prep White Oak 5620 West Tidwell Road, Houston, Texas 77091	2013	6	140	93%	7%	28%	H – 69% AA – 28%
13. YES Prep Hoffman Middle School 6101 West Little York Road, Houston, Texas 77091	2013	6	142	89%	2%	13%	H – 66% AA – 31%

APPLICATION REQUIREMENT N: DATA SHOWING APPLICANT QUALITY

The following section will demonstrate YES Prep’s success in significantly increasing academic achievement and attainment for all students, particularly educationally disadvantaged students, and closing historic achievement gaps for ESEA student subgroups. Whenever possible, we have provided three years of data and compared ourselves to the state and Houston ISD – the largest public school district in Houston where 72% of our students are zoned to attend. We have relied upon data that was reported to the Texas Education Agency (TEA) and is publicly available online. Additional data – districtwide, school-wide, and by subgroup – is also available in *Other Attachments – Student Academic Achievement*.

2013-14 Demographics Comparison

	YES Prep	State	Houston ISD
Total Schools	13	8,997	282
Total Students	9,200	5,058,939	211,552
Grades Served	6-12	Pre-K-12	Pre-K-12
Economically Disadvantaged	87%	60%	80%
Limited English Proficiency	22%	17%	30%
Limited English Proficiency (6-12)	22%	NA	17%
Special Education	6%	9%	8%
African American	12%	13%	25%
Hispanic	85%	51%	62%

Attendance, Attrition, and Retention

In three years, districtwide **attendance** has been 97% or higher, compared to the state and Houston ISD’s 96%. Our rates are also high among subgroups. (Also see *Other Attachments*.)

YES Prep Attendance Rates

	All Students			Economically Dis. Students		
	2011-12	2012-13	2013-14	2011-12	2012-13	2013-14
District	98%	98%	97%	98%	97%	97%
YES Prep SE	98%	98%	97%	98%	99%	97%
YES Prep NC	97%	98%	97%	97%	97%	96%
YES Prep SW	97%	97%	97%	98%	99%	97%
YES Prep EE	98%	98%	97%	98%	97%	97%
YES Prep GU	97%	97%	97%	97%	94%	97%
YES Prep WE	98%	98%	98%	98%	97%	97%
YES Prep BO	97%	98%	97%	98%	96%	97%
YES Prep NF	96%	97%	96%	96%	91%	95%
YES Prep NS	98%	99%	97%	99%	98%	97%
YES Prep FW	98%	98%	97%	98%	99%	98%
YES Prep NB	Not open	98%	97%	Not open	Not avail.	Not avail.
YES Prep WO	Not open	Not open	97%	Not open	Not open	97%
YES Prep HF	Not open	Not open	97%	Not open	Not open	Not avail.

In three years, districtwide **attrition/mobility** rates have remained at or above 89%, compared to Houston ISD’s 80% (state rate not available). (Also see *Other Attachments*.)

YES Prep Attrition / Mobility Rates

	All Students			Limited English Proficiency		
	2010-11	2011-12	2012-13	2010-11	2011-12	2012-13
Houston ISD	80%	80%	Not avail.	Not avail.	Not avail.	Not avail.
YES Prep	89%	91%	90%	88%	92%	92%
YES Prep SE	93%	93%	94%	87%	100%	100%
YES Prep NC	90%	96%	95%	89%	94%	99%
YES Prep SW	88%	89%	92%	84%	88%	95%
YES Prep EE	88%	93%	90%	86%	93%	87%
YES Prep GU	90%	92%	92%	93%	89%	91%
YES Prep WE	90%	88%	90%	92%	90%	94%
YES Prep BO	84%	89%	85%	79%	91%	89%
YES Prep NF	82%	80%	80%	94%	91%	85%
YES Prep NS	Not open	91%	92%	Not open	100%	88%
YES Prep FW	Not open	91%	89%	Not open	100%	96%
YES Prep NB	Not open	Not open	85%	Not open	Not open	93%
YES Prep WO	Not open	Not open	Not open	Not open	Not open	Not open
YES Prep HF	Not open	Not open	Not open	Not open	Not open	Not open

The following are the most recent **retention** data available from the TEA, which reports retention rates up to Grade 8 and for only one subgroup, special education. Our retention rates are higher because our students are not promoted to the next grade level until they make significant gains, which may require repeating a grade level. The majority of sixth graders enter YES Prep

performing below grade-level – some two or more grade levels below. YES Prep provides students with the time they need to close the achievement gap.

YES Prep Retention Rates

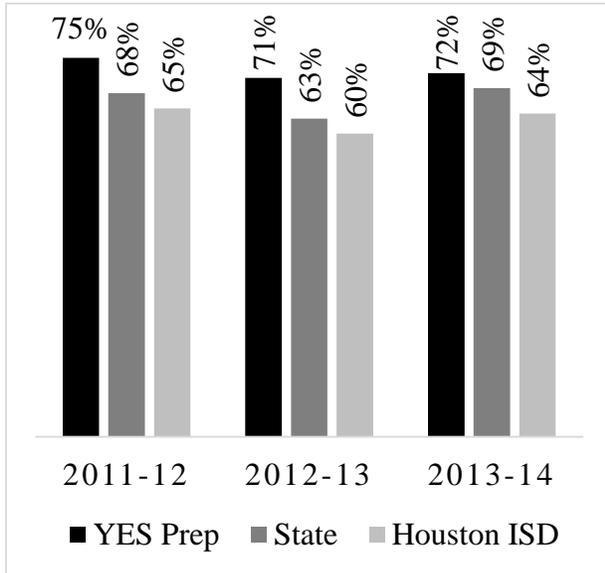
	All Students			Special Education Students		
	2009-10	2010-11	2011-12	2009-10	2010-11	2011-12
	GRADE 6					
YES Prep	6.1%	6.2%	4.7%	6.6%	6.5%	8.3%
State	0.7%	0.7%	0.6%	1.2%	1.0%	1.0%
Houston ISD	1.8%	2.0%	1.1%	2.1%	1.8%	1.7%
	GRADE 7					
YES Prep	10.2%	5.4%	3.6%	15.8%	11.4%	1.6%
State	1.0%	1.0%	1.0%	1.4%	1.2%	1.4%
Houston ISD	2.3%	2.1%	1.9%	2.1%	1.9%	1.3%
	GRADE 8					
YES Prep	1.9%	4.8%	0.9%	14.3%	0.0%	2.0%
State	1.2%	1.1%	0.7%	2.1%	1.8%	1.5%
Houston ISD	1.7%	1.1%	0.8%	2.3%	1.5%	1.6%

State of Texas Assessments of Academic Readiness (STAAR)

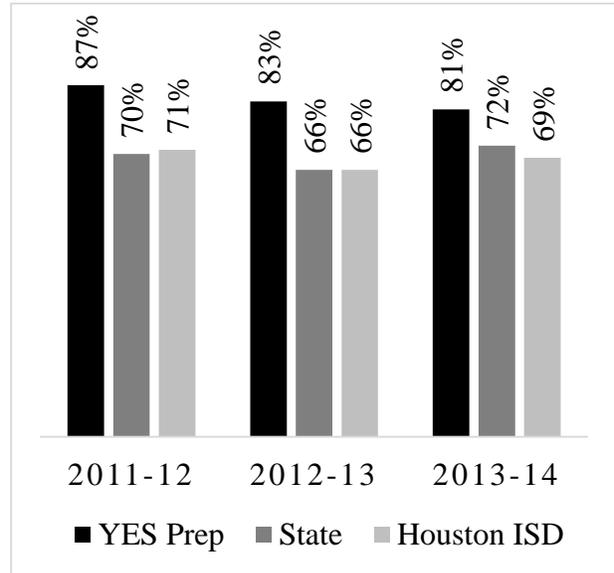
In Spring 2012, the State of Texas Assessments of Academic Readiness (STAAR) replaced the Texas Assessment of Knowledge and Skills (TAKS) as Texas’ required standardized test. The STAAR for elementary and middle school includes annual assessments for Grades 3-8 in reading and mathematics, Grades 4 and 7 in writing, Grades 5 and 8 in science, and Grade 8 in social

studies. YES Prep’s economically disadvantaged students, which make-up 87% of our student population, outperformed local and state standards. (Also see *Other Attachments*.)

Grade 6 Reading – Eco. Dis.

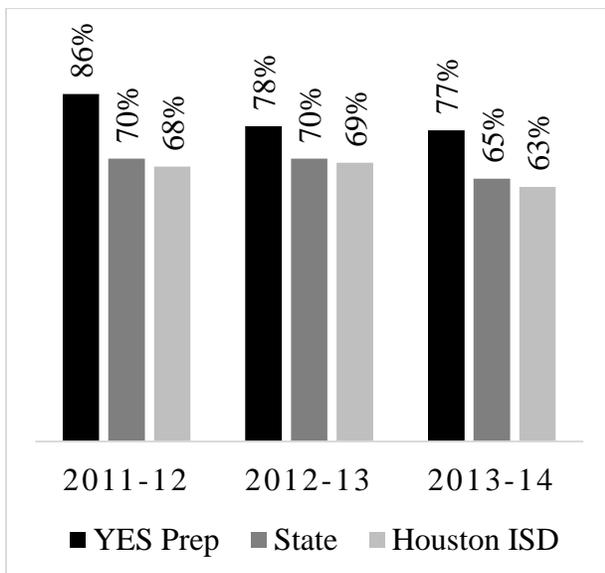


Grade 6 Math – Eco. Dis.

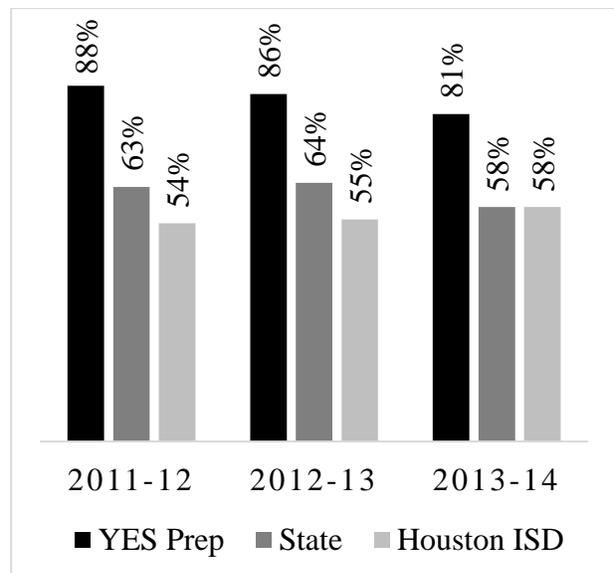


Nevertheless, with the introduction of STAAR, Texas’ accountability measures have shifted, revealing a need for revisions to our curriculum, including more time for STAAR preparation.

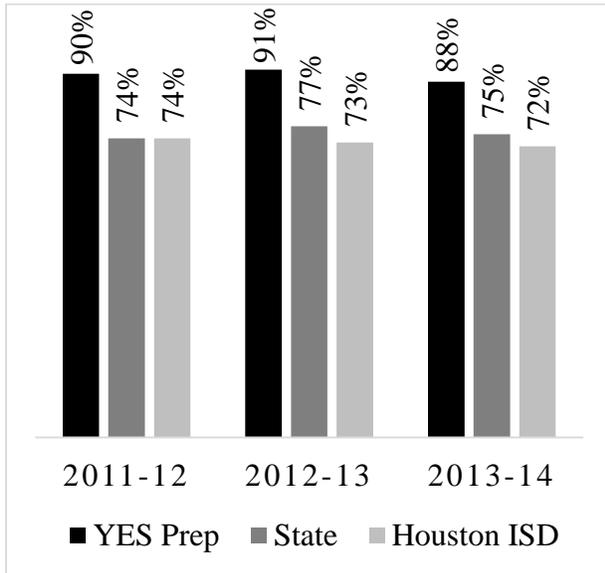
Grade 7 Reading – Eco. Dis.



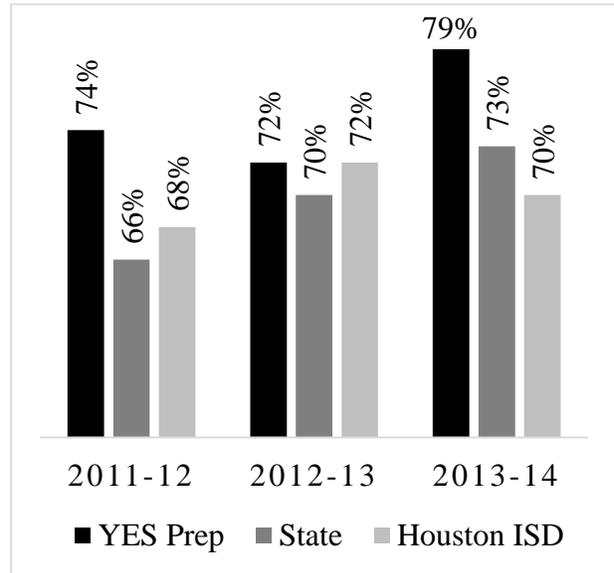
Grade 7 Math – Eco. Dis.



Grade 8 Reading – Eco. Dis.

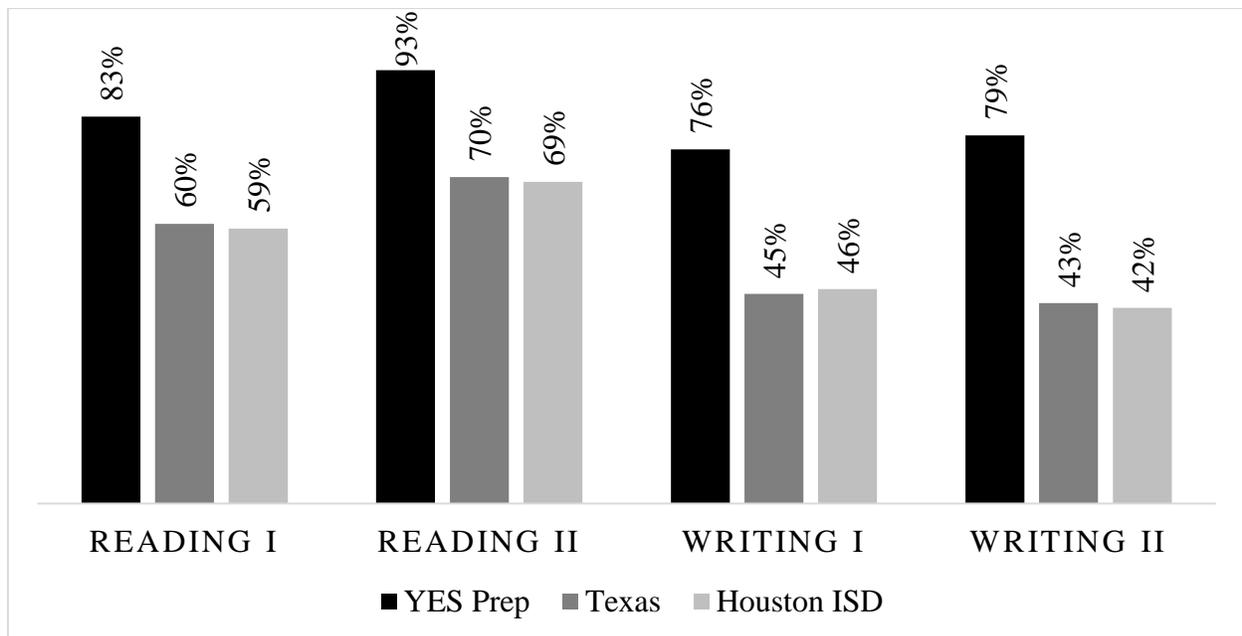


Grade 8 Math – Eco. Dis.



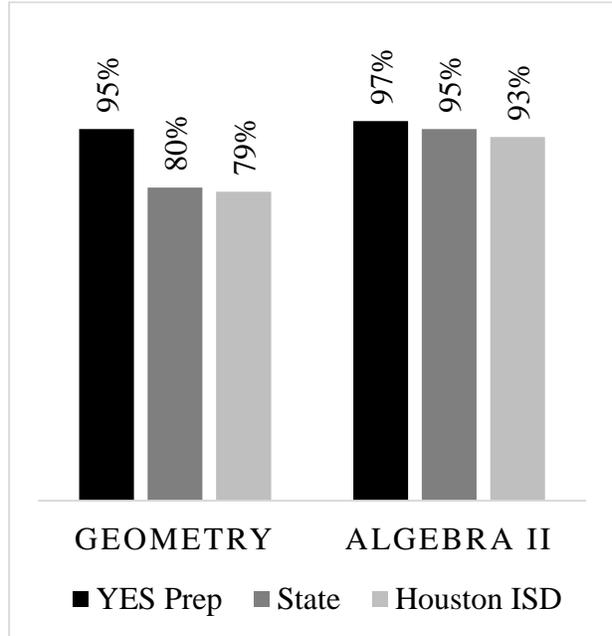
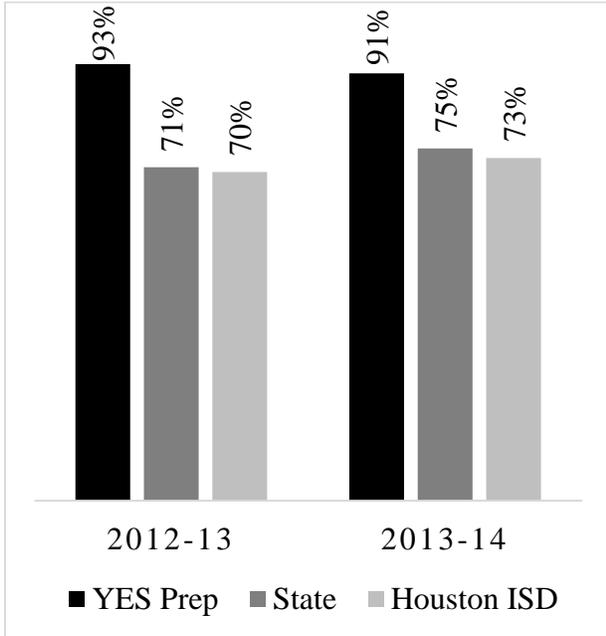
The STAAR for high school includes end-of-course assessments in multiple subjects, some of which have been phased-in and phased-out. YES Prep has provided STAAR data for the years and subjects available in this section and in the *Other Attachments*. YES Prep’s students, including most subgroups, exceeded local and state standards in every STAAR end-of-course subject tested.

2012-13 End-of-Course ELA – Economically Disadvantaged



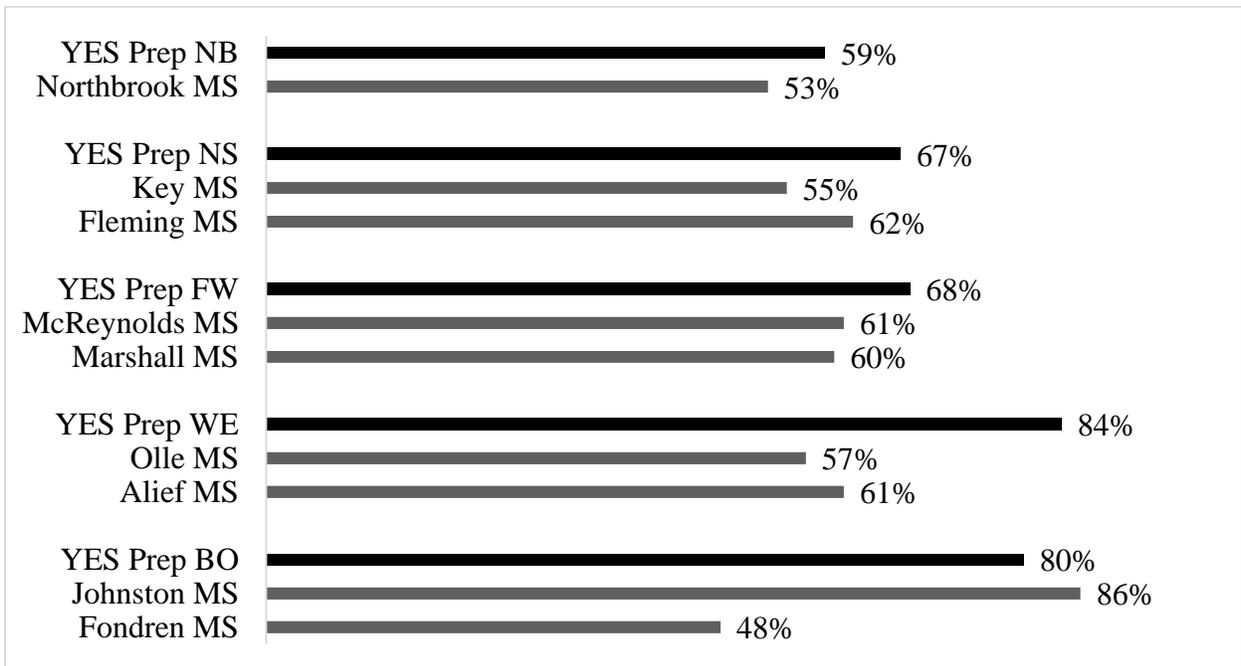
End-of-Course Algebra I – Eco. Dis.

2013-14 End-of-Course Math – Eco. Dis.

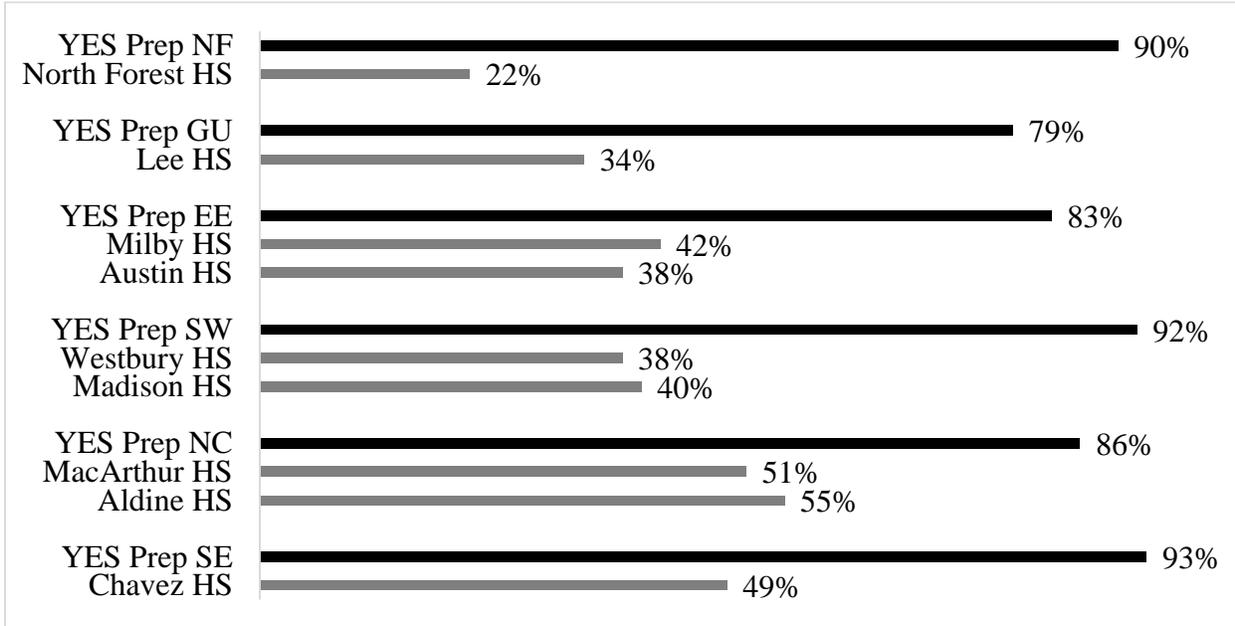


The following graphs compare YES Prep’s schools to their alternatives. Our schools are located in the same neighborhoods as these alternatives and serve similar student populations, yet our results are significantly better. (Additional subgroups are included in *Other Attachments*.)

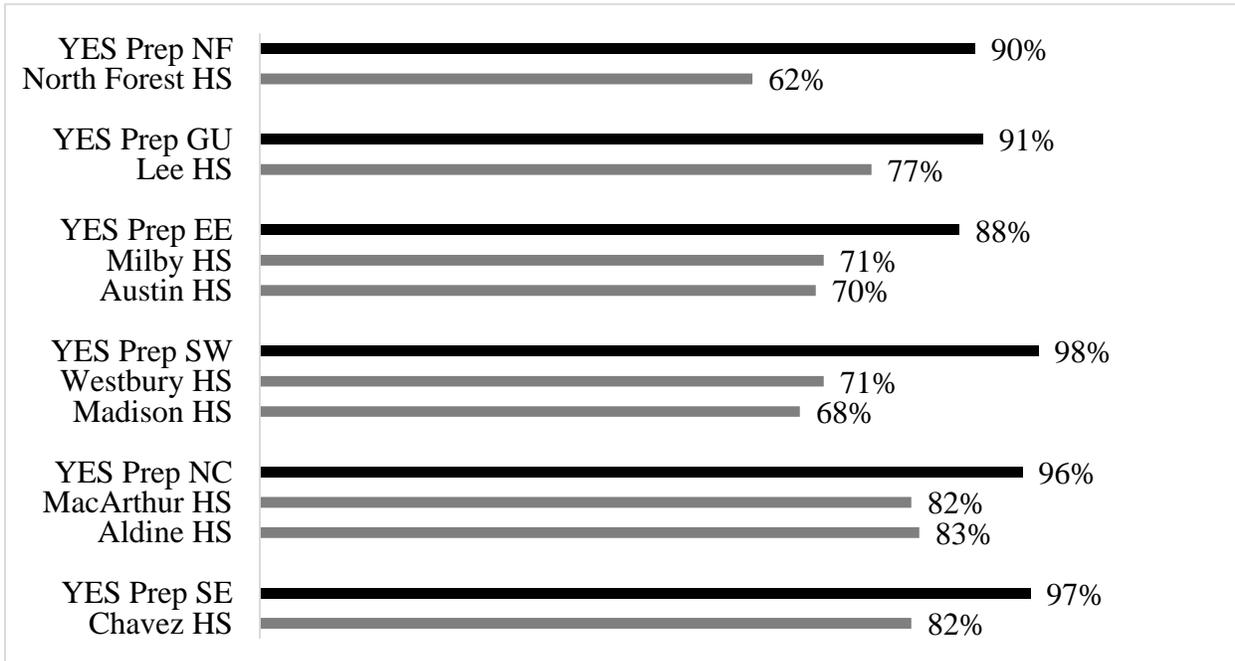
2013-14 Grade 7 Reading – Economically Disadvantaged



2013-14 End-of-Course English II – Economically Disadvantaged



2012-13 End-of-Course Geometry – Economically Disadvantaged

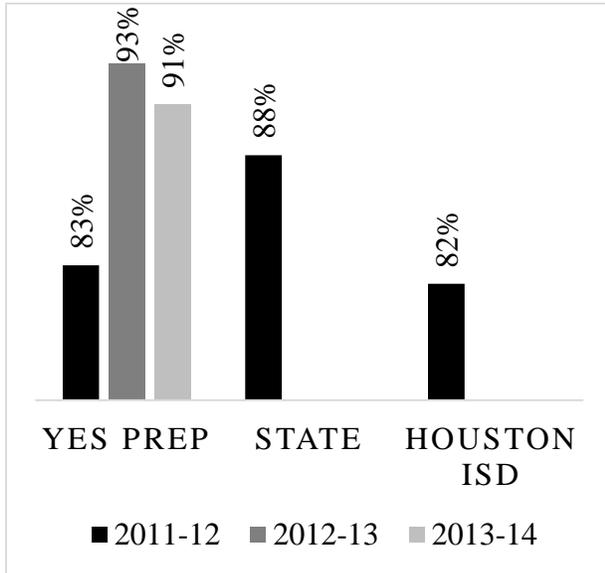


High School Graduation

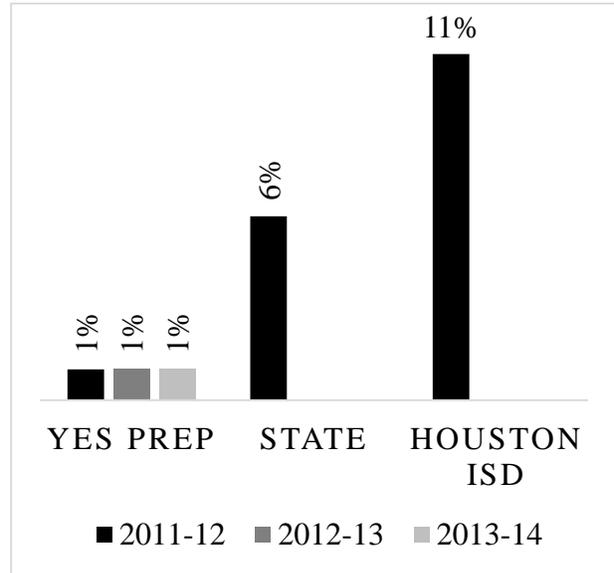
YES Prep has maintained a one percent high school dropout rate, and our graduation rate has remained in the 90th percentile despite us increasing the number of fully grown out schools

every year. In 2011-12, two of our schools graduated senior classes; in 2012-13, that number rose to four; and in 2013-14, it rose again to six. (Also see *Other Attachments*.)

Graduation Rates – All Students



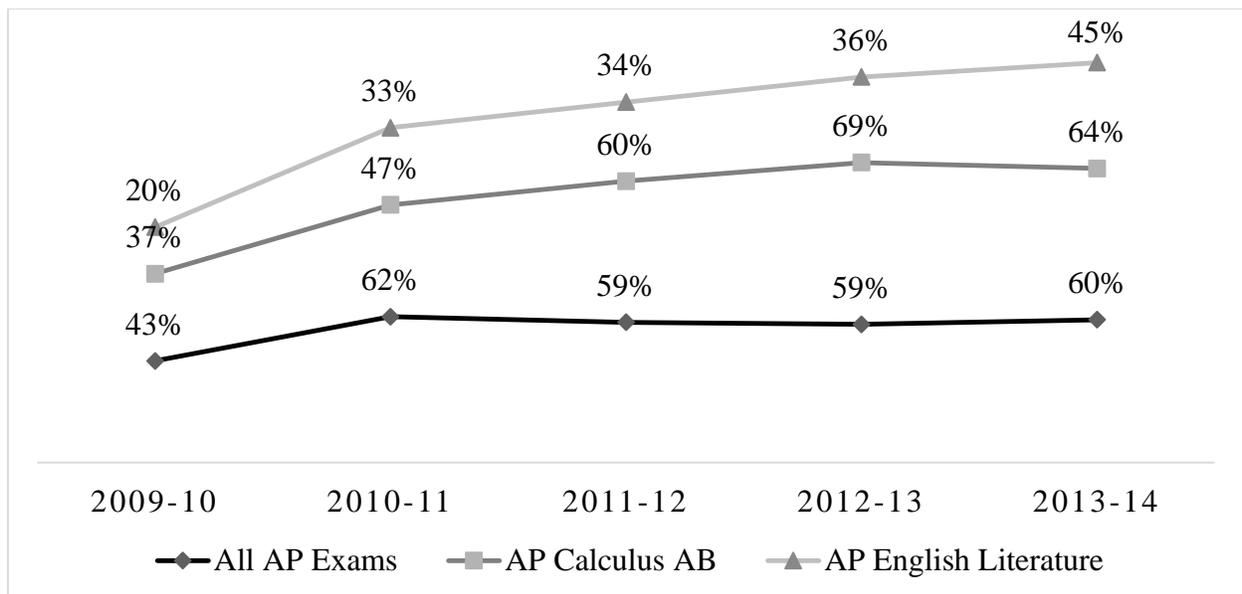
Dropout Rates – All Students



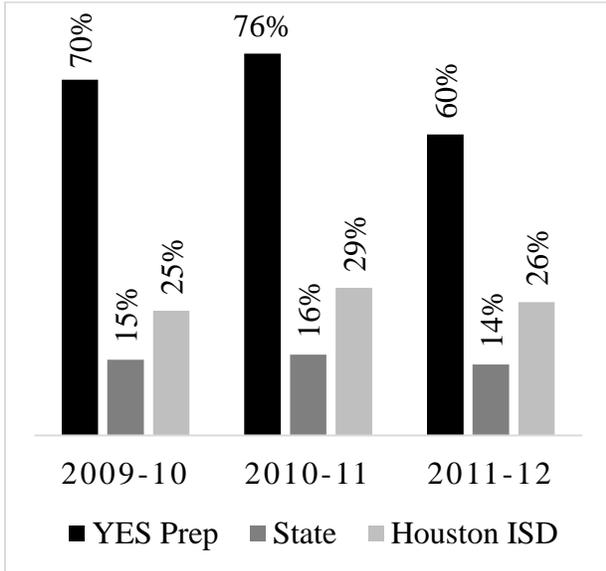
AP Examination

All YES Prep schools provide AP courses and students are required to take at least one AP course in high school. We continue to see a steady increase in our passing rates and scores.

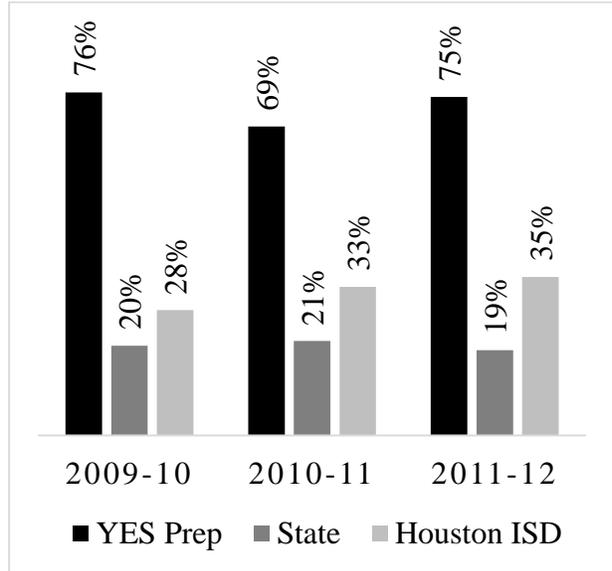
YES Prep AP Passing Rates – All Students



AP/IB Tested Rates – African American



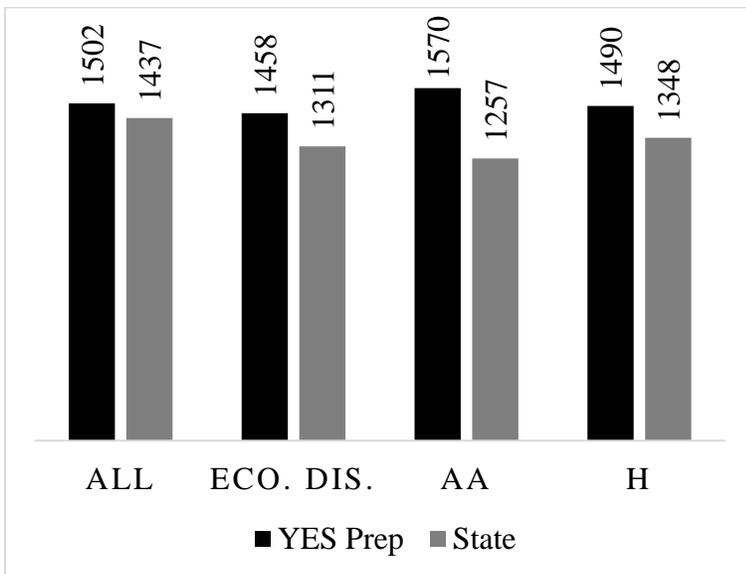
AP/IB Tested Rates – Hispanic



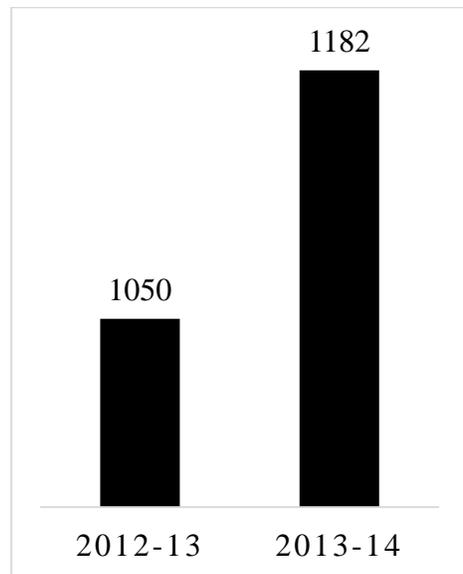
SAT College Admission Test

YES Prep provides SAT test preparation classes during the school day as part of our curriculum. In contrast to most other districts, 100% of our high school seniors take the SAT. The Class of 2013 exceeded state averages for all students and subgroups.

2012-13 SAT Average Scores



SAT Average Scores - LEP



College Acceptance, Matriculation, Persistence, and Completion

YES Prep ensures that our students are *accepted* to college, *matriculate* to college, and *graduate* from college. Unlike the experience of most students in underserved neighborhoods across the country, our students are provided with a highly personalized approach to college counseling (also see Page 9).

- 100% of graduating seniors are accepted to at least one college/university
- 97% of alumni matriculate to college within one year of high school graduation
- 72% of alumni are currently enrolled in college or have already earned their degree – more than six times the national average for economically disadvantaged students
- Less than 15% of alumni require remedial classes at college, compared to 60% nationwide

APPLICATION REQUIREMENT L: SIGNIFICANT COMPLIANCE ISSUES

No significant compliance issues have been identified at any of the schools we operate.

B. CONTRIBUTION IN ASSISTING EDUCATIONALLY DISADVANTAGED STUDENTS

“We have not seen any school serving minority and low-income students that can duplicate YES Prep’s results with 1/3 of their graduating class passing AP Calculus. Not many schools perform that feat for any race or economic status. YES [Prep] has built an impressive AP program.”

– Gregg Fleisher, Chief Academic Officer, National Math & Science Initiative

YES Prep has taken on the ambitious challenge of creating a culture of success for students who are more familiar with institutionalized failure. We target and heavily recruit educationally disadvantaged students, such as students with disabilities, LEP students, and students from low-income families. As demonstrated below and in the previous section, YES Prep has dramatically changed the achievement outcomes for historically underserved and underperforming student subgroups and, with CSP funding, will increase our services to these subgroups.

2013-14 YES Prep Educationally Disadvantaged Demographics

Eco. Dis.	Race / Ethnicity	SpEd	LEP	First-Gen. College Goers
87%	H – 85% AA – 12%	5%	22%	90%

Economically Disadvantaged Students in Proposed Regions

As previously discussed, YES Prep purposely opens schools in low-income neighborhoods, and this will continue with the proposed new schools. In Houston, we will open eight schools in low-income neighborhoods; we have already identified four of these neighborhoods and are performing due diligence on the other four.

2013-14 Demographics of Proposed Houston School Locations

Neighborhood	YES Prep School	Median Income	Race / Ethnicity	Unemployment	Bachelor's Degree
Spring Branch Central	Northbrook HS	\$36,453	H – 78% AA – 5%	8%	13%
Third Ward	School #14	\$17,214	H – 15% AA – 77%	16%	12%
Sunnyside	School #15	\$24,605	H – 6% AA – 92%	16%	8%
Acres Home	Eisenhower HS	\$32,589	H – 13% AA – 85%	11%	11%

We expect to serve a student population comparable to the zoned high schools. In Memphis, we will open schools in neighborhoods where 94% of students are from low-income families.

2013-14 Demographics of Zoned Houston High Schools

YES Prep School	Zoned High School	Eco. Dis.	Race / Ethnicity	SpEd	LEP	Mobility
Northbrook HS*	Northbrook HS	84%	H – 89% AA – 5%	12%	18.4%	18%
School #14	Yates HS	77%	H – 8% AA – 91%	20%	3%	23%
School #15	Worthing HS	77%	H – 10% AA – 89%	24%	2%	36%
Eisenhower HS*	Eisenhower HS	71%	H – 57% AA – 38%	9%	7%	25%

*Northbrook and Eisenhower HSs are using a charter school-within-a-traditional school model.

ELL Program Overview

YES Prep’s ELL program is an ESL pull-out program coupled with intensive daily literacy interventions. All teachers are trained in second language acquisition methodologies and high-impact ELL strategies to develop proficiency in the comprehension, speaking, reading, and writing of English. Instructional methods correspond with each student’s level of English proficiency. Students who speak no or very little English are instructed in English using both a direct instruction one-on-one program and the computer-based program Rosetta Stone.

Designation of Language Level and Intervention Support: A student's placement level in the program is determined by the YES Prep Language Proficiency Assessment Committee (LPAC) at each school. Students are placed as LEP, Monitored Year 1, Monitored Year 2, or Exited from the program, and placements are reviewed three times per year at the LPAC meetings. Our goal is

to give students the instruction, support, and intervention they need to progress and exit the program in a timely manner. The LPAC regularly reviews student achievement data and monitors students who need additional support and intervention. Intervention classes provide direct instruction in fluency, phonics, and comprehension.

ELL Student Achievement Outcomes: Although ELL students enter YES Prep with significant academic and language needs and are several years behind in reading ability, through the successful implementation of our ELL program, these students are able to achieve academic success in English language development and standardized assessment. Our goal is for every student to grow 1.5 grade levels in fluency, as measured by weekly progress monitoring.

2013-14 STAAR Reading and Mathematics – Limited English Proficiency

	Reading			Mathematics		
	Grade 6	Grade 7	Grade 8	Grade 6	Grade 7	Grade 8
YES Prep	57%	59%	71%	75%	75%	73%
State	48%	34%	43%	62%	41%	60%
Aldine ISD	43%	27%	30%	63%	41%	57%
Alief ISD	53%	31%	35%	74%	52%	60%
Houston ISD	39%	31%	33%	56%	42%	56%
Pasadena ISD	46%	34%	34%	67%	44%	62%
Spring Branch ISD	31%	20%	29%	50%	39%	53%

As the graph above illustrates, YES Prep middle school LEP students outperformed students from surrounding districts in every subject tested at all grade levels. In Grade 8 reading, for example, our students surpassed Houston ISD students by 38%. Moreover, on the STAAR end-of-course tests, our students outperformed students from surrounding districts in every course except Algebra

II. (Data included in *Other Attachments – Student Academic Achievement*.) In fact, 67% of our students passed ELA II in contrast to 36% of Houston ISD’s students.

APPLICATION REQUIREMENT K: COMPLIANCE WITH IDEA

YES Prep is in compliance with IDEA. Our special education policies and procedures, as reflected in the Legal Framework for the Child-Centered Special Education Process, guarantee that all eligible students with disabilities have a Families and Advocates Partnership for Education available to them and receive an Individualized Education Program. All proposed schools will also comply with these requirements. We improve the achievement outcomes for students with disabilities by providing them with the special education and supplementary aids needed to excel in middle and high school and at college/university. Every special education student is assigned a case manager who is responsible for managing program continuity and academic performance.

Identifying and Assisting Special Education Students

Students who are having difficulty in the regular education classroom setting are considered for tutorials, peer tutoring, and other support and intervention services. Students who continue to struggle are moved under the supervision of YES Prep’s Student Assistance Team (SAT), which is a consortium of YES Prep student support personnel who develop tailored plans to help at-risk students succeed. A parent may request an evaluation for special education services at any time and the special education team will determine whether such an evaluation is warranted. The following is a categorized list of special education identification methods:

- **Dyslexia:** Students who are suspected of having symptoms of Dyslexia are referred to the SAT and, upon SAT’s recommendation, are assessed by YES Prep’s diagnostician.
- **Homebound:** If a student has a medical or psychological condition that necessitates being absent for at least four weeks, a homebound referral is initiated.

- **Section 504:** Students who qualify for services under Section 504 receive accommodations based on their Individual Accommodation Plan (IAP).
- **Pregnancy:** Confinement in the home may include prenatal, post-partum, extended post-partum, or break-in-service and are determined by the student’s physician.
- **Homeless:** We conduct the “Student Residency Questionnaire” annually to determine if a student’s living situation is transitional, as defined by the McKinney-Vento Homeless Assistance Act. Any student who lacks a fixed, regular, and adequate nighttime residence is considered homeless and is eligible for services.

Special Education Student Achievement Outcomes

YES Prep’s special education program has produced up to a four grade level increase in reading ability, and staff have seen students who once struggled socially improve through the program. Our special education students perform comparably to or better than special education students in surrounding districts.

2013-14 STAAR End-of-Course ELA and Mathematics – Special Education

	English I	English II	Algebra I	Geometry	Algebra II
YES Prep	34%	26%	36%	50%	83%
State	23%	22%	46%	52%	79%
Aldine ISD	12%	9%	33%	44%	Not avail.
Alief ISD	18%	15%	50%	46%	Not avail.
Houston ISD	16%	18%	35%	48%	67%
Pasadena ISD	17%	10%	48%	47%	Not avail.
Spring Branch ISD	31%	26%	64%	46%	100%

C. QUALITY OF THE PROJECT DESIGN

“YES Prep changes lives – giving thousands of students their best chance at a college education.

We are proud to support the heroic efforts of YES Prep teachers, students, and families.”

– Kevin Hall, President & CEO, Charter School Growth Fund

The *Redefine Possible Campaign* is the next stage of YES Prep’s growth and impact – and a direct response to the demand for high-quality CMOs that can replace failing or underperforming seats with high-performing seats. In Houston, we have more than 5,000 students on the wait list; and in Memphis, ASD is recruiting high-quality CMOs to serve students from the bottom five percent of schools in the state. With a CSP grant, YES Prep will open 14 new schools – eight in low-income neighborhoods in Houston and six within ASD in Memphis, which will create 13,600 new seats and increase our overall enrollment capacity to 23,600 seats. True to our model, we will focus exclusively on Grades 6-12, where the need for high-quality school operators is acute.

The proposed growth will make YES Prep a comparable size to the Grades 6-12 enrollment of districts such as Spring Branch ISD in Houston, Pittsburgh Public Schools, and Oakland Unified School District, refuting the claim that charter school practices cannot work at scale. We will prove that excellence for every student is possible at the scale of a traditional public school district; and, in doing so, we will intensify the pressure on districts to take bold steps toward change.

- By delivering **consistent quality of student outcomes**, YES Prep will lead by example and inspire traditional public school districts to raise their level of performance.
- By creating **high-quality choice** for more families, YES Prep will intensify the positive competitive pressure in the educational marketplace.
- By operating our **district-charter partnership schools**, YES Prep will directly influence large traditional public school districts to adopt proven practices (e.g., college counseling

model, academic model, teacher training and coaching model) and will change culture in traditional public schools through our charter school-within-a-traditional school strategy.

Growth Campaign Experience

One of YES Prep’s hallmarks is our ability to grow without compromising the quality of our model or results. We have previously led two successful, multi-year growth campaigns. In 2003, with one school in operation, we set out to prove that we could replicate and opened four schools. In 2009, with five schools in operation, we set out to prove that we could develop a school district and opened eight more schools. As we have grown, we have become a more mature district, learning valuable lessons along the way. We have:

- Responded to a new accountability landscape in Texas;
- Responded to increased diversity of student needs to decrease performance variability;
- Increased sophistication of back-office processes and systems to prepare for a dramatic increase in scale and complexity; and
- Accelerated development of our highest-potential talent for school leadership roles.

Now, as a result of this experience and two years of planning and preparations, we are ready for our third growth campaign.

APPLICATION REQUIREMENT I: HOW GRANT FUNDS WILL BE USED

Strategic Growth Initiative A – Open Schools in Houston, Texas

YES Prep will use CSP funds to open eight new schools – two will serve Grades 9-12 and six will serve Grades 6-12. The two high schools will open in partnership with traditional public school districts Spring Branch ISD and Aldine ISD. Each school will open with one grade level and then add the rising grade level through Grade 12.

Strategic Growth Initiative A Schedule

School	2014-15	2015-16	2016-17	2017-18	2018-19
YES Prep Northbrook HS	Year Zero	Grade 9 120 seats	Grades 9-10 355 seats	Grades 9-11 585 seats	Grades 9-12 815 seats
School #14	Year Zero	Grade 6 160 seats	Grades 6-7 315 seats	Grades 6-8 459 seats	Grades 6-9 595 seats
School #15	Year Zero	Grade 6 160 seats	Grades 6-7 315 seats	Grades 6-8 459 seats	Grades 6-9 595 seats
YES Prep Eisenhower HS		Year Zero	Grade 9 122 seats	Grades 9-10 237 seats	Grades 9-11 346 seats
School #16			Year Zero	Grade 6 160 seats	Grades 6-7 315 seats
School #17			Year Zero	Grade 6 160 seats	Grades 6-7 315 seats
School #18				Year Zero	Grade 6 160 seats
School #19				Year Zero	Grade 6 160 seats

With the exception of the high schools, the projected total seat capacity at every school will be 950 to 1,000. The projected total seat capacity will be higher at Northbrook High School (815) than Eisenhower High School (446) because of the terms of the partnership: Northbrook will serve rising students from YES Prep Northbrook Middle School and KIPP Landrum Middle School and

new enrollees. In contrast, Eisenhower will serve rising students from YES Prep Hoffman Middle School and new enrollees.

Strategic Growth Initiative B – Open Schools in Memphis, Tennessee

YES Prep will use CSP funds to open four new schools (two additional schools will open after the grant period ends, bringing the total to six schools) that will serve Grades 6-12 within ASD. Like in Houston, every school will open with one grade level and then add the rising grade level through Grade 12; and, the projected total seat capacity at every school will be 950 to 1,000.

Strategic Growth Initiative B Schedule*

School	2014-15	2015-16	2016-17	2017-18	2018-19
School #1	Year Zero	Grade 6 150 seats	Grades 6-7 299 seats	Grades 6-8 449 seats	Grades 6-9 599 seats
School #2	Year Zero	Grade 6 150 seats	Grades 6-7 299 seats	Grades 6-8 449 seats	Grades 6-9 599 seats
School #3			Year Zero	Grade 6 150 seats	Grades 6-7 299 seats
School #4			Year Zero	Grade 6 150 seats	Grades 6-7 299 seats

**Two more schools will open after the grant period ends, bringing the Memphis total to six and the district total to 14 schools.*

Highlight: Year Zero

After studying other successful CMOs across the country and working through the business planning process, YES Prep determined that we must build a Year Zero into our growth model for each new school we open. During Year Zero, the newly-appointed school director (i.e., principal)

works with members of the national and regional teams on every aspect of the school launch, spending significant time at existing YES Prep schools and other high-quality schools to catalog best practices and build a comprehensive school design plan. The school director also works with the national and regional teams on student and staff recruitment, community awareness and strategic partnership-building, budget development, facility acquisition and preparation, and other start-up tasks. Year Zero culminates with a summer school induction program where incoming sixth graders receive an intensive three week introduction to YES Prep's culture of high expectations and educational program components.

Strategic Growth Initiative C – Professional Development and Curriculum Development

Professional Development

YES Prep's success in the classroom is largely the result of our commitment to and investment in human capital. We will use CSP funds for the professional development of teachers who will work in the proposed charter schools. The internally-developed *Teaching Excellence* program ensures that YES Prep teachers have the knowledge and skills necessary to be effective instructing a predominantly educationally disadvantaged student population. The program provides rigorous and relevant training and individualized support for novice teachers; as well as Texas standard teacher certification. The 300-hour, yearlong program model includes:

1. *Induction*: The foundation of all teacher learning and development. Over a two week period in July, teachers and instructional coaches work together to plan lessons, prepare for setting up classroom culture, and learn how to operate as education professionals.
2. *Instructional Coaching*: Every new teacher is paired with an instructional coach for their first year. Coaches act as mentors, guiding teachers through a curriculum that includes core

skill-building, tactics for day-to-day problem-solving, and tailored personal development.

We have a cadre of coaches who each work with a panel of approximately 15 teachers.

3. *Professional Learning Saturdays (PLSs) and Professional Learning Modules (PLMs)*: An immense amount of learning must take place in the first stage of a teacher's career. To accelerate that learning, every month teachers gather together for PLSs, which focus on content pedagogy and their instructional and cultural needs as teachers. PLS courses are taught by master teachers and instructional coaches and provide an opportunity to collaborate. In addition, PLMs offer an online learning opportunity to maximize novice teacher effectiveness and receive feedback on lesson planning and instruction.

Proven and adopted by schools aiming for higher standards, *Teaching Excellence* also provides training to teachers from KIPP Houston, Uplift Education, and Spring Branch ISD.

Curriculum Development

YES Prep will implement a Common Core curriculum in Memphis, so we will use funds to acquire and develop curriculum materials. Also, we will use funds for personnel who will enhance our special education program in order to serve a special education population that is five times our population in Houston. (Also described on Page 4.)

Strategic Growth Initiative D – Oversight & Management and Evaluation

YES Prep will use six percent of funds for oversight and management costs associated with growth. These roles are described in detail in the *Budget Narrative*. Also, YES Prep has hired an evaluator to conduct an independent evaluation.

Use of Other Funds

YES Prep will use CSP funds in conjunction with other government (state and federal) and matching funds. Government funds, such as state compensatory education funds and NCLB funds,

will support implementation of our educational program and supplementary education. Matching funds will support capital expenses, such as land and facility acquisition.

EVIDENCE OF PROMISE

In this section, we provide evidence that several of YES Prep’s programmatic practices yield a statistically significant improvement in relevant outcomes. We offer 1) evidence that our **college initiatives** practices produce the relevant outcome of **increased college attainment**; and 2) evidence that our **educational program** (e.g., extended time, high expectations) produce the relevant outcome of **increased achievement results** of educationally disadvantaged students.

College Initiatives

As described on Page 9, YES Prep has invested in the development of a comprehensive college initiatives program. In this program, delivered through a four-year sequence of seminar courses, college counselors guide students through every aspect of the college application process and develop broad-based college readiness skills. A 2013 study conducted by Caroline Hoxby and Sarah Turner provides evidence that this core YES Prep practice – intensive college counseling – leads to the relevant outcome of **increasing college attainment**, particularly college acceptance and college matriculation.⁹ Hoxby and Turner conducted a randomized controlled trial of 6,000 high-performing students from low-income households. Using data provided by the College Board, Hoxby and Turner randomly selected students who scored in the top decile of the ACT or SAT I *and* whose families were ranked in the bottom third of the income distribution. Students then were randomly assigned to an intervention or a control group. The design of Hoxby and Turner’s study meets the *What Works Clearinghouse* evidence standards with reservations.¹⁰

The central objective of Hoxby and Turner’s research was to determine if economically disadvantaged students would be more likely to apply to and matriculate to selective colleges and

universities if they had more knowledge of various college options. The study tested the impact of three specific interventions:

- Provision of information to guide the application process, including data showing graduation rates and other performance measures at various universities
- Provision of information about the “net cost” of particular schools to help students understand the actual out-of-pocket cost of attending specific schools
- An application fee waiver

Hoxby and Turner concluded – and the *What Works Clearinghouse* validated – that the interventions produced **statistically significant results across all relevant outcomes**.¹¹ Students who received the package of three interventions had:

- Increased rates of application to selective institutions (from 55% to 67%),
- Increased rates of acceptance to selective institutions (from 30% to 39%)
- Increase rates of matriculation to selective institutions (from 29% to 34%)

At YES Prep, our college initiative model includes each of the three interventions examined in Hoxby and Turner’s study. YES Prep students receive detailed information from their college counselors, both academic and financial, to help them identify their “right-fit” college or university. In addition, YES Prep helps qualifying students secure a fee waiver for applications. Given the similarities between our practices and the interventions tested in Hoxby and Turner’s research, the findings of their study are a good predictor of outcomes at YES Prep. Moreover, because the YES Prep college initiatives model goes far beyond the simple, low-cost interventions that Hoxby and Turner focused on, it is reasonable to hypothesize that YES Prep’s practices yield even greater increases in rates of application, acceptance, and matriculation to college among economically disadvantaged students.

Pillars of the YES Prep Educational Program

As summarized in the table below, YES Prep’s educational program closely resembles that of the CMO Knowledge is Power Program (KIPP). In 2013, Mathematica Policy Research concluded a multi-year evaluation of KIPP middle schools, and their findings demonstrated that KIPP students performed significantly better on state assessments.¹² Due to the strong similarities between the KIPP and YES Prep approaches to academic programming, the Mathematica study offers evidence of promise that YES Prep’s academic practices will lead to the relevant outcome of **increased achievement for economically disadvantaged students** in reading/English language arts and mathematics.

KIPP “Five Pillars” – program practices evaluated in Mathematica report	Parallel practice in YES Prep educational program
High expectations for academic achievement	High expectations for student performance are an absolute cornerstone of YES Prep’s program and our school culture.
Choice and commitment of students and families to college preparatory education	Since our founding, YES Prep has made college preparation our focus. From Grade 6 forward, students and families understand that the ultimate aim of a YES Prep education is college graduation. Our curriculum is based on the AP curriculum, a high standard of rigor.
More time spent learning, including academic and extracurricular	YES Prep requires an extended school day and school year. In addition, our students participate in structured enrichment opportunities (e.g., travel, internships, and summer programs) as well as service learning.

<p>Power to lead for school principals (e.g., personnel, budget decisions)</p>	<p>Although the YES Prep educational program is somewhat more centralized than KIPP’s highly decentralized “power to lead” approach, our school directors still have power over all hiring decisions and a high degree of autonomy.</p>
<p>Focus on results by regularly assessing data and driving accountability</p>	<p>YES Prep uses a system of common assessments, administered 3 times per year, and a collaborative grading/data analysis process to give teachers and school leaders access to rich, formative student assessment data. We use a Campus Report Card to promote transparency of data and accountability.</p>

The Mathematica research included two concurrent studies: one randomized control experimental design, where KIPP students were compared with students who registered for but did not win a lottery space; and one quasi-experimental design, where KIPP students were compared against matched student populations with similar demographic and academic profiles. **Both studies satisfied the *What Works Clearinghouse* evidence standards**, and both studies demonstrated KIPP academic practices produced **statistically significant improvements** in academic achievement in reading and mathematics.¹³ The KIPP program yielded higher results on the state assessments in mathematics (with the effect sizes ranging from .15 to .36 standard deviations) and in reading (effective size ranging from .05 to .22).

Although there are some nuanced differences between the KIPP academic model and the YES Prep educational program, the fundamentals are very similar; therefore, the Mathematica study provides evidence of promise that the YES Prep educational program will yield significant academic gains for economically disadvantaged students.

APPLICATION REQUIREMENT J: HOW STUDENTS WILL BE INFORMED

In Houston, all students within the boundary area of a new school have an equal opportunity to attend and access to free transportation if they live two or more miles from campus. YES Prep purposely locates schools in Houston's most disadvantaged neighborhoods, producing a recruitment pool of majority educationally disadvantaged students: LEP students, migratory students, first-generation college students, ethnic minorities, students from low-income families, and other historically underserved subgroups. This is our target student population.

As an open-enrollment public charter school district, YES Prep sets no admission requirements and students are chosen through a random lottery. Our lottery complies with both state and federal requirements. Preference is given to 1) siblings who share at least one parent or legal guardian with a current YES Prep student and 2) children of current employees. Parents apply in person or via YES Prep's website and provide only a student's name, address, and contact information. Lottery information is available in English and Spanish. Notifications are made in mid-March, and students who are not selected for admission are placed on the wait list.

Due to the length of our wait list, which ranges between 5,000 and 9,000 names, we do not have to advertise heavily to recruit students. Nevertheless, we engage in outreach to ensure that YES Prep reaches the students who need us most. New schools start with a sixth grade class of 160, so we usually focus on recruiting rising fifth graders. The school director, and his/her support staff, examines all of the elementary schools within the boundary area, identifying schools with the highest-need student populations, and meets families and students at the school (when we are allowed access); identifies apartment complexes with high-need families and engages in outreach – distributing dual-language flyers, knocking on doors, and attempting to share information with parents; attends events in the community, e.g., at community centers, places of worship, local clubs

or organizations; and meets community leaders to engage them as partners in spreading the word about YES Prep. We also work closely with school choice organizations like Families Empowered and, most notably, many of our students come to YES Prep because a teacher or concerned adult called the family to encourage them to consider charter school options.

In Memphis, YES Prep is opening schools within ASD, which consists of the bottom five percent of schools in Tennessee. By law, any student who is zoned to one of these persistently low-performing schools can enroll in a YES Prep school, which has created a recruitment pool. ASD has three registration periods – early (March), priority (April), and standard (May) – and parents can register their child by telephone or in person.

APPLICATION REQUIREMENT C: FEDERAL FORMULA EDUCATION FUNDS

YES Prep receives federal funding through discretionary grants, NCLB, and other programs, such as the Federal Free and Reduced Lunch Program. The majority of these funds are directed at programs provided at the school-level or directed to students based on specific needs (special education, LEP). YES Prep will follow the same procedures when distributing federal funds to the proposed schools in Houston and Memphis. The contractual agreements with Spring Branch ISD and Aldine ISD include a pre-defined formula for disbursement of per-pupil funding.

APPLICATION REQUIREMENT H: STATUTORY OR REGULATORY WAIVERS

YES Prep is not requesting any waivers of any Federal statutory or regulatory provisions.

Logic Model

PURPOSE – Open 14 high-quality charter schools in Houston and Memphis					
INPUTS	OUTPUTS		OUTCOMES / IMPACT		
Prg. Invest.	Activities	Participation	Short-Term	Intermediate	Long-Term
Staff	-Open small and integrated	# of students enrolled	-Purchase	-Open charter	-Increase student
Partners	Grade 6-12 schools	# of parents engaged	facilities	schools in two	achievement
Time	-Implement rigorous	# of community	-Recruit students	regions	-Increase student
Money	curriculum & assessments	leaders/organizations	-Recruit teachers	-Serve	attainment
Supplies	-Provide extended time &	engaged	and school	educationally	-Increase number
Materials	academic interventions	# of teachers hired	leaders	disadvantaged	of high-
Equipment	-Provide enrichment	# of school leaders hired	-Engage families	students	performing
Furniture	opportunities		and community	-Train novice	teachers
Facilities	-Provide college initiatives		leaders /	teachers	
			organizations		
Project Objectives – see Page 42					
Process Measures – see Page 42			Outcome Measures – see Page 42		

APPLICATION REQUIREMENT A: GOALS, OBJECTIVES, AND OUTCOMES

YES Prep’s goal is to redefine possible for educationally disadvantaged students by opening 14 schools in Houston and Memphis, ultimately serving 23,600 students and sending more than 3,000 seniors to four-year colleges and universities annually.

Objectives, Performance Measures, Performance Targets, and Baseline Data

Measure	Target	Baseline
Objective 1: Increase the number of high-quality charter school seats available to educationally disadvantaged students		
1.1 Open new schools in low-income neighborhoods in Houston	8	NA
1.2 Open new schools in Memphis within ASD	4	NA
1.3 Majority of students will be educationally disadvantaged	85%	87%
1.4 Majority of students will be economically disadvantaged	85%	87%
1.5 Majority of students will be African American and Hispanic	95%	97%
1.6 Significant percentage of students will be LEP	20%	21%
1.7 Significant percentage of students will receive special education	5%	6%
Objective 2: Increase the achievement results of educationally disadvantaged students		
2.1 Schools will maintain a 95% attendance rate	100%	100%
2.2 Majority of students will persist from fall to fall	90%	91%
2.3 Majority of students will meet proficient level on state tests for each grade level in reading/English language arts and mathematics	80%	Varies
Objective 3: Increase the college attainment rates of educationally disadvantaged students		
3.1 Average SAT score will meet or exceed state average	Varies	Varies
3.2 Majority of graduating seniors will be accepted to college/university	100%	100%

3.3 Majority of graduating seniors will matriculate to college/university	95%	97%
Objective 4: Increase the number of highly-qualified and highly-trained teachers		
4.1 Majority of teachers will be retained	85%	84%
4.2 Majority of teachers will agree/strongly agree on district survey that they have received feedback, recognition, or praise for their work	85%	79%
4.3 Majority of teachers will agree/strongly agree on district survey that they have had opportunities to learn and grow	90%	91%
4.4 Majority of teachers will agree/strongly agree on district survey that there is someone at YES Prep who encourages their development	90%	90%
Objective 5: Increase parent and community engagement		
5.1 Significant percentage of parents will attend a YES Prep event	20%	None
5.2 Majority of parents will agree/strongly agree on parent survey that they are informed about what is happening on campus.	85%	83%
5.3 Majority of parents will agree/strongly agree on parent survey that they are informed about their child’s academic progress.	90%	91%
5.4 Schools will engage community organizations	2	None

To measure our progress, YES Prep will use the following data sources: our student information system eSchoolPLUS, PearsonAccess Texas for STAAR, College Board for SAT, National Student Clearinghouse for college matriculation and persistence, and internal district surveys.

D. QUALITY OF THE MANAGEMENT PLAN AND PERSONNEL

“YES [Prep] holds forth a goal of achieving a six-year graduation rate of 80%. That would be world-beating. Especially in recent years, I’ve been struck by the willingness of some stellar charter operators to give themselves a hard look – reporting on their successes but vehemently

insisting they've still got a long way to go. I find that combination of accomplishment, transparency, and humility immensely heartening.” – Rick Hess, American Enterprise Institute¹⁴

APPLICATION REQUIREMENT B: OPERATION OF CHARTER SCHOOLS

As one of the oldest CMOs in Texas, YES Prep is uniquely qualified to implement the initiatives outlined in this request on schedule and within budget. We were among the first generation of CMOs to be granted a charter in the 1990s and three of our senior leaders, including the President & CEO, have been with YES Prep since our inception. Our senior leaders have over 100 years of combined experience with the CMO. In the relatively new era of CMOs, it is unusual to find one with this kind of sustained leadership and deep “bench” of experienced leadership.

National and Regional Structure

YES Prep has transitioned from a local CMO to a national CMO; planning and preparations for this transition have been underway for two years. The national team sets the vision and values for the CMO and is responsible for consistency of our model, brand, and outcomes, while the regional teams – Houston and Memphis – are responsible for their own budgets, daily operations, and local decision-making. The following is how we separate CMO functions and decision rights:

- **National:** talent recruitment, performance management, finance, talent support, marketing and communications, fundraising, national growth strategy, legal counsel, alumni support
- **Regional:** talent selection, academics, student support services (e.g., special education), teacher and leadership development, operations and facilities, technology and information systems, budgeting, compliance and reporting, and college counseling

The national leadership team is led by President & CEO Jason Bernal, and the regional leadership teams are led by Mark DiBella, Regional Superintendent – Houston, and William

Durbin, Regional Superintendent – Memphis; both report to Jason. The following are their respective teams:

- **National leadership team:** Chief Operating Officer Jennifer Hines, Chief Financial Officer Robert McBurnett, and two regional superintendents
- **Houston regional leadership team:** V.P. of Operations & Growth Recy Dunn, V.P. of Talent Nella Garcia Urban, V.P. of Information Technology David Easterby, V.P. of Advancement Ann Ziker, and three heads of schools (oversee academics), Kari Thomas, Philip Wright, and Jeremy Beard
- **Memphis regional leadership team:** Head of Schools Andrew Goldin; additional positions will be added in Year Zero and as schools open

We have included resumes for these positions in *Other Attachments – Resumes/Curriculum Vitae*.

YES Prep’s Houston-based **Board of Trustees** will oversee both regions, so it is evolving to be responsive to the needs of each market; for example, by adding at least two members from Memphis and creating a Memphis Advisory Council. The Board’s responsibilities are a hybrid of traditional non-profit board responsibilities and compliance oversight associated with a traditional school board. Committees are comprised of current and past Board members, community supporters, school leaders, and parents.

Qualifications of the Project Director and Key Leadership Staff

Project Director Recy Dunn joined YES Prep in January as V.P. of Operations & Growth. He has 16 years of experience in education. He previously worked as Regional Director of New Leaders, Executive Director of the New York City Department of Education’s Charter Schools Office, and in leadership roles with public school districts in Maryland and Washington, D.C. Recy holds two bachelor’s degrees from University of Texas at Austin and an M.B.A. from Stanford

University. *Senior Director of Grants Management Stephanie Jones* will support Recy as *Assistant Project Director*; she assisted with YES Prep’s first five-year CSP grant.

President & CEO Jason Bernal’s career at YES Prep began in 1997, several months before we received our state charter and began operations. Jason has had the opportunity to serve in multiple leadership roles (e.g., school director, COO); most notably, in 2003, he was a co-founder and co-school director of YES Prep North Central – the first school we replicated. Many of the methods used and systems implemented that year have remained part of our successful growth plan. The Board unanimously named Jason the new President in May 2011, succeeding our founder, Christopher Barbic. Jason holds a degree in Spanish from Montana State University-Billings and a Master’s in Educational Leadership from Sam Houston State University.

Regional Superintendent of Houston Mark DiBella’s career at YES Prep began in 2001 as an algebra teacher and founding team member of YES Prep North Central – a school he would eventually lead. In January 2014, Mark was named Regional Superintendent. He is a graduate of the College of William and Mary and received his M.B.A. from Rice University.

Regional Superintendent of Memphis William Durbin was a founding teacher at our first school, YES Prep Southeast. He went on to found and lead three other schools and serve as Head of Schools, managing school directors. Bill was named Regional Superintendent in September 2013. He holds a Bachelor’s degree in English from the University of Illinois, a Master’s in Education (Supervision and Administration) from the University of Houston, and an M.B.A. from Rice University.

School Structure

Current schools are, and the proposed schools in both Houston and Memphis will be, managed by school directors who report to the heads of schools. School directors develop their

own budgets and manage all staff on campus, which includes the autonomy to hire and terminate staff as needed. The national and regional teams provide assistance with the functions listed on Page 44. The following are the positions typically found at a school:

School Staff Structure

Management Team	Instructional Team	Student Support Team	Operations Team
<ul style="list-style-type: none"> • School director • High or middle school principal / dean of students • Director of college counseling • Deans of instruction • Director of academics • Operations manager 	<ul style="list-style-type: none"> • Grade level chairs • Instructional support specialists • Learning lab specialists • Literacy specialists • Teachers 	<ul style="list-style-type: none"> • College couns. • Student support counselors • Special programs coordinator 	<ul style="list-style-type: none"> • Registrar • Attendance clerk • Assistants

YES Prep has extensive experience in embedding the fundamental features of our model into new schools and adhering to outcome-driven operating principles:

- All schools in a state will implement the same educational program (see Page 7).
- All schools will require students be accepted to a college or university in order to graduate.
- All school directors will have the opportunity to pilot innovative programs through earned autonomy based on a track record of successful outcomes in their respective schools.
- All new teachers and most leaders will be trained and coached internally through the *Teaching Excellence* and *Leading Excellence* programs.

- All teachers will be compensated and promoted based on performance, not tenure, through the *YES Prep Continuum*.
- All alumni will have access to a robust alumni support program while in college.

Project Timeline and Milestones

2014-15	<ul style="list-style-type: none"> • Houston – Year Zero (see Page 32) at Northbrook HS and Schools #14 and 15 • Memphis – Year Zero at Schools #1 and 2 • Independent evaluator prepares for launch of process and outcomes evaluations
2015-16	<ul style="list-style-type: none"> • Summer onboarding program for students • Teachers participate in <i>Teaching Excellence</i> • Houston <ul style="list-style-type: none"> ○ Open Northbrook HS and Schools #14 and 15 ○ Year Zero at Eisenhower HS • Memphis – Open Schools #1 and 2 • Annual process and outcomes evaluations
2016-17	<ul style="list-style-type: none"> • Summer onboarding program for students • Teachers participate in <i>Teaching Excellence</i> • Houston <ul style="list-style-type: none"> ○ Add grade levels at Northbrook HS and Schools #14 and 15 ○ Open Eisenhower HS ○ Year Zero at Schools #16 and 17 • Memphis <ul style="list-style-type: none"> ○ Add grade levels at Schools #1 and 2

	<ul style="list-style-type: none"> ○ Year Zero at Schools #3 and 4 ● Annual process and outcomes evaluations
2017-18	<ul style="list-style-type: none"> ● Summer onboarding program for students ● Teachers participate in <i>Teaching Excellence</i> ● Houston <ul style="list-style-type: none"> ○ Add grade levels at Northbrook and Eisenhower HSs and Schools #14 and 15 ○ Open Schools #16 and 17 ○ Year Zero at Schools #18 and 19 ● Memphis – Add grade levels at Schools #1-4 ● Annual process and outcomes evaluations
2018-19	<ul style="list-style-type: none"> ● Summer onboarding program for students ● Teachers participate in <i>Teaching Excellence</i> ● Houston <ul style="list-style-type: none"> ○ Add grade levels at Northbrook and Eisenhower HSs and Schools #14-17 ○ Open Schools #18 and 19 ● Memphis – Add grade levels at Schools #1-4 ● Final process and outcomes evaluations

APPLICATION REQUIREMENT E: AUTHORIZING AGENCY RELATIONSHIP

In Houston, six of the proposed schools will be operated independently under YES Prep’s existing charter issued by the TEA. Northbrook High School and Eisenhower High School will be operated through district-charter partnerships with Spring Branch ISD and Aldine ISD,

respectively. Both traditional school districts have legal authority to establish charter campuses in partnership with CMOs. YES Prep will formalize each of these partnerships through a Board-approved contract. In general, under the terms of these contracts, Spring Branch ISD and Aldine ISD will provide facilities and facility-related services (e.g., maintenance, cleaning services), transportation, and food, while YES Prep will oversee academics, staff, and daily operations. The contracts will preserve YES Prep's autonomy as a CMO to serve students as we deem appropriate. We have existing contracts to operate middle schools in both districts and do not foresee any challenges in opening the proposed high schools.

In Memphis, the six proposed schools will be operated independently under a single charter issued by ASD. YES Prep received approval in June 2013.

APPLICATION REQUIREMENT F: SUSTAINABILITY

Business Plan

YES Prep began the business planning process in January 2012 when we hired Bellwether Education Partners, an educational consulting firm that specializes in long-term strategic planning, to assist us in preparing for national growth. Over the following six months, we conducted an extensive organization appraisal and risk assessment, and created a filter for screening 191 potential growth sites. We also established a Board committee focused on assessing the five finalist sites and making a recommendation to the full Board. Through this process, we developed six national strategic priorities that are each supported by metrics, thresholds, and benchmark data.

1. YES Prep will prove that **consistent excellence** is possible for all students in a large, open-enrollment public school district.
2. YES Prep will lead the nation in **college completion rates** for first-generation college students.
3. YES Prep will successfully launch high-performing schools in **Memphis, Tennessee**.

4. YES Prep will be an employer of choice for **extraordinary people**, and will **develop and retain our talent** with unparalleled professional growth opportunities.
5. YES Prep will **drive visionary change** by raising our national profile and by serving as action leaders for other school districts.
6. YES Prep will be a national model for **strategic financial management** among districts.

Moreover, both prior to and following the development of our business plan, we have invested extensively in building scalable district infrastructure:

- **Internal leadership development** – revamped evaluation tools, launched new leadership development program, developed processes to rotate talent across CMO
- **Teacher recruitment and selection** – developed evidence-based screening tools, improved systems and technology for talent acquisition
- **Teacher development** – scaled and expanded *Teaching Excellence* program
- **Teacher evaluation and compensation** – designed new performance-based compensation continuum to reward and retain top performers
- **Non-instructional evaluation and compensation** – conducted extensive salary benchmarking, developed new tools to systematize employee evaluation process
- **Curriculum and assessment** – designed unique system of internal assessments that facilitates deep collaboration and ability to use data
- **Performance management** – designed and implemented a new Campus Report Card to understand performance with more granularity

Multi-Year Financial and Operating Model

YES Prep’s Board and Finance committee have adopted a prudent debt policy to ensure that we do not take on undue financial risk through the acquisition of debt. A recent analysis by

FirstSouthwest, a leading public finance institution, demonstrated that YES Prep’s debt levels are best-in-class – evidence of excellent Board oversight and our financial discipline. We have included our financial model in *Other Attachments: Supplemental Organizational Budgets and Financial Information*. According to our model, we achieve sustainability in 2019-20. To achieve our growth goal, we have a seven-year philanthropic need totaling \$78.4 million (capital and operating). After committed and likely fundraising, however, we have a remaining philanthropic gap of \$17.7 million.

Demonstrated Commitment from Current and Future Partners

The *Redefine Possible Campaign* is supported by numerous foundations in Houston and Memphis, many of which are long-term supporters.

- Charter School Growth Fund, \$24 million, supporter since 2005
- Laura and John Arnold Foundation, \$11 million, supporter since 2009
- Houston Endowment, Inc., \$1.5 million, supporter since 2003
- Fondren Foundation, \$750,000, supporter since 2006
- The Brown Foundation, Inc., \$600,000, supporter since 2001
- Cullen Foundation, \$250,000, supporter since 1999
- \$430,000 from various smaller foundations
- \$5.5 million from various individuals

Also, 100% of Board trustees have pledged to contribute a total of \$2.4 million to the campaign.

Partners Critical to Long-Term Success

YES Prep relies on partnerships with like-minded organizations to accomplish our work, and a number of these organizations have contributed letters of support. For true education reform to take hold, it is going to take collaboration, not competition, across the larger education

community. In an effort to best serve the students of Houston, we are currently partnered with Spring Branch ISD and Aldine ISD (traditional public school districts) and KIPP Houston Public Schools (another high-quality CMO). Our partnership schools (both current and proposed) use a charter school-within-a-traditional school model. With a YES Prep school inside a traditional school, we have been able to integrate professional development, electives, and athletics, as well as collaborate with partner-school teachers and leaders around curriculum and school culture. Our goal is to learn from each other and forge strong relationships between our staff and students in order to expand our collective impact on the students in Houston. In Memphis, we have partnered with ASD to open schools (described on Page 2), which is led by our founder, Christopher Barbic; and we are learning from other charters in the area, including Aspire Public Schools, KIPP Memphis Collegiate Schools, and Westside Achievement Middle School.

At the national level, YES Prep has positive partnerships with many other organizations that have strengths or expertise in areas that support our academic outcomes; for example, Teach For America continues to provide a vital talent pipeline for teachers and leaders; Relay Graduate School of Education is providing a part-time Master of Arts in Teaching program for our teachers; and, through our IMPACT program, 25 colleges have committed to accepting cohorts of graduates and meeting 100% of their financial need.

Managing and Closing Low Performing Charter Schools

YES Prep is committed to promoting a culture of exemplary performance and sustaining our impressive results – even as we grow. Every school is held to the same ambitious, measurable standard of excellence and evaluated throughout the year. We will evaluate our success according to the objectives and performance measures described on Page 42, the findings of our independent evaluator, and the Campus Report Cards (CRC). The CRC reports on how well individual schools

and the district meet YES Prep standards and helps pinpoint both areas of strength and areas for growth. Sections include student achievement, student persistence, campus health, talent pipeline, and budget, among others. The development of the CRC was driven by YES Prep's:

- Commitment to continue to grow to scale with consistently strong outcomes, across all schools, regions, and over time;
- Commitment that school and regional and national leaders have the information and support they need to be successful; and
- Commitment to continue to build an exceptional school district, with campus and regional and national resources and support focused on the most important drivers of student success and staff effectiveness.

Furthermore, if a school is not performing up to standards, YES Prep will conduct a comprehensive needs assessment and create a school improvement plan. The school director and his/her staff will receive extensive, ongoing support. If a school fails to make sufficient improvement, the school leadership and instructional staff will be changed.

APPLICATION REQUIREMENT G: PARENTS AND COMMUNITY MEMBERS

YES Prep believes that our mission can only be accomplished with the full support and involvement of parents and the community-at-large. Prior to the start of every school year, YES Prep staff visit the homes of each newly-enrolled student to review program expectations with both the student and his/her parents. Students, parents, and staff are asked to sign the "Commitment to College Completion" contract and, by doing so, commit to doing "Whatever It Takes" to ensure collegiate success. For parents, commitment includes signing papers and progress reports within two days, attending all scheduled grade level meetings and parent/teacher sessions, and providing a quiet work environment at home. These commitments are reaffirmed every year. YES Prep also

encourages parents to get involved on campus through our PTOs, our partnerships with Parents Alliance and Neighborhoods Centers, Inc., and advocacy organizations.

YES Prep has a long history of collaborating with community organizations to provide resources for our students and their families. While in high school, students have the opportunity to participate in an ever-growing list of summer opportunities, ranging from internships with local businesses to extended volunteer experiences with nonprofit organizations, which serve to provide our students with experience beyond the classroom and exposure to the vast array of professional pathways that may become available to them with a college degree. Additionally, YES Prep collaborates with various service providers for the more acute and remedial or restorative needs of our students; specifically, we work with a number of service agencies to provide counseling and family support for issues like homelessness, teen parenting, and domestic abuse.

YES Prep will use our expansive network of supporters to serve the proposed schools in Houston and Memphis. In preparation for the opening of the proposed charter schools, school directors will also conduct community needs assessments in Year Zero. (Also see Page 53.)

E. QUALITY OF THE EVALUATION PLAN

YES Prep has hired Waits Consulting Group to conduct an independent evaluation of the *Redefine Possible Campaign*. Waits is an independent, interdisciplinary team comprised of current and former educators as well as business professionals, and has considerable experience evaluating state and federal grants. Waits will conduct a process evaluation and an outcomes evaluation.

Process Evaluation

The process evaluation will be undertaken throughout the grant period and will be based upon the project's activities, timelines, milestones, and the strategic growth initiatives (see Page

48 and Page 31). The evaluation team will monitor the project and report its observations quarterly or as needed to the Project Director and the Assistant Project Director. Activities include:

1. Planning and implementation data will be collected and analyzed quarterly beginning in October 2014, including the following: opening status, facility acquisition, school director hiring, staff hiring, enrollment, and funds spent.
2. Survey data will be collected from stakeholders, such as teachers, parents, and students, at each school at the end of the fall and spring semesters. The surveys will be designed and submitted for Institutional Review Board (IRB) approval immediately following the awarding of this grant.
3. The evaluation team will conduct on-site observations quarterly in Year 2 and, in Years 3-5, at least once every six months to obtain additional data on the fidelity of the project's implementation to its logic model.
4. Problems identified through these data sources will be reported to the Project Director and Assistant Project Director with recommendations for possible solutions and best practices.

Outcomes Evaluation

The evaluation team will use project goals and objectives, performance measures and targets, and baseline data, in assessing the project's outcomes (described on Page 42). All evaluation data will be collected, analyzed, and reported annually beginning in Year 2. The achievement of Objective #1 will be evaluated by means of a simple time-series design in which observations are made in Years 2-5. Objectives #2-5 will use a non-equivalent control group design, which uses an experimental group and a control group. In this design both the experimental group and the control group are observed pre- and post- (or several times after) intervention. In this scenario, random assignment is either impossible, unethical, or impractical.¹⁵ This design has

controls for a considerable number of extraneous or spurious influences on program outcomes, including selection biases, maturation, history, instrumentation, mortality, and testing. While it leaves open the possibility of regression, Waits has found that such regression is a potential confounding influence that is handled with relative ease by means of statistical controls during data analysis.

The experimental group will consist of the 12 proposed schools and their respective students, teachers, and parents, while the control or comparison group will consist of KIPP Houston and one CMO within the ASD in Memphis, and their respective students, teachers, and parents. (Oral agreements have already been reached with both KIPP Houston and ASD.) Year 2 will serve as the baseline or pre-test period for both the experimental and the control subjects. Post-tests or observations will be made for each of the subsequent grant years.

Analysis of Data

All data collected will be analyzed using the Statistical Package for the Social Sciences. First, the reliability and validity of the measures, especially the survey ones, will be assessed utilizing Cronbach's alpha statistic and factor analytic procedures, as appropriate. Second, the distributions of data for all measures will be examined using standard univariate statistical models (e.g., means, standard deviations, percentages) appropriate to the level of measurement (nominal, ordinal, and interval). Third, bivariate (e.g., Kendall's Tau, lambda, Pearson's r, time series regression) and multivariate (e.g., least squares regression, discriminant function) analyses appropriate to the level of measurement will be used to analyze the data collected regarding the implementation and outcomes. In doing so, multivariate analyses will be used to control for the effects of any extraneous or spurious influences in the non-equivalent comparison group outcomes evaluation design employed. Finally, multivariate analyses will be used in the identification of

variables that help to interpret relationships and in the detection of interaction effects among variables. Since the outcomes evaluation for this project involves comparisons between the experimental group and a control group, it will be necessary to calculate statistical power using methods and tables devised by Kramer and Thiemann.¹⁶

Data Confidentiality and the Protection of Subjects

This is addressed in detail in the attached Exempt Research Narrative.

Availability and Use of Outcomes and Results

Annual outcomes reports will be available not later three months after the end of each year. A final report will be available four months following the grant period. The results of the process evaluation will be used *formatively* to modify planned operations regarding the utilization of staffing and other resources in order to achieve the project's objectives. When the data indicate a need, the Project Director and Assistant Project Director will develop a quality improvement plan for mid-course correction.

The outcomes evaluation will be used *summatively*. The independent Waits evaluation team will ensure accountability by writing a final evaluation report that documents findings concerning the achievement or non-achievement of project objectives in light of the success or performance standards described on Page 42. Moreover, accountability as well as replication in other settings, will be further enhanced by disseminating results to other charter schools, to educational leaders, to evaluators, and to the general public. Dissemination will occur through professional conferences, publications, news releases, and the posting of findings on the YES Prep website. Finally, replication in other settings will be encouraged further by means of a rigorous outcomes evaluation design, the thorough systematic analysis of data, and through a transparent final evaluation report.

CONCLUSION

The “no excuses” charter movement is now more than 15 years-old, and many excellent CMOs have developed over the past decade. The next challenge for our movement is to identify the charter districts that have demonstrated the most **consistently excellent student outcomes** and have shown that they have the leadership, systems, and maturity to **scale while maintaining or increasing quality**. On both of these measures, YES Prep has distinguished itself. In 2012, an independent panel of educational experts reviewed the student achievement data of the nation’s top twenty CMOs, and concluded that YES Prep had the highest overall performance. For that reason, we were selected as the inaugural winner of the *Broad Prize*. In addition, YES Prep has demonstrated an exceptional ability to build a strong leadership team by developing and retaining leaders who have grown within our district as well as recruiting veteran leaders with strong functional expertise from other sectors. YES Prep is a model for what is possible within the public education system: high-performing, sustainable, and replicable schools that provide a college-preparatory education for ALL students.

¹ The Broad Foundation. *Supporting Every Student to College and Beyond*. 2012.

² City of Houston Super Neighborhoods reports

³ Achievement School District website

⁴ *Et. al.*

⁵ Children At Risk. *Growing Up in Houston 2010-2012: Assessing the Quality of Life of Our Children*. October 2010.

⁶ City of Houston Super Neighborhoods reports

⁷ Rich, Motoko. (2 April 2013). "Crucible of Change in Memphis as State Takes On Failing Schools". *New York Times*.

⁸ American School Counselor Association. *Student-to-School-Counselor Ratio 2010-2011*. Web. <<http://www.schoolcounselor.org/asca/media/asca/home/Ratios10-11.pdf>>

⁹ Hoxby, C., & Turner, S. (2013). *Expanding college opportunities for high-achieving, low-income students*. Stanford, CA: Stanford Institute for Economic Policy Research.

¹⁰ U.S. Department of Education, Institute of Education Sciences, What Works Clearinghouse. (2014, March). *WWC review of the report: Expanding college opportunities for high-achieving, low-income students*. Retrieved from <http://whatworks.ed.gov>

¹¹ *Et. al.*

¹² Tuttle, C.C., Gill, B., Gleason, P., Knechtel, V., Nichols-Barrer, I., & Resch, A. (2013). *KIPP middle schools: Impacts on achievement and other outcomes, final report*. Washington D.C.: Mathematica Policy Research.

¹³ U.S. Department of Education, Institute of Education Sciences, What Works Clearinghouse. (2013, November.) *WWC review of the report: KIPP middle schools: Impacts on achievement and other outcomes, final report*. Retrieved from <http://whatworks.ed.gov>

¹⁴ Hess, R. (June 13, 2014). *YES Prep Steps Up*. *Education Week*.

¹⁵ See Campbell and Stanley, 1963, especially 47; and Kerlinger, 348-51

¹⁶ Kraemer, H.C. and Thiemann, S. *How many subjects? Statistical power analysis in research*. Newbury Park: Sage, 1987

Other Attachment File(s)

* **Mandatory Other Attachment Filename:** Attachment - Resumes and Curriculum Vitae.pdf

Add Mandatory Other Attachment

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To add more "Other Attachment" attachments, please use the attachment buttons below.

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OTHER ATTACHMENTS: RESUMES/CURRICULUM VITAE

YES Prep Public Schools, Inc. has attached resumes/curriculum vitae for the following key personnel:

CSP Project Management:

1. Recy Dunn, CSP Project Director, V.P. of Operations & Growth
2. Stephanie Jones, CSP Assistant Project Director, Senior Director of Grants Management

National Leadership Team:

3. Jason Bernal, President & CEO
4. Jennifer Hines, Chief Operating Officer
5. Robert McBurnett, Chief Financial Officer

Houston Regional Leadership Team:

6. Mark DiBella, Regional Superintendent – Houston
7. Nella Garcia Urban, V.P. of Talent
8. David Easterby, V.P. of Information Technology
9. Ann Ziker, V.P. of Advancement
10. Kari Thomas, Head of Schools
11. Philip Wright, Head of Schools
12. Jeremy Beard, Head of Schools
13. Christopher Claflin, School Director for Schools #14 & 15

Memphis Regional Leadership Team:

14. William Durbin, Regional Superintendent – Memphis
15. Andrew Goldin, Head of Schools

RECY BENJAMIN DUNN

EXPERIENCE

YES PREP PUBLIC SCHOOLS, Houston, TX 2014 – Present

(Currently: \$85 million budget; 8,000 students; 13 schools; 1,000 employees)

Vice President of Operations & Growth

- Lead and manage district-wide operations, including risk management, facilities planning & development, maintenance, food services, transportation, health services, procurement, student data systems, state reporting & campus support
- Develop & oversee implementation of strategic management plan that sustains the operational health & stability of YES
- Create scope and sequence for training and development of campus based operations leaders
- Oversee and ensure effective technical support across the system, including YES Prep lottery process and system
- Establish district partnerships and coordinate successful co-location & partnership strategies
- Manage site selection and expansion process within Houston

NEW LEADERS, New York, NY 2012 – 2014

National nonprofit that develops transformational school leaders and designs effective leadership policies and practices for school systems across the country (\$30 million budget; 250,000 students impacted annually; 11 locations; 170 employees)

Regional Director/ Senior Executive Director of Cities

- Led a portfolio of 8 program sites to drive dramatic student achievement gains with partner schools and systems
- Managed \$20MM operating budget, 80+ staff, touching nearly 500 educators and school leaders across 11 cities
- Oversaw, monitored, and held site leadership accountable for performance and financial sustainability
- Developed national charter strategy for New Leaders
- Led new site selection process for national expansion strategy

Notable Accomplishments: Hired and on-boarded 5 of 8 city executive directors. Developed partnership with Rocketship Education.

NEW YORK CITY DEPARTMENT OF EDUCATION, New York, NY

(\$24 billion budget; 1.1 million students; 1,700 schools; 136,000 employees)

Executive Director, Charter Schools Office, Division of Portfolio Planning 2010 – 2012

- Led team of 16 in management of portfolio of 136 charter schools in NYC (70 directly authorized)
- Guided local and national new school development efforts to attract and open 25 high quality charter schools annually
- Implemented increased oversight in stewardship of \$725MM in charter school payments; launched web based invoicing
- Rebuilt office, doubled number of staff and implemented a cohort based service model

Executive Director, Office of Early Childhood Education, Division of Teaching and Learning 2008 – 2010

- Managed early childhood initiatives city wide; provided expertise for birth to grade 3 continuum
- Led staff of 300+ central and school based personnel; directed ~\$20 million operating budget
- Designed and realized reconstitution and reorganization of office, aligning functional roles and increasing accountability
- Ensured quality developmentally appropriate prekindergarten programs in more than 1,450 public and private settings
- Coordinated delivery of \$248 million Universal PreKindergarten (UPK) initiative citywide for over 57,000 students
- Awarded and monitored 750+ contracts for UPK services; synchronized wrap around Head Start and Child Care funding
- Launched Work Sampling and Emotionally Responsive Practice pilots for K-3rd grade utilizing ARRA funding

Notable Accomplishments: Executed district's first charter non-renewal. Oversaw Charter Early Engagement process for off-cycle accountability monitoring. Baselined UPK program quality by utilizing environment rating scale at 1,400 schools (1st ever system wide assessment). Awarded Lead Agency status for Queens field test of QUALITYstarsNY, New York State's quality rating system. Introduced developmental screening, reaching more than 40,000 students (1st ever system wide tool).

PRINCE GEORGE'S COUNTY PUBLIC SCHOOLS, Upper Marlboro, MD 2007 – 2008

(\$1.7 billion budget; 134,000 students; 205 schools; 16,000 employees)

Special Projects Officer, Office of the Deputy Superintendent

- Managed \$13 million Intensive Support and Intervention Schools (ISIS) initiative which targeted 21 high schools, 20 middle schools and 42 elementary schools in School Improvement status
- Implemented systemic K-8 summer program serving more than 11,000 students at over 60 sites
- Worked with Regional Assistant Superintendents to create performance measurement model and data dashboard

Accountability Specialist, Office of the Chief Accountability Officer

- Implemented new intensive intervention summer school program for targeted Title I schools
- Selected and evaluated sites for district wide PreK initiative; authored data brief on Maryland Model of School Readiness

Notable Accomplishments: Led quality review initiative for 32 district middle schools. Spearheaded electronic application process for summer school employment district wide. Increased instructional time by one week for system wide intensive intervention summer school programs.

DISTRICT OF COLUMBIA PUBLIC SCHOOLS, Washington, DC 2005 – 2007
 (\$1 billion budget; 55,000 students; 147 schools; 11,000 employees)
 Participant of the Broad Residency in Urban Education, selective two-year leadership development program
Director, Strategic Funding Opportunities, Office of the Chief Operations Officer

- Created structure for new district office focused on raising alternative capital financing for school modernizations
- Planned and developed projects in conjunction with \$2.4 billion capital improvement program
- Identified and evaluated public/private partnerships, public/public partnerships and educational partnerships
- Served as liaison with District charter schools; assisted with co-location space identification

Notable Accomplishments: Implemented partnership with private university for \$24MM modernization and addition of historic high school. Managed \$2MM 7-week rightsizing and consolidation projects at 3 schools.

PLATFORM LEARNING, Los Angeles, CA 2004 – 2005
 (50,000 students served; 10 state presence; 200 employees)
Regional Launch Director / Director of Development

- Created and implemented regional marketing strategy for 15 school districts while managing a staff of 12
- Identified and secured facilities for operating after-school, weekend and summer tutoring programs
- Negotiated supplemental services contracts with public school districts
- Recommended geographic markets for company's 3rd year expansion plans; established a presence in new regions

Notable Accomplishments: Opened and developed Los Angeles Metro office for provider of turnkey supplemental educational services to public school students. Established marketing strategy and presence in \$110MM segment.

SPONSORS FOR EDUCATIONAL OPPORTUNITY (SEO), New York, NY 1998 – 2002
 (501 (c)(3) private not-for-profit; \$5 million budget; 50 employees)
Director, San Francisco Office; *Assistant Director*, Career Program

- Established San Francisco office and managed day-to-day operations while overseeing staff in NY headquarters
- Developed San Francisco strategic plan – increased intern pool by 75% and doubled number of participating firms
- Managed Investment Banking & Asset Management programs; oversaw more than 1,000 students
- Evaluated 2,000 applicants from 90 colleges for 275 positions at 40 partner firms per summer (9 Fortune 100 firms)
- Created, edited and distributed electronic SEO Alumni News edition; expanded readership from 700 to 1,400

Notable Accomplishments: Recruitment strategies resulted in increase of 86% student participants over 3 year period at 60 universities.

AMOCO ENERGY TRADING CORPORATION, Houston, TX 1997 – 1998
Market Analyst, Power Trading Desk

- Hired as #2 employee of electricity trading department; ran daily mark-to-market reports and assessed position risk

THE GREEN MACHINE LAWN SERVICE, Houston, TX 1986 – 1992
Owner/President of sole proprietorship that operated in 15 geographic markets with 4 employees

- Expanded landscaping business into an operation grossing nearly \$30,000 as a teenager

EDUCATION

BANK STREET COLLEGE OF EDUCATION, New York, NY May 2009
 School District Leader (SDL) certificate program, *New York State SDL Issued September 2010, Certificate #1284397*

STANFORD UNIVERSITY, Stanford, CA June 2004
 Graduate School of Business, Master of Business Administration
 School of Education, Master of Arts in Education

UNIVERSITY OF TEXAS AT AUSTIN, Austin, TX August 1997
 McCombs School of Business, Bachelor of Business Administration – Marketing
 College of Liberal Arts, Bachelor of Arts – Plan II Honors Program

UNIVERSIDAD DE ALICANTE, ESPAÑA, Alicante, Spain December 1995
 Council on International Educational Exchange – Language and Area Studies

ADDITIONAL

- Board member – Explore Schools (network of public charter schools in Brooklyn, NY)
- New York State Early Childhood Advisory Council (ECAC); former governing board member – NYC Head Start
- University of Texas Rugby Team Alumni Association (Texas Exiles) / Stanford Graduate School of Business Rugby Team

STEPHANIE S. JONES

PROFESSIONAL EXPERIENCE

YES Prep Public Schools, Inc., Houston, TX

Jul. 2008 to Present

Senior Director of Grants Management:

- Promotions: *Director of Institutional Giving (2008-2009); Director of Grants Management (2009-2011); and Senior Director of Grants Management (2011-Present)*
- Responsible for planning, implementing, and managing a comprehensive grants program that has raised millions in awards from foundations, corporations, and government entities, including:
 - U.S. Dept. of Education's Charter Schools Program (CSP) discretionary grant, \$5.6 million
 - U.S. Dept. of Education's Transition to Teaching (TTT) discretionary grant, \$2.2 million
 - Texas Education Agency's 21st Century Community Learning Centers (21st CCLC) discretionary grant, \$8.4 million
 - Texas Education Agency's STEM discretionary grant, \$1.8 million
- Manage, coach, and evaluate a team of three and lead short- and long-term projects
- Created YES Prep's grants management structure, processes, and system for prospect research, data collection, narrative and budget development, monitoring implementation, compliance, and evaluation and reporting
- Train and advise staff on grantmaking and grant management processes and procedures
- Established budget and monitoring parameters for fiscal management that led to cost-efficiency and decreased errors
- Prepare, allocate, distribute, approve, and monitor budget expenditures for compliance with private foundation and state and federal cost principles
- Manage budgets and maintain accurate records for accountability and audit purposes

Association for the Advancement of Mexican Americans, Houston, TX

Dec. 2007 to Jul. 2008

Senior Grant Writer:

- Responsible for writing grants to foundations, corporations, and government entities for the multi-million dollar charter school expansion campaign
- Managed relationships with funders that led to first-time contributions and larger contributions
- Conducted extensive prospect research that led to new sources of funding

Interfaith Ministries for Greater Houston, Houston, TX

Jan. 2007 to Dec. 2007

Grant Manager:

- Managed and expanded organization's grants program, including securing first Community Development Block Grant (CDBG)
- Wrote successful grants to foundations, corporations, religious institutions, and government entities in four program areas: Meals on Wheels, refugee services, disaster preparedness and response services, and interfaith relations
- Completed reports and donor acknowledgements, managed grants calendar and database, and conducted prospect research
- Upon resignation, retained as contract grant writer

Houston Area Women's Center, Houston, TX

Jun. 2004 to Dec. 2006

Grant Writer:

- Promoted from *Development & Marketing Assistant* in 2005
- Wrote successful grants to foundations, corporations, and government entities in five program areas: counseling and advocacy services, residential shelter services, children and youth services, community education and training, and crisis hotline services
- Completed reports and donor acknowledgements, managed grants calendar and database, and conducted prospect research

Operation Crossroads Africa, Inc., Elmina, Ghana, West Africa

May 2003 to Aug. 2003

Development Project Team Member: Selected for community service team focused on improving the socio-economic status of fishmonger women and their children through various projects, such as erecting an elementary school, teaching literacy and numerical calculation, and leading micro-business management training

Coro Center for Civic Leadership, Pittsburgh, PA

May 2002 to Aug. 2002

Community Problem-Solving Fellow: Selected for intensive training in leadership development, group facilitation, teambuilding, negotiation, public speaking, analytical reasoning, and interviewing; completed field placements at the Urban League of Pittsburgh and the University of Pittsburgh – Institute of Politics

EDUCATION & CERTIFICATIONS

YES Prep Leading Excellence, Houston, TX

Jun. 2014 – Present

Yearlong fellowship in developing authentic leadership

University of Houston School of Continuing & Professional Studies, Houston, TX

Jun. 2013

EmPOWER Leadership Fundamentals Certificate Program

Chatham University, Pittsburgh, PA

Aug. 2000 to May 2004

B.A., Cum Laude with Honors in Political Science and Women's Studies, African American Studies minor

PROFESSIONAL AFFILIATIONS

Greater Houston Grant Writers Network (2008-Present)

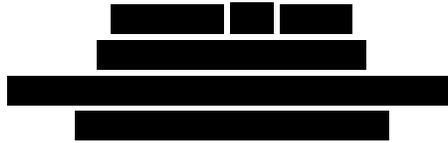
21st Century Community Learning Centers Grant Task Force (2011-2012)

Association of Fundraising Professionals (2011-2012)

REFERENCES

References given upon request.

JASON DANIEL BERNAL



EXPERIENCE

YES Prep Public Schools – Home Office President & CEO

Houston, TX
June 2011 - Present

- Establish and lead YES Prep’s philosophy, mission, strategy, priorities, and annual goals and objectives.
- Implement the strategic goals and objectives of the district and providing on-going reports to all stakeholders.
- Manage and coach six direct reports (vice presidents) who are collectively responsible for management of 700+ administrators, supervisors, principals, teachers, and all other persons employed in either the business management or the instructional activities of district.
- Build and maintain strong, effective relationships with Board members, fellow Superintendents, supporters, and other key constituents.
- Proactively identify and respond to both opportunities for and risks to the district. Successfully negotiated and implemented partnership agreements with Aldine ISD, KIPP Houston, North Forest ISD, and Spring Branch ISD.
- Oversee a budget of \$70 million.
- Perform all the duties and accept all of the responsibilities required of a Superintendent/President as prescribed by the Education Laws of The State of Texas and the rules and regulations of the YES Prep Board of Trustees.

YES Prep Public Schools – Home Office Chief Operating Officer

Houston, TX
August 2009 – June 2011

- Developed and oversaw implementation of a strategic management plan that sustained the operational health and stability of YES Prep Public Schools.
- Organized and managed district-wide operations, including risk management, facilities planning and development, maintenance, employee benefits, food, transportation, and other related functions.
- Directed the implementation of systems for the accurate tracking and timely reporting of critical data such as PEIMS, Comp Ed, T-Stem, CREDO Plan, and others.
- Assisted in the development of the YES facilities plan and directed its administration including contract negotiation, documentation, prioritizing, design, construction, security, and maintenance of real estate.
- Directed the administration of food and transportation services for all campuses, including, but not limited to, menu planning, bus routing, accurate counting, and claiming of state funds.
- Maintained close working relationships with other members of Home Office Team, school directors, and relevant campus staff to ensure exchange of best practices, coordination of efforts, and support for the operations department.
- Supervised and evaluated eight direct reports, including providing coaching and mentoring to direct and indirect reports by assisting them in developing their goals for the year and monitoring their progress throughout the year.

YES Prep Public Schools – Home Office Head of Schools

Houston, TX
August 2010 – June 2011

- Assisted school directors in setting strategy and driving each functional area – student achievement, program, operations, finance, campus culture.
- Worked with school directors and campus leadership teams to create Campus Strategic Goals (CSGs) that were ambitious and aligned with YES Prep vision and organizational direction.
- Developed appropriate action plans for implementing individual campus strategy.
- Partnered with home office staff to develop system-wide strategic plans and supported school directors with effective implementation processes.
- Worked with school director to develop individualized professional development plan.

YES Prep Public Schools – East End Campus

Houston, TX

School Co-Director

February 2011 – June 2011

- Effectively managed school programs and campus-based leadership team to increase school academic performance.
- Planned and directed campus instructional program, supervised and evaluated the performance of staff, and oversaw campus budget.
- Served as coach and mentor for East End leadership team members through routine meetings and provided increased responsibility and feedback.

YES Prep Public Schools – Southeast Campus

Houston, TX

School Co-Director

July 2009 – July 2010

- Effectively managed first YES campus, ranked #68 in the nation by *US News and World Report*
- Planned and directed campus instructional program, supervised and evaluated the performance of staff, and oversaw campus budget.
- After transitioning to next role, served as coach and mentor for current YES Prep-Southeast School Director.

YES Prep Public Schools – Southwest Campus

Houston, TX

School Director

July 2006 – July 2009

- Effectively “turned around” an underperforming school into one of the top two performing schools in the YES Prep district, as evidenced by: increased enrollment from under-enrolled to a waitlist of over 900 students; improved district exam scores for three consecutive semesters in all grade levels and subjects; increased state exam scores for three consecutive years, which earned an “Exemplary” rating by the Texas Education Agency for the 2008-2009 school year; increased parental involvement; and increased staff, parental, and student contentment.

Accomplished these results through:

- Revised school schedule to improve state testing and district testing results – specifically in math and reading;
 - Improved meeting system to ensure accountability and strengthened communication between school administration and instructional staff;
 - Created and oversaw parent organization that successfully fundraised and volunteered for school;
 - Created school discipline system that effectively rewarded students for accomplishments and good behavior;
 - Modified the after-school program that enhanced homework accountability and parent involvement;
 - Enacted school-wide initiative promoting positive behavior intervention strategies which directly related to the improvement of behavior and higher achievement in classes’
 - Created school-wide community service initiative.
- Planned and directed campus instructional program, supervised and evaluated the performance of staff, and oversaw campus budget.
 - Served as coach and mentor for future YES school leaders, providing increased responsibility and ongoing feedback to rising leaders.
 - Based on successful turn-around at YES Prep-Southwest, selected as school director of YES Prep-Southeast to improve scores and culture.

YES Prep Public Schools – North Central Campus

Houston, TX

Co-Founding Director

July 2003 – June 2006

- Earned “Exemplary” rating from Texas Education Agency in first year of operation.
- Recruited staff and students to start second campus of YES Prep Public Schools.
- Planned and directed campus instructional program by observing classroom instruction on a regular basis, conferencing with staff, and carefully analyzing assessment data-related to student performance.
- Planned, implemented, and evaluated a comprehensive program of personal guidance designed to assist students in achieving optimal success on all fronts.
- Oversaw an annual budget based on program needs, estimated enrollment, staffing, and other fiscal needs and with allotted amounts, implemented programs, maintained fiscal control, and accurately and responsibly reported all fiscal information.

- Supervised and evaluated the performance of professional and paraprofessional staff members assigned to the campus.
- Created community service program for all students.

EDUCATION

Sam Houston State University Huntsville, TX
Masters of Arts, Educational Leadership Program

Montana State University – Billings Billings, MT
Bachelor of Arts, Spanish
 Minor in History

MEMBERSHIPS

American Leadership Forum Houston, TX
Fellow February 2013 – Present

- ALF’s mission is to join and strengthen diverse leaders to better serve the public good. The Fellows Program strengthens Fellows’ capacity to address public issues collaboratively and builds a strong leadership network. Fellows are nominated by peers and selected by ALF.

University of Houston College of Education Houston, TX
Dean’s Advisory Council Member February 2013 - Present

- The College of Education Dean’s Advisory Council serves as an advocacy network for the College through a regular exchange of information and ideas and facilitates communication between the University and local and national leaders to ensure that COE graduates develop the skills, knowledge, and personal attributes required for success.

Texas Charter School Association Houston, TX
Advocacy Committee Member August 2012 – Present

- The Texas Charter Schools Association is the statewide membership organization representing and unifying effective charter schools of all types in order to achieve critical policy and programmatic gains. The Advocacy Committee is one of four standing committees of the member council; members are elected.

All Kids Alliance Houston, TX
Council of Executives Member August 2011 – Present

- All Kids Alliance is dedicated to building “systems” that will improve education for our children and youth. The Council of Executives set the Alliance’s vision/mission/goals.

SKILLS AND INTERESTS

- Fluent in written and spoken Spanish.
- Rider in the MS 150 bike ride between Austin and Houston since 1999
- Team captain and three-time participant in the 200 mile Texas Independence Relay (running)
- Completed five marathons, a half Ironman triathlon, and multiple half-marathons

JENNIFER L. HINES

EXPERIENCE

Chief Operating Officer

YES Prep Public Schools

January 2014 - present

Houston, TX

Coordinate strategic and tactical planning for transformation to a multi-state organization.

- Coordinate strategic planning for national senior leadership team
- Manage national service and support teams, including college initiatives, talent support (HR), communications and marketing, and recruitment
- Create and manage new strategic planning process for national service and support teams
- Lead team to design and create quality frameworks for national and regional teams
- Coordinate cross-functional team to ensure equitable employment experience for staff members in more than one state

Senior Vice President, People and Program

YES Prep Public Schools

August 2005 – December 2013

Houston, TX

Programmatic leader of a growing system of high-performing charter schools serving students in grades 6-12. Each year of operation, all campuses were rated *Exemplary* or *Recognized* by Texas Education Agency.

- Member of central leadership team, helped craft vision and strategic plan to achieve aggressive growth targets while maintaining exceptional quality of schools
- Managed a \$6 million+ budget
- Led monthly meetings for Board of Directors Human Capital Committee
- Coordinated recruiting, selection, and training of instructional staff for thirteen campuses
- Created and launched new differentiated pay system for teachers (YES Prep Continuum)
- Created and oversaw a comprehensive system for teacher evaluation
- Led efforts to create a rigorous scope and sequence in all core content areas and a system of district assessments to track student performance to those standards
- Supported school directors and provided input into evaluations of their performance
- Managed district program team, including leaders of curriculum and assessment, student support, recruiting and selection, talent support, college initiatives, and instructional development

Founding Staff Member

YES College Preparatory School - Southeast

August 1998 – July 2005

Houston, TX

Founding staff member of public state charter school serving students in grades 6-12. School received a rating of *Exemplary* by TEA each year of operation.

Positions Held: Dean of Students 1998 - 2000
 Assistant School Director 2000 - 2004
 School Director 2004 - 2005

- Worked with other school leaders to develop strategic plan for school and objective measures for school and staff performance
- Hired and trained all instructional staff
- Conducted classroom observations and pre- and post-observation conferences
- Managed academic department heads
- Oversaw curriculum development
- Developed yearly master schedule and individual schedules for 600 middle and high students
- Provided academic advising for high school students
- Managed state standardized testing for middle and high school
- Taught Advanced Placement English III, English I and II, and Advanced Placement Psychology

Educational Coordinator
July 1997-July 1998

Eastwood Charter High School, Houston ISD
Houston, TX

Founding staff member of district charter school serving students in grades 9-12.

- Developed and oversaw teacher peer evaluation/assessment program
- Developed master schedule and individual students schedules for 140 students in grades 9-11
- Oversaw student advisory groups providing academic advising to multi-grade groups
- Chair – Human Resources Committee – interviewed and hired new teaching staff, planned professional development activities
- Organized and facilitated parent steering committee meetings
- Taught full schedule, including ninth and tenth grade English, psychology, creative writing, and yearbook

Youth Development Intern
September 1996 – May 1997

Harvard University / Malden Middle School
Malden, MA

Provided on-site support and acted as consultant for collaborative effort providing student support services to urban middle school.

- Organized and facilitated peer support and peer leadership groups
- Organized faculty team-building and professional development activities
- Aided in development of conceptual framework and strategic plan for the collaborative

Interim Program Director
August 1996

Teach For America
Houston, TX

Served in a temporary capacity in the local Houston office.

- Coordinated placement of forty new teachers in Houston Independent School District
- Assisted in planning and implementation of Induction Week for new corps members
- Developed framework of workshops to be used during future induction weeks to acclimate new corps members to HISD and the Houston area

EDUCATION

Master of Education
June 1997

Harvard University
Cambridge, MA

Human Development and Psychology: Risk and Prevention
Concentration in counseling and student support program development for urban secondary schools.

Bachelor of Arts
January 1992

University of Virginia
Charlottesville, VA

Majors in English and Psychology

BOARD MEMBERSHIPS AND RELATED WORK

Education Pioneers

Founding Board Member for Houston branch of national network that seeks to increase the pipeline of leadership in education outside of the classroom, Houston, TX (2010 - present)

Charter Network Accelerator

Member of design team to develop a charter management organization-led effort to increase organizational capacity of smaller CMOs growing to scale; work in partnership with leaders from Achievement First Public Schools and Aspire Public Schools (2013 – present)

College Initiatives for CMOs, through the Bill and Melinda Gates Foundation

Chair of one of five committees charged with creating tools, processes, and systems to make college counseling and college-going culture stronger in high-performing charter management organizations across the country (2010 – 2013)

The Center for Better Schools

Pilot member of group of educators from across the country developing a framework and content for advanced teacher training (2010 – 2012)

Academic Systems Initiative, through New Schools Venture Fund

Member of advisory group charged with helping New Schools Venture Fund review and select possible investments in technology that will significantly increase the capabilities of CMOs to drive student achievement (2008 - 2011)

FELLOWSHIPS

Pahara – Aspen Education Fellows Program

Pahara Class of 2012 Fellow in a two-year, cohort-based program designed to support educational leaders from across the U.S. in innovative solutions to address quality of education for low-income students and communities (2012 – 2014)

Houston Annenberg Challenge Leadership Academy

John P. McGovern, M.D. Class of 2000 Fellow in a year-long program to provide training and support to cohort of principals in Houston-area schools, Houston, TX (2000-2001)

Common Ground

Summer Fellow in a two-week exploration of classic and contemporary literature, University of Houston/National Endowment for the Humanities (June 1995)

Greater Houston Area Writing Project

Summer Fellow in four-week intensive writing program for language arts teachers, University of Houston-Clear Lake (June 1994)

PRESENTATIONS AND WORKSHOPS

“Building Blocks of an Integrated Human Capital Strategy”

Presented at TNTP annual conference, Houston TX (September, 2011)

“Effective Coaching to Fuel Achievement”

Presented to school leaders at the Center for School Change at Macalester College, St. Paul, MN (August, 2011)

“Using Data to Improve School Culture”

Presented to Community of Practice Meeting sponsored by New Schools Venture Fund, Philadelphia, PA (Nov 2008)

“From Standards to Student Outcomes”

Presented to charter school leaders in New Orleans, sponsored by New Schools for New Orleans (April 2008)

“The School Leader’s Role in Curricular Development”

Two days of workshops presented to emerging charter leaders at the KIPP School Leadership Program, Palo Alto, CA (Jul 2007)

“Managing Student Achievement”

Presented to charter school leaders at the Charter School Growth Fund Conference, Denver, CO (Mar 2007)

“Improving the Performance of Beginning Teachers”

Presented to school leaders at the School Improvement Conference, Austin, TX (Dec 2006) and as part of Houston A+ Conference (Jul 2007)

“Student Achievement”

Presented to charter school leaders as part of the Best Practices Mentoring Program, Houston, TX (Oct 2003) and Waco, TX (Nov 2003)

“Fostering Critical Thinking in Lesson Planning”

Presented to teachers at KIPP: PATH Academy Charter School, Atlanta, GA (Aug 2003)

“Using Backward Design to Develop Units and Lessons”

Presented to teachers at KIPP: PATH Academy Charter School, Atlanta, GA (Oct 2002)

“Assessment Tools and Differentiated Instruction in the Language Arts Classroom”

Presented to KIPP Network Language Arts teachers, Houston, TX (Oct 2002)

“Principal Training: Curriculum Development and Instructional Planning”

Presented to school director fellows at the KIPP National Fisher Fellowship Conference Series, Memphis, TN (Apr 2002)

“Principal Training: Instructional Support and Staff Development”

Presented to school director fellows at the KIPP National Fisher Fellowship Conference Series, Memphis, TN (Apr 2002)

“Incorporating Music and Art into the Writing Process”

Presented to Language Arts teachers at the Greater Houston Area Writing Project, University of Houston-Clear Lake, Houston, TX (Jun 1996)

“The Basics of Reading/Writing Workshop”

Presented to Language Arts teachers at the School Writing Project, Rice University, Houston, TX (Apr 1996)

Robert C. McBurnett, CPA

SUMMARY

An executive with training and education rooted in finance and administration, but whose experience includes operations, marketing and general management. Experience in transitions and business integrations. A corporate strategist who enjoys public speaking.

KEY SKILLS

Negotiation	Public speaking and presentations	Contract administration
Financial modeling	Corporate compliance	Transition teams
Employee practices matters	Report writing	Mergers & Acquisitions

PROFESSIONAL EXPERIENCE

YES PREP PUBLIC SCHOOLS, INC.

2008 – Present Vice President, Finance and Chief Financial Officer

Responsible for all aspects of finance and accounting, budgeting, forecasting and long-range modeling

TENNESSEE TITANS

2002 - 2006 Vice President, Finance and Chief Financial Officer Company operations included the ownership and operation of the Tennessee Titans National Football League franchise and the operation of LP Field (formerly Nashville Coliseum). My responsibilities included all aspects of treasury, financial reporting, accounting, budgeting and planning, and internal controls.

FIRST UNITED METHODIST CHURCH, HOUSTON

2001-2002 Business Administrator A 12,000 member church with two campuses - the original campus in downtown Houston and the second campus in southwest Houston. I was responsible for all aspects of the church's financial operations including treasury, debt management, accounting, financial reporting, managing the administrative staff, building maintenance, and all financial relations with the congregation.

HOUSTON ASTROS

1986 – 1992 I was hired as Assistant Controller (Houston Sports Association, Inc. "HSA"), and was promoted to Controller less than a year later. At the time, the company was a multi-business enterprise involving the operation of the Houston Astrodome, ownership and operation of the Houston Astros professional baseball club, and majority ownership of a regional sports network. HSA also

owned a facilities management company, which was in the planning and design stage of the Miami Arena and later operated several other convention centers and arenas. HSA was active in initiating and/or acquiring numerous other business enterprises. My responsibilities included managing the day-to-day accounting, budgeting, tax and financial activities of the Astrodome and the Astros, as well as oversight and planning for the accounting, financial, tax and administrative activities for the other enterprises. The nature of the job involved me directly in operational issues, marketing strategy and employment practices matters.

1992 – 2000 HSA was sold to Drayton McLane and renamed Houston McLane Company, Inc. (“HMC”) in a complex transaction. The businesses, but for the ballclub and Astrodome operation, were sold, spun out or otherwise distributed. I was charged with the financial and administrative aspects of that process, as well as accomplishing the financial and administrative transition. HMC then functioned in two independent operating divisions; I was named Controller for the Houston Astros Baseball Club division. In early 1994, the HMC Chief Financial Officer left the company and I assumed most of his responsibilities as they related to the ballclub. In July 1999, I was promoted to Vice President Finance. With the new ballpark (Enron Field, now Minute Maid Park) scheduled to open in 2000, the club’s philosophy and operations shifted dramatically, initiating yet another major transition. HMC sold its rights and obligations under the Astrodome lease to Harris County and the Astrodome division was phased out. The two operations were merged, new systems and processes were put in place and the operations were physically moved to the new ballpark. The transition was highly successful, with the Astros drawing 3,000,000 fans for the first time in franchise history in spite of poor team performance. Adapting our methods and concepts for marketing and fan relations proved to be an exhilarating challenge.

COOPER INDUSTRIES

A publicly traded, Fortune 500 manufacturing company.

1985 – 1986 Manager of Financial Reporting

REMCO ENTERPRISES, INC.

An electronics and appliance rental and retail business with 90+ outlets across the country.

1984 – 1985 Controller

DIAMOND M COMPANY

An offshore drilling contractor operating internationally. Diamond M was a subsidiary of KANEB Services Inc., a publicly traded company serving the energy industry.

1982 – 1984 Assistant Controller

DELOITTE HASKINS & SELLS (now Deloitte & Touche)

An international public accounting firm.

1978 – 1982 Senior Accountant, Audit

Education and Certification

Texas A & M University, Bachelor of Business Administration, Cum Laude 1978
Certified Public Accountant, State of Texas 1980

Memberships

Texas Association of School Business Officials
American Society of CPAs; Texas Society of CPAs, Houston Chapter,
Former Students Association Century Club, Texas A & M University
12th Man Foundation, Texas A&M University
Lettermen's Association, Texas A&M University

Mark DiBella



EDUCATION & CERTIFICATION

Rice University, Houston, Texas

- Masters of Business Administration and Rice Educational Entrepreneurship Program, May 2010 (GPA: 3.73)

Texas Education Agency

- Principal Certification (Grades Early Childhood – 12), May 2010

The College of William and Mary, Williamsburg, Virginia

- Bachelor of Arts in Political Science and Minor in Mathematics, May 1998 (GPA: 3.49)

SYSTEM LEVEL EDUCATIONAL LEADERSHIP

YES Prep Public Schools, Superintendent – Houston

January 2014 – Present

- Lead Senior Leadership Team of highly effective charter management organization responsible for creation and implementation of vision, long term strategic plan, and annual performance goals and metrics
 - Winner of the Inaugural Broad Prize for Public Charter Schools (June 2012)
 - Named in the Houston Business Journal's "Best Places to Work" list (2010 – 2013)
 - Recognized by the Texas Education Agency as an Exemplary School District (2008 – 2012)
- Manage \$82.8M campus budget, \$13.8M central office budget, and \$122M of total assets
- Responsible for all core business functions including: talent recruitment, selection, development, and retention; management of 13 campuses and corresponding central program support; system level and campus based operations and technology; strategic growth; district partnerships with Aldine ISD, Spring Branch ISD, and KIPP Houston; state level advocacy
- Execute aggressive growth strategy to expand from 13 to 21 campuses (8K to 17K student capacity) in 5 years

YES Prep Public Schools, Chief Operating Officer

September 2011 – December 2013

Operations

- Executed and managed all core operational functions including technology, student lottery system, federal and state compliance and reporting, contract management, facilities maintenance, site acquisition, and construction
- Created Operations Report Card to measure team effectiveness; in one year moved aggregate team performance from a benchmark score of C to a yearly measure of A-
- Managed \$4M operations budget and \$1.7M salary budget for 37 employees
- Oversaw successful implementation of overhauled technology projects directly connected to teacher effectiveness:

Project Name	Description	% of Teachers who Strongly Agree or Agree that system makes them more effective (before and after)	
Discipline	Allows teachers to quickly record individual student discipline info to system wide database	28%	80%
Common Assessments	Allows teachers to input scores, generate reports, and compare results across system		98%

Strategic Growth

- Created and received Board approval for Phase III Strategic Business Plan outlining 5 year growth plan
- Completed Phase II school growth that included finalizing partnership with Spring Branch ISD (school #11), acquiring site for school #12, and creation of third district partnership with Aldine ISD (school #13)
- Served on partnership steering committees including the SKY (Spring Branch, KIPP, and YES) Partnership responsible for the creation of a Gates Foundation Compact (funded for \$100K) and subsequent grant of \$2.8M
- Implemented brand overhaul of mission statement, logo, website, and tagline with an internal approval rating of 93%

PR/Award # U282M140017

SYSTEM LEVEL EDUCATIONAL LEADERSHIP (continued)

YES Prep Public Schools, Head of Schools July 2010 – July 2011

- Jointly managed (with two other Heads of Schools) all ten YES Prep campuses and an annual budget of \$50M
- Schools that I directly managed were named “Exemplary” campuses and received highest common assessment scores for student achievement in high school math and high school English
- Conducted formal midyear and end-of-year performance evaluations for all YES Prep school directors
- Conducted weekly tactical and monthly strategic meetings with school directors to ensure progress towards goals

Rice Educational Entrepreneurship Program (REEP), Advisory Board Member January 2014 – Present

- Oversee program and strategic planning for REEP
- Responsible for long term sustainability of program, strength of external partner relationships, and talent pipeline

REEP, Principal Mentor June 2011 – Present

- Advise principals-in-training regarding fiscal, people, and resource management

REEP, Member of Founding Cohort August 2008 – May 2010

- Participated in a six-week long summer conference and ongoing monthly professional development during MBA

Teach For America Curriculum Specialist April 2005 – July 2005

- Instructed 100 corps members on curricular objectives and teaching strategies; received a 97% effectiveness rating

CAMPUS BASED EDUCATIONAL LEADERSHIP

Houston Independent School District – Hogg Middle School, Advisory Board Member August 2011 – July 2013

- Met monthly with principal and school based leadership team to provide strategic guidance and oversight

YES Prep Public Schools – East End Campus, School Director January 2011 – October 2011

- Lead change management and leadership transition at 3rd largest (~800 students) and 4th oldest YES campus
- Staff satisfaction survey results increased on average by 25% from January 2011 to September 2011
- In first 4 months of leadership, reading and math levels (as measured by NWEA MAP tests) increased from below average (compared to other YES schools) in every grade level to above average in every grade level in reading and math
- Implemented pilot year of performance pay for 40 teachers
- Managed \$6.5M budget and ensured fiscal responsibility in a budget with 6.5% state level revenue cuts

YES Prep Public Schools – North Central Campus, School Director January 2006 – January 2011

- Received highest possible performance rating on School Director evaluation in every eligible year
- Ranked in 2012 as #56 best high school in the nation by the Washington Post (based on 2010 data)
- Received an “Exemplary” rating (the highest rating awarded by the Texas Education Agency) in 2004 and 2006–2011
- Ranked in 2011 by the Washington Post and Newsweek as a top 200 high school in the nation (#176 and #152 respectively) (based on 2009 data)
- Ranked in 2011 by Newsweek as a top 10 “Miracle High School” in the nation (actual rank #4) (based on 2009 data)
- Recognized in 2009 by Secretary of Education Arne Duncan as a National Blue Ribbon School (one of only 26 schools in Texas and one of only 325 schools nationwide to receive this award)
- Became first YES Prep school to receive International Baccalaureate authorization (June 2009)
- Became the first YES Prep school to receive the EPIC Silver Gains Award in 2009 (\$98,000 in cash prizes to staff)
- Featured on front cover and lead story of Edutopia magazine (<http://www.edutopia.org/yes-prep-story>)
- Managed the daily interactions of 75 staff members and 830 students and daily operations of 22-acre school campus
- Conducted formal classroom observations and midyear and end of year performance evaluations of entire staff
- Created and managed school-wide business plan and budget totaling \$7M

TEACHING EXPERIENCE

YES Prep Public Schools – Southeast, Northeast, and North Central Campuses August 2001 – May 2009

6th Grade Math, 7th Grade Pre-Algebra, 9th Grade Algebra 1, and 12th Grade Ethics Teacher

- Achieved an “Exemplary” math passing rate for 6 consecutive years: 94% of students in 2007, 99% in 2006, 96% in 2005, 96% in 2004, 94% in 2003, and 100% in 2002 mastered all objectives on the high stakes TAKS tests
- Attained TAKS Commended Performance averages ranging from 25-40%

TFA Corps Member/HISD Teacher, Garcia Elementary August 1999 – August 2001

- Designed a math curriculum that was used to train all HISD Alternative Certification Program interns
- Achieved excellent student TAAS test passing rates: 100% passing rate in 2000 and 99% passing rate in 2001

HOBBIES & INTERESTS

Deacon, Christ the King Presbyterian Church June 2010 – June 2014

- Voted by congregation to serve on diaconate to provide support to church members in financial and physical need

Finisher, BP MS 150 April 2010, April 2011, and April 2012

- 150 mile bike ride from Houston to Austin that raises awareness of multiple sclerosis and funds for researching a cure
- In three years have raised over \$15K in private donations for MS research

Avid Runner

- Founder and finisher, YES Prep College Rush 5K/10K (December 2012 and 2013) – In its inaugural year over 800 people participated and raised over \$16K for college scholarships for YES students. In 2013, there were 1200 participants who raised over \$25K for college scholarships.
- Finisher, Houston Marathon (January 2011, 2012, 2013, and 2014)
- Finisher, Texas Independence Relay (March 2011, 2012, and 2013)

NELLA GARCIA URBAN  	PROFESSIONAL OBJECTIVE: To establish a talent vision for organization success in the areas of acquisition, professional learning & leadershipship.
EDUCATION: <ul style="list-style-type: none"> ▪ <i>Rice University, Houston, TX, 2003</i> BA in English, Political Science, Spanish GPA – 3.5 ▪ <i>Sam Houston State University, Huntsville, TX, 2007</i> MA in Educational Leadership, GPA – 3.9 	PROFESSIONAL EXPERIENCE: <ul style="list-style-type: none"> ▪ 2 years as a Teacher ▪ 1 year as an Assistant School Director ▪ 2 years as a Director ▪ 2 years as a Senior Director ▪ 1.5 years as a Managing Director ▪ Current Vice President

EMPLOYMENT HISTORY:

Vice President – Talent / Managing Director – Talent Pipeline <ul style="list-style-type: none"> ▪ Manage & Develop a Leadership Team of Talent Directors across talent at YES Prep ▪ Lead talent acquisition of over 300 positions while increasing quality and minimizing error ▪ Lead development programs for all incoming teachers and instructional leaders ▪ Ensure a consistent pipeline of high-quality, skilled teachers and leaders ▪ Develop a world-class leadership development program that fosters growth in current leaders and builds a “bench” of viable future leaders at all levels of organization ▪ Build on initial success of Continuum to increase longevity of our strongest teachers 	July 2012 - Present
Senior Director of Teacher Development, YES Prep Public Schools <ul style="list-style-type: none"> ▪ Provide visionary and managerial leadership for the <i>Teaching Excellence Program</i>, Alternative Certification Provider, the first and only charter operated provider ▪ Manage a team of 13 high performing Instructional Coaches ▪ Impact teacher learning & development for over 150 teachers within YES Prep and KIPP Houston at 30 collective campuses ▪ Manage internal and external stakeholder satisfaction around teacher learning & development ▪ Create & execute a Professional Learning Model (PLM) for experienced teachers with a team of 12 highly skilled facilitators ▪ Co-design the Instructional Leadership Institute (ILI) for all YES Prep Instructional Leaders as well as participate in vital initiative around instructional leadership 	July 2008 - Present
School Director Coach, YES Prep North Forest, YES Prep Public Schools <ul style="list-style-type: none"> ▪ Support a novice School Director in instructional programming & school strategy 	July 2011 - Present
Assistant School Director, YES Prep Lee, YES Prep Public Schools <ul style="list-style-type: none"> ▪ Taught 6th Grade Reading – resulting in 99% of students passing TAKS reading ▪ Manage the YES Corps Interns (4 total) ▪ Lead the Parent Force – over 80% parent participation rate ▪ Lead professional learning focusing on serving English Language Learners 	June 2007 – June 2008 (founding year)
Academic Support Coordinator, YES Prep East End, YES Prep Public Schools <ul style="list-style-type: none"> ▪ Taught 6th Grade Reading – resulting in 99% of students passing TAKS reading and 67% of students receiving a commended rating ▪ Create & launch the YES Corps Urban Education Internship Program 	June 2006 – June 2007 (founding year)
Middle School Teacher, YES Prep North Central, YES Prep Public Schools <ul style="list-style-type: none"> ▪ Taught the following courses: reading, Spanish, and dance ▪ Created a Spanish AP course for advanced students – resulting in 99% receiving a passing score of a 3, 4, or 5 	June 2004 – June 2006

SPEAKING ENGAGEMENTS & EXTERNAL PRESENTATION EXPERIENCE:

- Univisión, Aired Summer 2008, *Educational Opportunities within the Latino Community (interview in Spanish)*
- Center for American Progress, Fall 2009, *Extended Learning Time for ELLs*
- Teach For America, Summers 2009 & 2010, *Urban Leadership Panel*
- Houston A+, Spring 2011, *Teacher Development Leadership Panel*
- Center for American Progress, Spring 2011, *Human Capital in Education Reform Panel*
- Children At Risk, School Board Election Town Hall for HISD, Fall 2011, *Houston Education Experts*
- Texas Education Agency, Spring 2010, *Incorporating Technology into Teacher Development*
- Teach For America Summit 2011, *Managing Your Team to be Accountable – Real Conversations*
- New Schools Venture Fund, Fall 2011 & Spring 2012, *Innovative Teacher Practices in Teacher Development*
- KIPP Austin, Spring 2012, *Effective Instruction for English Language Learners in the High School Classroom*
- The Bush Institute, Spring 2012, *School District Leaders in Middle School*

David Easterby

Skills

Operating Systems: Microsoft Windows. Linux (Fedora Core, Ubuntu), Solaris 2.7.

Languages: Java (Sun JDK 6, Eclipse), Groovy, Ruby, C#, C++ , PL/SQL, Transact-SQL, Visual Basic

Tools / Technologies / Methodologies: Agile, Hibernate, Spring and Spring MVC, Struts, J2EE1.3 (including EJB, RMI, JDBC, JSP, JMS, SOAP, and Servlets), AJAX, HTML, JQuery, Drools, Tomcat, Cognos, JBoss, XML, Apache, Ruby on Rails, Web Services, Microsoft Visual Studio.NET (ADO.NET, ASP.NET), UML, COM / DCOM, Perl

Experience

Jul/2012 – Present	YES Prep Public Schools	Houston, TX
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Vice President, Information Systems

- Head of YES Prep's technology group. He is responsible for YES Prep's overall technology plan, including hardware and software for teachers, staff, and students. His staff manages YES Prep's hardware, networks, data center, email, help desk, and software solutions.

Aug/2005 – Jul/2012	Datacert, Inc.	Houston, TX
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Vice President, Research and Development

- Head of Datacert's R & D group, which consists of 12 developers (Java and Cognos), leads, and data and software architects. This group is responsible for the design, development, delivery, and support of Datacert's industry leading software platform, as well as all leading edge applications built on this platform.
- Chief architect and head developer of Datacert's industry leading software development platform, developed over 2 years to create a powerful, scalable, highly configurable framework on which to rebuild and replace Datacert's existing software products. This platform is written in Java and Groovy, and includes of a combination of best of breed open source and commercial tools such as Spring, Hibernate, Drools, and Cognos. During the same time period, my team also designed and developed the replacements for all of Datacert's legacy products. Due to the power and core capabilities of the platform, these products were developed in a fraction of the time of the original products. Since their introduction, the platform and related products have enjoyed enormous market success and have dramatically increased Datacert's sales and market share.

Director, Product Management

- Responsible for the definition and direction of all Datacert software products. After successfully reorganizing the development group, I created and staffed the Product Management group to fulfill a crucial gap in Datacert's product development. I worked closely with Product Marketing and senior management to drive product strategy and direction. Once specific features were selected for development, my staff of three Product Managers and I worked with the engineering group to provide precise requirements and acceptance criteria, as well as support for the implementation group as completed product was deployed to customers.

Vice President, Engineering

- Responsible for the operation of the development and engineering group. Shortly after joining Datacert as a Product Manager, I was selected to fill in a void in leadership in the engineering group during a difficult time. Under my leadership, the department significantly reorganized to be better able to scale and meet market demand, while at the same time producing some of the most successful product releases in Datacert's history. My strong technical background and my ability to communicate with senior management were instrumental in allowing DataCert to shift to a market driven company.

Aug/2004 – Aug/2005	Mesa Technology Partners	Houston, TX
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Senior Software Engineer

- Team member Basin / Play Analysis (BPA) web application. BPA is a sophisticated ASP.NET application used by geologists and petroleum engineers within Shell International Exploration and Production. Key components of the system include complete GIS capabilities, a full featured map catalog for various types of geological maps, and numerous simulations for the prediction of hydrocarbon volumes and economic feasibility of oil and gas production. I was responsible for the design and implementation of a module to allow import and export of inputs and results from another, non-BPA simulation system. Key technologies included a C++/Unix-based web service client interacting with an ASP.NET SOAP web service, as well as all supporting database objects and user interface web pages.
- Responsible for evaluating and implementing crucial infrastructure components for the BPA development team. This included the evaluation, selection, and implementation of a new version control system to replace Visual Source Safe; Subversion was selected and has proven to be a great success. I also implemented the teams continuous testing framework, using Nant, CruiseControl.Net, and Seapines QA Wizard to continuously rerun all unit tests and automated web UI tests after any code check in.

Jul/2003 – Jul/2004

FuelQuest, Inc.

Houston, TX

Architect / Senior Software Engineer

- Responsible for the design, implementation, and testing of numerous software modules, implemented primarily as CMP 2.0 Entity Beans and Stateless Session Beans for the business object model and Struts/JSP pages for presentation. These software modules implement critical business functionality for a new web portal that FuelQuest deployed to give them a unique competitive advantage in the retail fuel management industry. In a very short period, I became one of the key members of the team, and my efforts were a critical factor in the successful deployment of the product to Circle K for management of fuel inventory for 1400 retail sites.

Jan/2002 – Jul/2003

Trelligence, Inc.

Houston, TX

Chief Technology Officer

- Involved with industry research, product definition, business plan construction, and the initial raising of capital. Directly responsible for product analysis, design, and implementation. Core technologies include an innovative, patent-pending rules-based knowledge management system that allows for the very rapid development of object universes and the appropriate rules and relationships for that universe. Trelligence Affinity for Residential, the first commercially available product based on this engine, was delivered to the market just 10 months after initial product concept. Affinity was the industrys first intelligent, constraint-based requirements and space planning tool for the residential construction market. Core technologies employed include J2SE 1.4, XML, Swing, JDBC, UML, J2EE 1.3, EJB, RMI, JSP and Servlets, JMS, and SOAP.

Dec/1999 – Jan/2002

Enron Broadband Services (EBS)

Houston, TX

Senior Director

- Lead Architect and Product Manager - DSL Aggregation Product. Responsible for the overall vision, analysis, requirements definition, design, implementation and deployment of a nationwide DSL aggregation service for MSN. This role included significant technical and commercial input during contract negotiation, regular interaction with the client during implementation, and overall design responsibilities for all aspects of the project. To support rapid development of the communications framework between Microsoft and EBS, a SOAP-like development environment was created, which allowed JSP pages and supporting Java classes to be automatically generated from XML Schema Definitions. The project was completed successfully, despite an extremely aggressive timeline, and was accepting customers before Enron declared Chapter 11 bankruptcy.
- Senior Director of Enterprise Architecture Responsible for overall architecture direction of EBS information technology group. Supervised the definition and implementation of all Oracle 8i standards and tools as well as a data warehouse to join all EBS systems. Managed the architecture group, which defined code and methodology standards for all EBS developers, including a hybrid RUP / Extreme Programming methodology to meet EBS fast paced business requirements. Designed and managed the implementation of a cross-platform, cross-language messaging framework to provide transparent and simplified use of Tibco messaging, Oracle Advanced Queuing, and HTTP messaging.

Senior Architect

- Principal Architect Broadband Operating System (BOS). Responsible for the overall vision, analysis, requirements definition, and design of the Broadband Operating System and its subsystems. This system included a framework to transparently allow software components to be developed as lightweight Java classes, and then to be deployed as either local objects, simple RMI distributed objects, or complete EJBs. All database access was isolated to Data Access Objects, allowing transparent migration to CMP Entity Beans as the CMP 2.0 specification became available.
- Lead Architect - Universal Content Locator (UCL) project. The UCL web server was capable of handling 30,000 transactions and redirections per second. The project was completed in an extremely short cycle - less than two months from the initial requirements to production deployment. It consisted of a Java Servlet and JSP-based administrative application hosted on Apaches Tomcat server, as well as two C++ processes, including a high speed specialized web server.

Apr/1994 – Dec/1999

DataSystems Group

Houston, TX

Chief Technologist

- Lead Architect Eastman Chemical IPID project. IPID is a custom system created by DSG to help Eastman track patents. It uses a three-tier architecture, with Oracle as the database, DCOM services written in Delphi for the middle tier, and a Delphi GUI as the client. The Delphi client communicates to the middle tier using DCOM, removing any client-side dependencies on the database. The middle tier uses a sophisticated meta-data approach to allow changes to be made to patent forms and workflow with little or no change to the GUI client.
- Lead Architect AEP Datapult project. Datapult is an energy-management service sold by AEP, and includes hardware monitoring equipment designed by AEP and a web-based software system created by DSG. The software consisted of a web-based Java application, using a custom built HTTP based JDBC driver and HTTP to communicate with Oracle Web Server 2.0. High performance C++ cartridges (Oracles fast CGI-BIN architecture) and a highly tuned Oracle database design allow the software to perform sophisticated analysis on large amounts of data (more than 1 year of 15 minute data) in real time.

Apr/1994 – Mar/1995

Tenneco Gas

Houston, TX

Senior Analyst

- Analyzed, redesigned and maintained several large, Unix C++ batch programs, consisting of over 35,000 lines of code and more than 25 classes. These modules used a custom class based on Sybase's DB Library for Unix to retrieve data from a Unix Sybase database, perform processing necessary to conduct daily business, and update the database as required.

Jun/1987 – Apr/1994

U.S. Navy

Virginia Beach, VA

Naval Aviator

- Piloted the Navy A-6E Intruder all weather attack carrier based jet. Flew over 1200 hours during 2 six-month deployments, while making 230 arrested landings on board the aircraft carrier USS Saratoga. Managed over 70 officers and enlisted men in the Aircraft Division who were responsible for the maintenance and upkeep of squadron planes.

Education

Sep/1983 Jun/1987

Massachusetts Institute of Technology

Cambridge, MA

Bachelor of Science in Electrical Engineering

- Minor in Economics

References

References are available on request.

ANN KATHERINE ZIKER, PH.D.

EDUCATION

2002 – 2008

RICE UNIVERSITY

HOUSTON, TEXAS

Doctorate in History. **Selected leadership:** University Council; Baker Institute Student Forum Executive Council; admissions office reader. **Selected awards:** Humanities Research Center Fellow; Gardner dissertation prize; Helen G. Shull Endowed PEO Scholar Award; Barbara Field Kennedy Prize in American History

1994 – 1998

RICE UNIVERSITY

HOUSTON, TEXAS

Bachelor of Arts in Sociology and Political Science, *magna cum laude*. Completed teacher certification program. **Honors thesis:** 100+ hours of fieldwork at urban high school campus. **Selected awards and activities:** Donald I. Wood Award for Teaching Excellence; Weber-Durkheim Prize; volunteer mentoring in Houston ISD

EXPERIENCE

2012 –

YES PREP PUBLIC SCHOOLS

HOUSTON, TEXAS

Vice President, Advancement

YES Prep Public Schools is a college-preparatory public charter school system serving 9,000 low-income students

- Serve on YES Prep Senior Leadership Team
- Generate annual operating revenue of \$8 million; design and execute \$70 million capital funding plan to fuel next of YES Prep's growth
- Manage relationships with YES Prep Public Schools Board of Trustees
- Manage relationships with portfolio of 800+ institutional, corporate, and individual investors in YES Prep
- Manage team of 6 individuals

2010 – 2011

EDUCATION PIONEERS

HOUSTON, TEXAS

Managing Director

Education Pioneers is a national nonprofit organization dedicated to attracting, developing, and advancing the nation's most promising talent to lead change in K-12 public education

- Launched new site operations and built program reputation across Houston
- Executed two program cycles, achieving 100% of overall performance targets
- Built and maintained relationships with 20+ senior leaders at Houston school districts, charter management organizations, and education nonprofit organizations
- Raised \$400,000 in six-month period; developed and managed eight-member Board of Advisors
- Grew program size by ~50% from 2010 to 2011, despite environment of budget cuts
- Managed local budget of \$500,000 and built high-performing team
- Led review of national organization's 3-year strategy and business model (appointed by CEO and accountable for outcomes to Board of Directors)

2008 – 2010

MCKINSEY & COMPANY

HOUSTON, TEXAS

Associate

Served private and public sector clients on strategic and organizational issues. Managed senior client teams of 2 – 8 individuals to solve complex, ambiguous problems. Designed and independently performed quantitative and qualitative analytics in fast-paced engagements. Completed 9-week accelerated MBA program in microeconomics, accounting, finance, operations, and strategy. Engagements included:

- Developed a 5-year transformation strategy for \$2 billion educational materials publisher
- Identified \$15-25 million of strategic growth opportunity for an industrial distributor
- Created frontline sales strategy and playbook for \$35-\$50 million opportunity for major U.S. airline
- Launched a major strategic reorganization at a \$30 billion high-tech company
- Developed design principles for integrated performance management system for urban school district

- 2002 – 2008 **RICE UNIVERSITY** HOUSTON, TEXAS
Researcher & Instructor
- Designed and executed original research project on U.S. foreign policy, with minimal supervision. Analyzed and synthesized research gathered at libraries across U.S. Developed critical thesis and wrote 400-page manuscript.
 - Authored and won multiple grant applications
 - Published articles, essays, and book reviews in refereed journals and edited collections
 - Presented work at numerous national professional conferences
 - Designed and taught introductory courses on U.S. history and history of U.S. foreign relations
- 2001–2002 **UNITED WAY OF THE TEXAS GULF COAST** HOUSTON, TEXAS
Fund development specialist
- Trained volunteers, planned large events, and worked with local companies to coordinate annual campaigns
 - Responsible for ~10 middle market campaigns worth ~\$400,000
- 1998–2001 **S.F. AUSTIN HIGH SCHOOL (FORT BEND INDEPENDENT SCHOOL DISTRICT)**
Teacher & Curriculum Specialist
- Taught U.S. History and other subjects at all academic levels. Students achieved 94% pass rate on AP exam (2001). Current Texas certification.
 - Coordinated professional development workshops; conducted campus visits; wrote curriculum
 - Earned Stephen’s Pride award for distinguished service (2001)
 - Authored and won \$10,000+ travel grant from Fulbright-Hayes program (2001)
 - Coached Academic Decathlon team; sponsored multiple student organizations

Kari Thomas

YES PREP LEADERSHIP EXPERIENCE

YES PREP HOME OFFICE, YES PREP PUBLIC SCHOOLS, Houston, TX January 2014-Present
Head of Schools

YES PREP HOME OFFICE, YES PREP PUBLIC SCHOOLS, Houston, TX July 2012-January 2014
Managing Director of Academic Programs

YES PREP HOME OFFICE, YES PREP PUBLIC SCHOOLS, Houston, TX June 2010-July 2012
Senior Director of Academics

- Led YES Prep Public Schools and collaborated with school directors and deans of instruction in areas of teacher support and evaluation, campus instructional program, and service to special populations of students
- Utilized unique skill set related to teacher evaluation and performance data to bring together diverse set of internal and external stakeholders in order to plan, develop, and implement YES Prep Instructional Evaluation Site and Teacher Continuum
- Planned and facilitated professional learning opportunities for campus instructional leaders during content day and school director meetings
- Served as member of YES Prep Team 10 campus advisory group and school director coach of a veteran school director
- Supported and managed home office special population teams dedicated to serving Special Education, English Language Learners, and Response to Intervention
- Worked with Talent Support Team and campuses to recruit and select campus-based instructional leaders

YES PREP SOUTHWEST, YES PREP PUBLIC SCHOOLS, Houston, TX August 2009-June 2010
Assistant School Director

- Ensured all YES Prep Southwest students receive a rigorous, college preparatory education in grades 6-12
- Managed and led campus instructional leadership team responsible for observing and evaluating all teachers, providing school-wide professional development, and coaching teachers in areas of classroom instruction and management, daily and long term planning, assessment, and using student achievement data to inform instruction
- Managed and led campus-based special education program and student assistance team
- Served as campus testing coordinator, data czar, and AP course auditor/coordinator
- Worked with school director to recruit, interview, and hire new teachers
- Recipient of 2010 Effective Practice Incentive Community (EPIC) program award given to high-performing charter schools with significant gains in student achievement

YES PREP SOUTHWEST, YES PREP PUBLIC SCHOOLS, Houston, TX July 2007-August 2009
Dean of Instruction

- Served as first YES-Southwest dean of instruction, worked closely with school directors to develop and implement observation, evaluation, and professional development structure for all teachers
- Provided targeted support, coaching, and evaluation for teachers in the areas of planning, instruction, assessment, and using student achievement data to inform instruction
- Developed and presented campus-based professional development in the areas of basic instructional planning and delivery, objective tracking, using student-centered classroom strategies, providing students with feedback, and utilizing formative assessments
- Taught one section of 9th grade Algebra and helped students achieve 100% passing rate on 2009 Math TAKS and highest 9th grade Algebra class average on district final exam
- YES Prep-Southwest earned a Texas Education Agency accountability rating of “exemplary” for the first time in school history during the 2008-2009 school year

Kari Thomas

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OTHER EDUCATIONAL LEADERSHIP EXPERIENCE

EK POWE ELEMENTARY, DURHAM PUBLIC SCHOOLS, Durham, NC

August 2006-May 2007

Principal Intern

- Served as one of three administrators to staff of over 60 and student body of over 350
- Assisted principal in significant leadership activities: designed, implemented, and managed school goals, objectives, instructional program, and daily operations
- Guided staff in applying goals and objectives; interacted and met with staff members to assist in their development through communication and observation; observed staff using Teacher Performance Appraisal Instrument (TPAI-R certified)
- Supported teachers' classroom management efforts by working with both staff and students to improve individual student and school-wide behavior through positive behavior support
- Facilitated technology support and integration for entire school by designing and executing plan for classroom hardware replacement as well as by connecting staff members with appropriate support networks
- Worked closely with representative from Duke University to design, write, and implement content for new EK Powe website
- Selected as one of two Durham Public Schools' representatives in Growing Future Leaders Program

COLLEGE SUMMIT, Washington, D.C

Summer 2006

Workshop Director

- Managed approximately 30 staff members during weeklong workshops
- Led and co-facilitated workshops, orientations, and professional development sessions
- Served as liaison between College Summit National office and host college/local workshop site
- Acted as College Summit spokesperson to local community, press, and workshop VIPs

UNIVERSITY OF NORTH CAROLINA AT CHAPEL HILL, Chapel Hill, NC

August 2005-May 2006

America Reads Program Coordinator, Student Coalition for Action in Literacy Education

- Oversaw 40 undergraduate tutors employed by community-based literacy tutoring program

TEACH FOR AMERICA/MERRYDALE ELEMENTARY, Baton Rouge, LA

June 2001-May 2004

Fourth Grade Teacher

- Served as member of national service corps of recent college graduates who commit two or more years to teach in under-resourced urban and rural public schools
- Reinforced and re-taught class objectives during after-school tutoring program for 45 at-risk fourth grade students
- Recommended and designed changes to school climate as member of School Improvement Team
- Instructed Merrydale Elementary teachers in technology management and implementation as Compass Learning Site Facilitator
- Completed documentation and facilitated communication among faculty as Fourth Grade Level Chairperson
- Co-chaired logistics committee for 2002 Teach for America South Louisiana pre-induction and induction
- Received arts-based grant, with seven other Corps Members, for \$9,757
- Completed over 200 hours professional development, created approved teaching portfolio, received teaching certification in elementary education as participant in Practitioner Teacher Program

EDUCATION

UNIVERSITY OF NORTH CAROLINA AT CHAPEL HILL, Chapel Hill, NC

• *Master of School Administration, May 2007*

• MSA portfolio goals included: supporting teachers in literacy instruction and classroom management as well as managing school-wide technology services and implementation

• *Master of Public Administration, focus in Nonprofit Management, May 2007*

• Master's Capstone Project: *The North Carolina High School Graduation Project, from Policy to Practice: How Can School Leaders Translate this Requirement into Meaningful Service-Based Experiences for Students?*

• Served as Student Representative on Master of Public Administration Alumni Board; fall 2004-spring 2006

UNIVERSITY OF PENNSYLVANIA, Philadelphia, PA

• *Bachelor of Arts in Political Science, Minor in History, May 2001*

Philip Wright

EDUCATION & CERTIFICATION

Sam Houston State University, Huntsville, Texas

- Master of Education in Administration, May 2007 (3.88 GPA)

Texas Education Agency

- English Language Arts and Reading (Grades 4-8), June 2001
- Elementary Self-Contained Certification (Grades 1-6), June 2001

Miami University, Oxford, Ohio

- Bachelor of Science in Human Resource Management and Minor in Finance, December 1999 (3.38 GPA)

EDUCATIONAL LEADERSHIP

YES Prep Public Schools – Head of Schools

July 2013 – Present

- Manage and evaluate the School Directors at six YES Prep campuses
- Conduct weekly check-ins with school leaders to review campus data to ensure
- Observe leadership team meetings and campus professional development to lead campus growth.
- Participate in steering committee meetings with Aldine ISD and Spring Branch ISD
- Served on Campus Report Card planning team to provide feedback on talent metrics for new initiative.
- Achieved passing rates above state average at all YES Prep campuses on state standardized tests
- Lead professional development for 13 School Directors each month.
- Manage the Senior Director of Student Support and Senior Director of Special Education.

YES Prep Public Schools – Associate Head of Schools

July 2012 – June 2013

- Provided leadership coaching to School Directors while leading Southeast campus.
- Appointed to Human Capital Board Committee to analyze talent data and initiatives with YES Prep Board members.
- Organized learning tour for 11 School Directors to New Orleans to observe high-performing charter schools.

YES Prep Public Schools – Southeast Campus, School Director

June 2009 – June 2013

- Directed turnaround effort at largest and first YES Prep campus
- Manage the daily interactions and operations of 72 staff members and 865 students
- Restructured hiring/dismissal, master schedule, student management, and performance management processes
- Improved staff satisfaction survey results that led to Southeast having higher approval ratings than the YES Prep average on 10 of 12 indicators and the highest satisfaction results on 4 indicators in December 2011
- Increased the number of Southeast teachers in district leadership roles from 2 to 12 in the past two years
- Supervised reading and math intervention programs that led to the highest scores in the district (as measured by NWEA MAP tests) and the greatest overall growth in the district from 2009 to 2013
- Directed instructional team that resulted in Southeast's highest ever scores in 14 of 19 state standardized tests
- Initiated Advanced Placement emphasis and the percentage of students earning a 3 or greater on the AP exams increased from 52% in 2009 to 84% in 2013
- Conduct formal classroom observations and midyear and end of year performance evaluations of entire staff
- Implemented pilot year of performance based pay for 40 teachers in 2011
- Received an "Exemplary" rating (the highest rating awarded by the Texas Education Agency) in 2010 and 2011
- Manage \$8.1 million budget and ensure fiscal responsibility at every level of school in current financial climate

JEREMY BEARD

EXPERIENCE

YES Prep Public Schools

Head of Schools, Houston, TX

February 2014 2011 to Present

- Leading School Directors to ensure schools meet all school goals including 100% college matriculation and persistence
- Leading Senior Directors of the YES Prep Public Schools College Initiatives Team

Blueprint Schools Network

National Director of Programs, Houston, TX

July 2011 to February 2014

- Bringing the lessons learned from Houston ISD's Apollo 20 project to scale, by leading Blueprint's regional program partnerships with public school districts working to close the achievement gap in their turnaround schools.
- Provided programmatic support to Blueprint's Colorado Regional Director and Denver partner schools that outperformed Denver Public Schools (DPS) in percentage point gain for students scoring either proficient or advanced in math. In addition Blueprint's partner schools outperformed DPS in percentage point gain for students scoring either proficient or advanced in reading, with three out of six schools ranked in the top 6 percent of schools statewide for growth in reading.
- Provided programmatic support to Blueprint's 2013 expansion sites in Massachusetts and St. Louis, Missouri.

Houston Independent School District

Apollo 20 School Improvement Officer, Houston, TX

June 2010 to July 2012

- Led principals in some of HISD's lowest performing secondary schools to close the achievement gap
- Led principals and a program team to create a strategic plan to ensure 100% of students in Apollo 20 schools would be on grade level
- Increased TAKS math passing rates by 9% and science TAKS passing rates by 4% in year one of the Apollo 20 Project
- 7 out of 9 schools showed increased attendance and a decrease in suspensions and referrals in year one of the Apollo 20 Project
- 100% of mainstreamed seniors were accepted into a 2- or 4-year college in year one of the Apollo 20 Project

IDEA (Individuals Dedicated to Excellence in Achievement) Public Schools

Principal, IDEA College Preparatory Donna (6-12), Rio Grande Valley, TX

May 2005 to June 2010

- IDEA College Preparatory Donna Ranked #13 out of 21,000 High Schools by U.S. News & World Report 2009 & #19 in 2008
- H.E.B. Excellence in Education Award for the best small district in the state of Texas 2009
- Peter Jennings Award for Civic Leadership Award Winner 2009; presented annually to one Teach For America alumnus/a whose work has made significant and measurable impact in addressing an issue of critical importance to closing the achievement gap
- Helped ensure authorization of the first International Baccalaureate World School that serves predominantly low-income students and expects 100% of the student body to participate in the IB Middle Years and Diploma Program.
- Moved IDEA from TEA Acceptable rating in 2005 to Recognized rating in 2006 & Exemplary rating in 2007
- 100% of first 4 graduating classes matriculated and enrolled in a 4-year college or university
- 90% passing rate average in all content areas in grades 6-12 on state-administered assessment in 2006, 2007, 2009, & 2010
- Morton Deutsch Award for Social Justice, Columbia University 2007
- Named in the Top 33 Middle Schools in Texas by Texas Business and Education Coalition and Just For Kids 2006 & 2007

Assistant Principal & Director of College Counseling, IDEA College Preparatory

March 2004 to May 2005

- Assistant administrator responsible for peer mentoring, enforcing violations of student contract, and overseeing school systems such as detention, lunch duty, bus duty, and team planning at new high school
- Founded college counseling program, *Road to College* curriculum, and aligned school-wide content curriculum to college prep rigor

Language Arts Teacher, IDEA College Preparatory

August 2002 to June 2004

- Named Teacher of the Year, IDEA College Prep Secondary School 2004
- Led 6th & 7th grade teachers as Team Leader in content goals and team goals & authored 6th & 7th grade English curriculum
- Achieved 1.5–2 grade levels of student growth on Stanford 9 language arts scores in one year; 96% of students passed state writing test and 95% passed state reading test for two consecutive years

Teach For America

Program Director, Baltimore, MD

June 1999 to August 2002

- Provided coaching, instructional support, and professional development to 100 Teach For America teachers
- 30% of teachers coached demonstrated 1.5–2 grade levels of student growth in their classrooms

Additional Experience

- School Director, Teach For America Summer Institute December 1999 to August 2001
- Corps Member Advisor, Teach For America Summer Institute March 1998 to August 1999
- Teach For America Corps Member, 5th Grade ESL, & Special Education Inclusion Teacher June 1995 to June 1999

EDUCATION

Columbia Teachers College, Columbia University, New York, New York

M.Ed., Organizational Leadership, August 2006

University of Maryland, College Park, Maryland

B.A., English & African-American Studies, December 1994

Chris Claflin



Education

George Washington University, Washington, DC

- Bachelor of Science in Geology, Minor in Physics, May 1999

University of Michigan, Ann Arbor, Michigan

- Master of Science in Geology, May 2001

Sam Houston State University, Huntsville, Texas

- Master of Education, Educational leadership, May 2008

Career in Education

YES Prep Public Schools – Brays Oaks Campus, Senior School Director December 2012 – Present

- Lead change management and leadership transition for school of 550 students and four grades
- Staff campus satisfaction survey results increased on average by 20% (percentage of staff who strongly agreed or agreed with indicators from the Q12 survey) from December 2012 to December 2013
- Managed another school director in the YES Prep System and served on a school support team whose responsibilities were to manage and support all thirteen schools in our system

YES Prep Public Schools – Southwest Campus, School Director and Co-Director July 2007 – Dec 2012

- Received an “Exemplary” rating (the highest rating awarded by the Texas Education Agency) in 2009–2011
- Recognized in 2011 by Secretary of Education Arne Duncan as a National Blue Ribbon School (one of only 26 schools in Texas and one of only 325 schools nationwide to receive this award)
- Became the second YES Prep school to receive the EPIC Silver Gains Award in 2010
- Children at Risk ranked the middle school at YES Prep SW as fifth best middle school in 2010 in the greater Houston area (out of 300 + eligible middle schools)
- Managed the daily interactions of 70 staff members and 810 students and daily operations of a school campus
- Conducted formal classroom observations and midyear and end of year performance evaluations of entire staff
- Created and managed school-wide business plan and budget totaling \$7M
- Served as school co-director from 2007 – 2009 with current YES Prep president, Jason Bernal
- As co-director, also taught a section of 8th grade math (07-08) and a section of biology (08-09)
- As school director taught two years of 12th grade Ethics (2011 – 2012)

YES Prep Public Schools – Southwest Campus, Dean of Students July 2005 – June 2007

- Managed the disciplinary systems and academic supports for a fully grown out middle school.
- Managed the grade level chairs for the middle school.
- Created programs and incentives to motivate students to persist and succeed in middle school.
- Taught additional sections of 6th grade science and 8th grade math

YES Prep Public Schools – Southeast and Southwest Campuses, Teacher August 2002 – May 2005 *6th Grade Science, 7th Grade Science, 6th Grade Math, and 12th Grade Ethics Teacher*

- Won Teacher of the Month in October 2002 and October 2003

Publications and Abstracts

Essene, E. J., Claflin, C. L., Giorgetti, G., Mata, P., Peacor, D. R. and Arkai, P. (2001) Two- and three-feldspar assemblages with hyalophane: implications for phase equilibria in the system $\text{BaAl}_2\text{Si}_2\text{O}_8\text{-KAlSi}_3\text{O}_8\text{-NaAlSi}_3\text{O}_8$. *European Journal of Mineralogy*.

Claflin, C. L. and Essene, E. J. (2000) Shallow emplacement levels of the Peshtigo monzonite, Wolf River batholith, Wisconsin. *Geological Society of America Abstracts with Programs*, v. 32, p. 496.

William Durbin

Current Address

[REDACTED]

Contact Information

[REDACTED]

WORK EXPERIENCE

Superintendent-Memphis

YES Prep Public Schools-Home Office, Memphis, Tennessee (September 2013-Present)

- Develop strategic plan for the creation of a second YES Prep region in Memphis that ultimately operates 6 schools and serves 6,000 students
- Manage the development of academic, program, financial, and operational components of the Memphis region
- Facilitate the development of a YES Prep-Memphis presence in the community, creating buy-in for the system and school operation in the new region
- Collaborate with fellow charter management organizations in Memphis, ensuring strong organizational alliances resulting in increased student achievement results for all operators

National Senior Leadership Team Member

YES Prep Public Schools-Home Office, Houston, Texas (January 2014-Present)

- Develop a national strategy for accountability and support of multiple school regions
- Facilitate national and regional action plan implementation alignment that ensures high levels of staff engagement and student achievement results across multiple regions

Operator Advisory Committee Member

Achievement School District, Memphis, Tennessee (January 2014-Present)

- Collaborate in sub-committees to develop policy proposals related to topics such as special populations funding, expulsion process, common core implementation, and student enrollment process
- Review ASD policy proposals and finalize implementation plans for school operators

Head of Schools

YES Prep Public Schools-Home Office, Houston, Texas (January 2009-December 2013)

- Identify, train, and manage current and new YES Prep school directors
- Manage performance of 13 YES Prep schools and 8,500 students, resulting in a “Recognized” or “Exemplary” school rating from the Texas Education Agency
- Create and implement new school design plan training modules for school directors opening YES Prep schools
- Support school directors in the first-year launch of new YES Prep schools
- Coordinate with all functional area home office staff (finance, operations, talent support, and academic programs) to ensure effective implementation of strategic initiatives at the school level

Senior Leadership Team Member

YES Prep Public Schools-Home Office, Houston, Texas (January 2009-December 2013)

- Manage the daily operations of the school system with 700 staff and 7,500 students
- Align yearly strategic initiatives and system goals to the effective utilization of the annual budget (\$107 million)
- Develop strategic Phase 3 growth plan for YES Prep Public Schools, including the organizational structure, financial modeling, and governance for a new region

Steering Committee Member

SKY (Spring Branch/KIPP/YES Prep) Partnership, Houston, Texas
(August 2011-December 2013)

- Create a district partnership between Spring Branch ISD, KIPP Academy, and YES Prep, resulting in a KIPP middle school and YES Prep middle school that will ultimately feed into a YES Prep high school in the context of Spring Branch ISD
- Participate in bi-weekly committee meetings to manage the strategic planning and tactical implementation of the school-level programs

PR/Award # U282M140017

**WORK
EXPERIENCE**
(Continued)

Steering Committee Member

SKY (Spring Branch/KIPP/YES Prep) Partnership, Houston, Texas

- Facilitate professional learning opportunities to assist districts across the country with developing partnership schools between traditional districts and charter management organizations
- Develop and monitor Gates' Foundation Partnership Compact, representing one of only 16 designated compact cities by the Gates' Foundation in the 2012-2013

School Founder / Director of School Partnership Development

YES Prep Public Schools-Lee Campus, Houston, Texas (June 2007-December 2009)

- Planned, executed, and managed the development of the fifth new YES Prep campus- First charter/traditional district partnership school in state of Texas (Houston ISD)
- Served as coach/mentor for future school leader to transition by 2009-2010 school year
- Designed and managed seven year facility/school growth plan (2007-2014) that balances YES Prep Lee's program needs within the context of Lee High School
- Cultivated positive and productive relationships between YES Prep Lee staff and Lee High School leadership team
- Earned "Exemplary" rating from Texas Education Agency in first year of operation

School Founder / Director of School Development

YES Prep Public Schools-East End Campus, Houston, Texas (June 2006-June 2007)

- Implemented and managed creation of fourth new YES Prep school-YES Prep East End
- Conducted monthly strategic planning meetings with co-director to ensure this leader developed management skills necessary to independently run all school functions in year two of school's operation (2007-2008)
- Earned "Exemplary" rating from Texas Education Agency in first year of operation

**PARTNERSHIP
COMMITTEES**

- **Principal Relations and Community Engagement Committee Lead,**
Aldine ISD and YES Prep Partnership (February 2013-December 2013)
- **Principal Relations Committee Lead,**
SKY (Spring Branch/KIPP/YES) Partnership (August 2011-December 2013)

**LEADERSHIP
COACHING**

Field Advisor/Mentor

Rice Education Entrepreneurial Program, Houston, Texas (August 2010-Present)

- Coach two REEP participants/leaders with program leadership competencies, assisting in the preparation for principal capstone project and certification
- Observe two REEP participants/leaders in meeting facilitation/strategic planning, resulting in stronger school leadership over the time of the program

Education Consultant

Independent Engagement Consultant, Houston, Texas (August 2010-Present)

- Consult school district personnel with strategic planning on topics such as leadership development, instructional evaluation, and effective school culture management
- Engage in consultancy protocol with ASPIRA Charter Schools in Chicago, University YES Academy Schools in Detroit, and the Achievement School District in Memphis

Innovation Leadership Coach

Bill and Melinda Gates' Foundation-T-STEM Initiative, Houston, Texas (January 2006-May 2011)

- Coached three school leaders in Texas with the creation of new science, technology, engineering, and mathematics academies for grades six through twelve
- Advised school leaders on budget management, curricula implementation, student and strategic planning that lead to increased student academic achievement

**PROFESSIONAL
PRESENTATIONS**

- **"School Director Leader Development and Evaluation"**,
Broad Residency Program (Fall 2012)
- **"Creating Rigorous Student Products in a PBL Project"**,
Texas High School Project: Project-Based Learning Institute (Summer 2010)
- **"Creating a Strong T-STEM Culture"**,
Texas High School Project: Project-Based Learning Institute (Summer 2010)
- **"YES Prep Leading Excellence Days"**,
Aspiring Leadership Training Days, YES Prep Public Schools (Spring 2010)

**PROFESSIONAL
DEVELOPMENT**

- **Pahara-Aspen Education Fellow, Aspen, Co,**
Aspen Institute (June 2014-Present)
- **Leaders of the Future Program, Houston, TX,**
JMW Consultants (June 2012-May 2013)
- **CEO Retreat in Boulder, CO,**
Charter School Growth Fund (October 2012)
- **College Achievement Network Convening: Denver, CO,**
New Schools Venture Fund (October 2012)
- **Summer Entrepreneurial Leadership Institute,**
Rice Education Entrepreneurial Program (June-July 2009)

**PERSONAL
ACHIEVEMENT**

- **Avid runner: completed 4 full marathons and 10 half marathons**
- **Child Advocate: currently serve as a court-appointed child advocate**

EDUCATION**Rice University**

Masters of Business Administration, May 2010

University of Houston-Main Campus

M.Ed. Administration and Supervision, January 2007

Cumulative G.P.A.: 4.0

University of Illinois at Urbana-Champaign

Bachelor of Science, Teaching of Secondary English, May 1998

G.P.A. in Major: 3.9/4.0, Cumulative: 3.6/4.0

CERTIFICATION**State of Texas Principal Certificate**

State of Texas Generalist Certificate (Grades 4-8)

Experience

YES Prep Public Schools, Houston, Texas, *2009-Present*

Head of Schools. Managed cohort of YES Prep School Directors and the transition of academic programs from Houston to Memphis in the organization's first expansion.

- Managed cohort of campus leaders in all campus responsibilities including academic programs and operations
- Hired and managed transition team to adjust YES Prep curricula to Common Core State Standards and similar adjustments required for a successful launch in Tennessee
- Served on Houston Senior Leadership Team with the responsibilities of managing 13 campus with over 8000 students

School Director/Senior School Director. Served as School Principal at two YES Prep campuses and managed novice YES Prep Principals.

- Managed academics, operations and finance, recruitment, and HR at campuses with over 90 staff and 1400 students
 - Earned highest ratings in state accountability system in all years as the campus leader
 - Named silver award winner of the New Leaders EPIC award for student growth on state assessments
-

Relay Graduate School of Education (formerly Teacher U), New York, NY, *Summer 2008*

Education Pioneers Fellow. Evaluated a potential partnership/acquisition in order to attain state accreditation for certifying teachers.

- Analyzed internal and external audit reports, financial statements, and other relevant documents as due diligence for potential partnership
 - Assessed financial statements and conducted interviews of teacher-training organizations to determine the costs associated with bringing new teachers into public school classrooms across the country
-

Department of Education, Middle School 267, Bronx, NY, *2004-2007*

Teacher/Teach for America Corps Members. Founding sixth grade Science teacher at a start-up secondary school.

- Led Science department with responsibilities over school-wide Science curriculum, materials, state exam preparation, and professional development
 - Authored, researched, and implemented interdisciplinary curricula in Science and Latin according to state and national standards and the school's mission
-

Education

HARVARD BUSINESS SCHOOLS, BOSTON, MA, 2007-2009

Masters of Business Administration 2009. Dean's Award Winner. Elected chair of Education Committee, Co-author of HBS cases [REDACTED].

BANK STREET COLLEGE OF EDUCATION, NEW YORK, NY, 2004-2006

Masters of Science in Education 2006. Earned State of New York professional teaching license.

UNIVERSITY OF PENNSYLVANIA, PHILADELPHIA, PA, 2001-2004

Bachelor of Arts in Linguistics 2004. Graduated summa cum laude with Distinction in Linguistics, Minor in Cognitive Science. Elected Member Phi Beta Kappa.

OTHER ATTACHMENTS: LETTERS OF SUPPORT

YES Prep Public Schools, Inc. has attached 10 letters of support from:

1. Christopher Barbic, Superintendent, **Achievement School District**
2. Wanda Bamberg, Ed.D., Superintendent, **Aldine Independent School District**
3. Eli Broad, Founder, **The Eli and Edythe Broad Foundation**
4. Catherine C. Mosbacher, President and CEO, **Center for Houston's Future**
5. Kevin Hall, CEO, **Charter School Growth Fund**
6. Bob Harvey, President and CEO, **Greater Houston Partnership**
7. Juliet Stipeche, President, Board of Education, **Houston Independent School District**
8. The Honorable Annise D. Parker, **Mayor of the City of Houston**
9. David Dunn, Executive Director, **Texas Charter Schools Association**
10. The Honorable John Cornyn, **U.S. Senate**



July 17, 2014

Secretary Arne Duncan
U.S. Department of Education
400 Maryland Avenue, SW
Washington, D.C. 20202

Dear Secretary Duncan:

On behalf of Tennessee's Achievement School District, I am pleased to provide this letter supporting **YES Prep Public Schools'** proposal for the Charter Schools Program (CSP) Grants for Replication and Expansion of High-Quality Charter Schools.

The Achievement School District (ASD) was created to catapult the bottom 5% of schools in Tennessee straight to the top 25% in the state. In doing so, we dramatically expand our students' life and career options, engage parents and community members in new and exciting ways, and ensure a bright future for the state of Tennessee.

To achieve this bold vision, Memphis leaders—including educators; philanthropists; business groups; and community organizations—are working together with an unprecedented degree of collaboration to create an environment that attracts the nation's top-performing charter management organizations to Tennessee. **YES Prep Public Schools** is one of the organizations that we knew we needed in Memphis to provide this community with the high-quality public schools that it deserves. Not only is YES Prep Public Schools one of the nation's highest-performing public school systems (they were the inaugural winner of the Broad Prize for Public Charter Schools), but they also meet the critical need for operators of high schools.

As you know, the Tennessee Achievement School District represents one of the nation's most innovative, most important education reform experiments; if we succeed, we will show definitively that all students are capable of academic success. YES Prep's expansion into Memphis is an integral part of the ASD's ability to achieve its goals. Therefore, I am delighted to endorse their application for a CSP grant from the Department of Education.

Sincerely,



Chris Barbic

Superintendent, Achievement School District

Founder, YES Prep Public Schools



ALDINE INDEPENDENT SCHOOL DISTRICT

14910 Aldine Westfield Road • Houston, Texas, 77032-3099 • (281) 985-6200 • www.aldine.k12.tx.us

July 17, 2014

Secretary Arne Duncan
U.S. Department of Education
400 Maryland Avenue, SW
Washington, D.C. 20202

Dear Secretary Duncan:

The Aldine Independent School District is delighted to provide this letter in support of **YES Prep Public Schools'** proposal for the Charter Schools Program (CSP) Grants for Replication and Expansion of High-Quality Charter Schools. Aldine ISD is located in the northern part of Houston, Texas, and serves more than 67,000 students, 84.7% of whom are economically disadvantaged.

As Superintendent of Aldine, I can attest to the outstanding academic program **YES Prep Public Schools** operates on behalf of underserved students in the Houston area—as well as their commitment to partnering with traditional public school districts to improve student achievement for *all* students in our community.

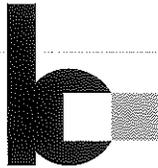
I invited YES Prep Public Schools to join a partnership with Aldine ISD because I knew that they would deliver a high-quality public education that I want for every student in our district and our city. In addition to delivering outstanding student outcomes, I knew that YES Prep would be a collaborative partner and share best practices with our teachers and principals. I am especially proud that YES Prep Public Schools is sharing their proven approach to college counseling for first-generation college students; our vision is to emulate YES Prep's model to improve college access for all of the 67,000 students in Aldine ISD.

Our partnership with YES Prep Public Schools has catalyzed change for public school districts across the state of Texas and the nation. I often receive inquiries from other urban school superintendents who are eager to learn more about our innovative partnership and follow the success of our model.

With their continued growth and spirit of collaboration with traditional school districts, YES Prep Public Schools will continue to help promote this kind of bold reform in our nation's education system. For that reason, I am pleased to endorse their application for a CSP grant from the Department of Education.

Sincerely,


Wanda Bamberg, Ed.D.
Superintendent



July 18, 2014

Secretary Arne Duncan
U.S. Department of Education
400 Maryland Avenue, SW
Washington, D.C. 20202

Dear Secretary Duncan:

I am pleased to provide this letter supporting YES Prep Public Schools' proposal for the Charter Schools Program (CSP) Grants for Replication and Expansion of High-Quality Charter Schools.

The Eli and Edythe Broad Foundation is deeply committed to ensuring that every student in an urban public school has the opportunity to succeed. We share the Department of Education's belief that we should replicate and expand charter school models that have demonstrated outstanding student outcomes. In 2012, the Foundation introduced The Broad Prize for Public Charter Schools, a national prize that honors the public charter management organization that demonstrates the most outstanding overall student performance and improvement while reducing achievement gaps among students of color and low-income students.

YES Prep Public Schools was selected as the inaugural winner of this award. A 14-member review board of prominent education researchers, policy leaders, practitioners and executives from around the country evaluated publicly available student achievement data on 20 large established urban charter school systems and found that YES Prep Public Schools had the best overall student academic performance between 2007 and 2011. For example, YES Prep Public Schools eliminated nearly all income and ethnic achievement gaps, and YES Prep's students are outperforming their higher income and white peers statewide in most cases—something very few other large urban school systems nationwide to date have achieved. In addition, YES Prep's seniors outperformed other large urban CMOs and the national average in SAT participation and scores.

We believe that YES Prep Public Schools is among our nation's brightest examples of models that work for historically underserved student populations. At scale, YES Prep has the potential to be a vanguard for demonstrating what is possible for public education in our country. For that reason, I enthusiastically endorse YES Prep in their application for a CSP grant and am excited by the prospect that federal funds could further fuel its growth.

Please do not hesitate to contact me regarding our recommendation.

Sincerely,



2121 Avenue of the Stars
Suite 3000
Los Angeles, California 90067





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- Rick Jaramillo
Chairman
- Eugene H. Vaughan
Founding Chairman
- Catherine Mosbacher
President and CEO
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- Brenda Hellyer, Ed.D.
- Paul W. Hobby
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- Shauna Johnson-Clark
- Harris "Shrub" Kempner, Jr.
- Stephen Klineberg, Ph.D.
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- The Honorable Annise Parker
- James R. Royer
- Umesh Verma
- The Honorable Bill White
- Rosie Zamora

1200 Smith, Suite 1150
Houston, Texas 77002
Phone: 713-844-9303
Fax: 713-844-9345
www.futurehouston.org

July 9, 2014

Secretary Arne Duncan
U.S. Department of Education
400 Maryland Avenue, SW
Washington, D.C. 20202

Dear Secretary Duncan:

On behalf of the Center for Houston's Future, I am pleased to provide this letter supporting **YES Prep Public Schools'** proposal for the Charter Schools Program (CSP) Grants for Replication and Expansion of High-Quality Charter Schools.

The Center for Houston's Future works to make Houston a top global community in which to work and live. Our mission is to solve our region's toughest problems by engaging diverse leaders, providing impactful research, and defining actionable strategies. Since our founding, the Center for Houston's Future has identified public education as one of the most critical problems for Houston to address, and we have been deeply committed to advancing solutions that prepare more Houston students for success in college and career.

Our leadership believes that the **YES Prep Public Schools has provided an exemplary model** for our city. YES Prep Public Schools has shown that students from Houston's most disadvantaged can excel academically when given excellent educational opportunities. In addition, we see evidence that YES Prep Public Schools and other high-performing charter schools have catalyzed change for *all* public schools in Houston. For example, the Houston Independent School District has adopted many charter school practices in their flagship "Apollo 20" reform initiative. Because of the importance of their work, we invited the founder of YES Prep Public Schools, Christopher Barbic, to serve on the Board of Directors for the Center for Houston's Future.

The Center for Houston's Future enthusiastically supports the expansion and replication of proven solutions to our city's education crisis. YES Prep's continued growth will transform not only thousands of individual lives but also the future of our city. For that reason, we are delighted to endorse their application for a CSP grant from the Department of Education.

Best regards,



Catherine C. Mosbacher
President and CEO



July 17, 2014

Secretary Arne Duncan
U.S. Department of Education
400 Maryland Avenue, SW
Washington, D.C. 20202

Dear Secretary Duncan:

On behalf of the Charter School Growth Fund, I am pleased to provide this letter supporting **YES Prep Public Schools'** proposal for the Charter Schools Program (CSP) Grants for Replication and Expansion of High-Quality Charter Schools.

The Charter School Growth Fund (CSGF), a national nonprofit organization that invests philanthropic capital in the nation's highest-performing charter school operators, shares the Department's sense of urgency to scale effective charter school systems. We have had the privilege of working closely with YES Prep Public Schools as they have grown from a small, entrepreneurial start-up to a thriving system of 9,000 students. During our nearly decade-long partnership with YES Prep, we have seen their ability to deliver consistently strong student results as well as manage their organization in a sustainable, fiscally responsible way.

Recently, the CSGF Board of Directors was proud to approve a third investment in YES Prep Public Schools, to fuel a growth plan to serve more than 20,000 students across two regions (Houston, Texas and Memphis, Tennessee). After an extensive and rigorous evaluation of YES Prep Public Schools' growth plan, the CSGF Board and leadership felt confident that YES Prep Public Schools has the elements necessary to succeed in expansion: a strong leadership team, a proven academic program model, and a sound business plan. Our annual analysis of student performance data shows that YES Prep has maintained a high level of quality even as they have growth rapidly in scale. This is a strong indicator that YES Prep is an ideal candidate for a Department of Education CSP grant to expand and replicate.

We believe that YES Prep Public Schools is among our nation's brightest examples of models that work for historically underserved student populations. For that reason, we are delighted to support their application for a CSP grant.

Sincerely,



Kevin Hall
Chief Executive Officer



GREATER HOUSTON PARTNERSHIP

July 18, 2014

The Honorable Arne Duncan
U.S. Department of Education
400 Maryland Avenue, SW
Washington, D.C. 20202

Dear Secretary Duncan:

On behalf of the Greater Houston Partnership, I am pleased to provide this letter supporting **YES Prep Public Schools'** proposal for the Charter Schools Program (CSP) Grants for Replication and Expansion of High-Quality Charter Schools.

The mission of the Greater Houston Partnership (GHP) is to make the Houston region the best place to live, work and build a business. Over the past 25 years, our membership, comprised of over 2,000 leading companies, has tackled the most important issues that impact our community. A thriving public education system is critically important to building a strong, economically competitive city with a high quality of life for all citizens. Therefore, the GHP has worked diligently to advance solutions that prepare more Houston students for success in college and career.

Our leadership believes that **YES Prep Public Schools** is one of Houston's brightest examples of what is possible in public education. YES Prep has provided an exemplary model for our city by showing that students from Houston's most disadvantaged areas can excel academically when given excellent educational opportunities. In addition, we see evidence that **YES Prep Public Schools** and other high-performing charter schools have catalyzed change for *all* public schools in Houston. For example, the Houston Independent School District has adopted many charter school practices in their flagship "Apollo 20" reform initiative. We are proud to have **YES Prep Public Schools** as a part of our community, and we appreciate their leadership and collaboration with business and community leaders to improve educational outcomes for all Houston students.

The Greater Houston Partnership enthusiastically supports the expansion and replication of all proven solutions to our city's education challenge. **YES Prep's** continued growth will transform not only thousands of individual lives but also the future of our city. For that reason, we are delighted to endorse their application for a CSP grant from the Department of Education.

Sincerely,



Bob Harvey
President and CEO

GREATER HOUSTON PARTNERSHIP

1200 SMITH, SUITE 700, HOUSTON, TX 77002 | PHONE: 713-844-3600 | FAX: 713-844-0200
AUSTIN | BRAZORIA | CHAMBERS | FORT BEND | GALVESTON | HARIS | LIBERTY | MONTGOMERY | SAN JACINTO | WALLER



CENTER FOR EXCELLENCE AND EQUITY IN EDUCATION

July 18, 2014

Secretary Arne Duncan
U.S. Department of Education
400 Maryland Avenue, SW
Washington, D.C. 20202

Dear Secretary Duncan:

On behalf of the Board of Education of the Houston Independent School District (HISD), I am pleased to provide this letter supporting **YES Prep Public Schools'** proposal for the Charter Schools Program (CSP) Grants for Replication and Expansion of High-Quality Charter Schools.

HISD is the nation's seventh-largest school district, serving more than 200,000 students. More than 80% of our student population comes from economically disadvantaged homes. While we recognize that our students face great challenges from poverty, HISD's Board of Education know that there is no more important priority than holding high expectations and preparing *every* student for success in college and career.

HISD strives to be national leader among urban districts. If we are to succeed in our bold vision for excellence, we know that we need to have strong community partners. **YES Prep Public Schools** has been a critical partner to HISD: they have provided a vision for what is possible, and they have demonstrated a generosity of spirit in sharing best practices, hosting visits, and building relationships among their leadership and ours. The Houston Independent School District's "Apollo 20" reform initiative is based on pillars developed at YES Prep Public Schools and other high-performing charter schools. Most importantly, YES Prep Public Schools has helped break down the barriers between charter schools and traditional public school districts, and instead have sought to work collaboratively for the good of *all* children in Houston.

YES Prep Public Schools has provided an exemplary model for our city. The Houston Independent School District enthusiastically supports the expansion and replication of proven solutions to our city's education crisis, including the continued growth of YES Prep Public Schools. We are delighted to endorse their application for a CSP grant from the Department of Education.

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July 18, 2014

Secretary Arne Duncan
U.S. Department of Education
400 Maryland Avenue, SW
Washington, D.C. 20202

Dear Secretary Duncan:

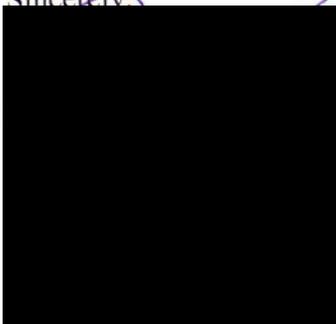
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Sincerely,



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ool District



ANNISE D. PARKER
MAYOR

OFFICE OF THE MAYOR
CITY OF HOUSTON
TEXAS

July 18, 2014

Secretary Arne Duncan
U.S. Department of Education Building
400 Maryland Ave, SW
Washington, DC 20202

Dear Secretary Duncan:

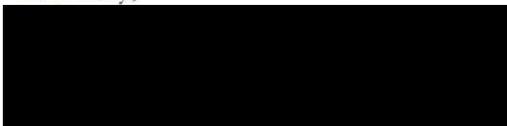
As Mayor of the City of Houston, I understand that a solid education helps provide better jobs, better pay and choices for our community. The Federal Charter Schools Program grant for the Replication and Expansion of High-Quality Charter Schools (CSP) represents a significant opportunity to support high-quality charter schools that improve educational outcomes for our country's most high need students. **It is my pleasure to express support for YES Prep Public Schools' application for CSP funding.**

The students of Houston benefit from YES Prep's presence in our community. YES Prep provides a high quality education to over 8,000 students throughout Houston from diverse economic backgrounds. Their results continue to drive a conversation in our community about what is possible in education. As the Houston economy continues to grow, YES Prep helps prepare students from high-need families for college and jobs with opportunity.

We strongly believe that YES Prep is well positioned for growth in the years ahead, and support the vision articulated in their CSP application. As Mayor, I am fully engaged in the fight for funds for federal programs. While Congress can appropriate the funds, in the end, our communities need great local organizations to actually provide the services. That is why I am pleased to support YES Prep Public Schools – an organization with experience providing excellent high-quality charter schools.

I am confident YES Prep will do a wonderful job for the CSP program in our City.

Sincerely,



Annise D. Parker
Mayor



July 15, 2014

Secretary Arne Duncan
U.S. Department of Education
400 Maryland Avenue, SW
Washington, D.C. 20202

Dear Secretary Duncan:

On behalf of the Texas Charter Schools Association (TCSA), I am delighted to provide this letter in support of **YES Prep Public Schools'** proposal for the Charter Schools Program (CSP) Grants for Replication and Expansion of High-Quality Charter Schools.

Texas has tremendous need for the continued expansion of high-quality charter schools such as YES Prep Public Schools. Today, more than 178,000 Texas students attend over 550 open-enrollment charter schools—yet there are still more than 101,000 students on waiting lists. As Executive Director, I am passionately committed to giving hope to families of wait-listed students by promoting policies that help scale proven charter models. Our mission is to improve student achievement in Texas by advocating for and strengthening a diverse set of high quality charter schools. **YES Prep Public Schools** are precisely the kind of schools that we want to see grow.

TCSA was exceptionally proud that YES Prep Public Schools was selected as the first-ever winner of the national Broad Prize for Public Charter Schools. YES Prep Public Schools has been a dedicated and active member of TCSA since our founding. As they serve their own students with excellence, YES Prep Public Schools also brings a spirit of collaboration to our Association and actively works to share best practices with other charter schools in Texas.

For all of these reasons, I am delighted to endorse their application for a CSP grant from the U.S. Department of Education.

Sincerely,



David Dunn
Executive Director

United States Senate

WASHINGTON, DC 20510-4305

July 15, 2014

Ms. Gabriella Gomez
Assistant Secretary for Legislative and Congressional Affairs
Department of Education
400 Maryland Avenue, S.W.
Washington, District of Columbia 20202

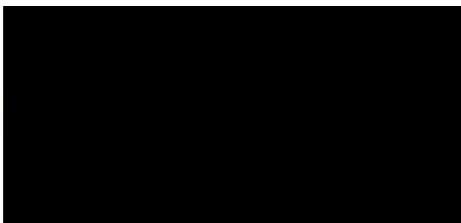
Dear Assistant Secretary Gomez:

I am writing to express my support for the 2014 Charter Schools Program (CSP) Replication and Expansion of High-Quality Charter Schools grant application submitted to Department of Education by YES Prep Public Schools (YES Prep).

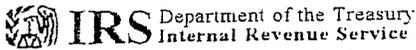
As you and your staff review the proposal, I trust you will give full consideration to the many strengths of this application. I have been informed that YES Prep serves 8000 students on 13 campuses across the Houston Metro area, many of whom are economically disadvantaged. Additionally, 5000 students are on the YES Prep waiting list. YES Prep is seeking a grant award to open a total of 12 new schools between 2015-2019. If awarded, YES Prep will be able to expand operations to serve more students in chronically underperforming district schools and increase regional access to quality education options.

I would appreciate your efforts to ensure that I am kept informed as to the progress of this application. Please contact Josh Jemente, my Grants Coordinator, with any developments regarding this proposal as soon as they are available.

Thank you for your assistance and consideration.



JC:jj



Department of the Treasury
Internal Revenue Service

P.O. Box 2508
Cincinnati OH 45201

In reply refer to: 0248162350
Nov. 15, 2010 LTR 4168C E0
76-0563835 000000 00

00013793
BODC: TE

YES PREP PUBLIC SCHOOLS INC
% CHRISTOPHER BARBIC
6201 BONHOMME RD STE 168N
HOUSTON TX 77036-4427



05028

Employer Identification Number: [REDACTED]
Person to Contact: [REDACTED]
Toll Free Telephone Number: [REDACTED]

Dear Taxpayer:

This is in response to your Nov. 03, 2010, request for information regarding your tax-exempt status.

Our records indicate that you were recognized as exempt under section 501(c)(03) of the Internal Revenue Code in a determination letter issued in October 1998.

Our records also indicate that you are not a private foundation within the meaning of section 509(a) of the Code because you are described in section(s) 509(a)(1) and 170(b)(1)(A)(ii).

Donors may deduct contributions to you as provided in section 170 of the Code. Bequests, legacies, devises, transfers, or gifts to you or for your use are deductible for Federal estate and gift tax purposes if they meet the applicable provisions of sections 2055, 2106, and 2522 of the Code.

Please refer to our website www.irs.gov/eo for information regarding filing requirements. Specifically, section 6033(j) of the Code provides that failure to file an annual information return for three consecutive years results in revocation of tax-exempt status as of the filing due date of the third return for organizations required to file. We will publish a list of organizations whose tax-exempt status was revoked under section 6033(j) of the Code on our website beginning in early 2011.

0248162350
Nov. 15, 2010 LTR 4168C E0
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00013794

YES PREP PUBLIC SCHOOLS INC
% CHRISTOPHER BARBIC
6201 BONHOMME RD STE 168N
HOUSTON TX 77036-4427

If you have any questions, please call us at the telephone number shown in the heading of this letter.

Sincerely yours,



Michele M. Sullivan, Oper. Mgr.
Accounts Management Operations I

OTHER ATTACHMENTS: SCHOOLS OPERATED BY APPLICANT

District Number issued by the state of Texas: 101-845

YES Prep Public Schools, Inc. is a national charter management organization (CMO) that operates 13 charter schools under the following authority:

- 11 charter schools under a single charter issued by the Texas Education Agency
 - Original charter contract attached
 - Charter renewal letter attached (expires July 31, 2015)
 - Approved charter amendments attached
- One charter school through a district-charter partnership with Spring Branch ISD, which has the authority to establish a charter campus
 - Contract between school districts attached
- One charter school through a district-charter partnership with Aldine ISD, which has the authority to establish a charter campus
 - Contract between school districts attached

The chart below provides the requested information for YES Prep’s 13 charter schools for the 2013-14 school year. A map of school locations is attached.

SCHOOL PROFILE	PHYSICAL LOCATION	CAMPUS NUMBER
YES Prep Southeast Founded in 1998 Serves 940 students in Grades 6-12 88 teachers, leaders, and support staff, including: Charles Schmidt, <i>School Director</i>	353 Crenshaw Road Houston, Texas 77034 (713) 967-9400 Main (713) 910-2350 Fax	101-845-001

<p>Alexandra Arroyo, <i>Director of Academics</i></p> <p>Roberto Trevino, <i>Director of College Counseling</i></p> <p>Lora Knapp, <i>High School Dean of Students</i></p> <p>Jennifer Reiser, <i>Middle School Dean of Students</i></p> <p>Eileen Galligan, <i>Dean of Instruction</i></p> <p>Jaime Head, <i>Dean of Instruction</i></p> <p>Christopher Schumacher, <i>Dean of Instruction</i></p> <p>Lara Speights, <i>Dean of Instruction</i></p> <p>Delvin Stern, <i>Operations Manager</i></p>		
<p>YES Prep North Central</p> <p>Founded in 2003</p> <p>Serves 933 students in Grades 6-12</p> <p>83 teachers, leaders, and support staff, including:</p> <p>Bryan Reed, <i>School Director</i></p> <p>Amanda Edwards, <i>High School Principal</i></p> <p>Bryan Bordelon, <i>Middle School Principal</i></p> <p>Michelle Laflure, <i>Director of Academics</i></p> <p>Chelette Stephenson, <i>Director of College Counseling</i></p> <p>Marissa Morris, <i>Dean of Instruction</i></p> <p>Erin Palkot, <i>Dean of Instruction</i></p> <p>Emily Vanderbilt, <i>Dean of Instruction</i></p> <p>Matthew Hansen, <i>Operations Manager</i></p>	<p>13703 Aldine-Westfield Road Houston, Texas 77039</p> <p>(713) 967-8800 Main (281) 227-2090 Fax</p>	<p>101-845-101</p>

Edith Rahimian, <i>Parent/Community Coordinator</i>		
<p>YES Prep Southwest</p> <p>Founded in 2004</p> <p>Serves 853 students in Grades 6-12</p> <p>91 teachers, leaders, and support staff, including:</p> <p>Eric Newcomer, <i>School Director</i></p> <p>Jennifer Baugher, <i>Director of Academics</i></p> <p>Reem Semaan, <i>High School Dean of Students</i></p> <p>Eric Espinoza, <i>Middle School Dean of Students</i></p> <p>Peter Olymia, <i>Director of College Counseling</i></p> <p>Mollie Johnson, <i>Dean of Instruction</i></p> <p>Cara Eng, <i>Senior Operations Manager</i></p>	<p>4411 Anderson Road</p> <p>Houston, Texas 77053</p> <p>(713) 967-9200 Main</p> <p>(713) 413-0003 Fax</p>	101-845-002
<p>YES Prep East End</p> <p>Founded in 2006</p> <p>Serves 857 students in Grades 6-12</p> <p>86 teachers, leaders, and support staff, including:</p> <p>Leah Peters, <i>School Director</i></p> <p>Jennifer Greene, <i>High School Principal</i></p> <p>Vini Varughese, <i>Middle School Principal</i></p> <p>Holly Daniel, <i>Dean of Instruction</i></p> <p>Megan Gibbs, <i>Dean of Instruction</i></p> <p>Megan Hermance, <i>Dean of Instruction</i></p> <p>Justin Vigil, <i>Operations Manager</i></p>	<p>8329 Lawndale Street</p> <p>Houston, Texas 77012</p> <p>(713) 967-7800 Main</p> <p>(713) 921-2305 Fax</p>	101-845-003

<p>YES Prep Gulfton</p> <p>Founded in 2007</p> <p>Serves 880 students in Grades 6-12</p> <p>80 teachers, leaders, and support staff, including:</p> <p>Corey Crouch, <i>School Director</i></p> <p>Brian Jaffe, <i>Dean of Students</i></p> <p>Lindsay Ralls, <i>Director of Academics</i></p> <p>Laura Villafrance, <i>Director of College Counseling</i></p> <p>Jennifer Reyes, <i>Operations Manager</i></p>	<p>6565 De Moss Street</p> <p>Houston, Texas 77074</p> <p>(713) 967-9800 Main</p> <p>(713) 774-1808 Fax</p>	<p>101-845-004</p>
<p>YES Prep West</p> <p>Founded in 2009</p> <p>Serves 686 students in Grade 6-10</p> <p>65 teachers, leaders, and support staff, including:</p> <p>Ashleigh Fritz, <i>School Director</i></p> <p>Shauna Veitch, <i>Dean of Students</i></p> <p>Lauren Gray, <i>Dean of Instruction</i></p> <p>Lesley Guilmart, <i>Dean of Instruction</i></p> <p>Madison Fagan, <i>Operations Manager</i></p>	<p>10535 Harwin Drive</p> <p>Houston, Texas 77036</p> <p>(713) 967-9800 Main</p> <p>(713) 541-8518 Fax</p>	<p>101-845-005</p>
<p>YES Prep Brays Oaks</p> <p>Founded in 2009</p> <p>Serves 644 students in Grade 6-10</p> <p>63 teachers, leaders, and support staff, including:</p> <p>Christopher Claflin, <i>Senior School Director</i></p>	<p>9000 West Belfort Street</p> <p>Houston, Texas 77031</p> <p>(713) 967-9800 Main</p> <p>(713) 778-0917 Fax</p>	<p>101-845-006</p>

<p>Oscar Romano, <i>High School Dean of Students</i></p> <p>Haskel Harvey, <i>Middle School Dean of Students</i></p> <p>Angel King, <i>Director of College Counseling</i></p> <p>Johnie Flores, <i>Dean of Instruction</i></p> <p>Jacqueline Foss, <i>Dean of Instruction</i></p> <p>Latronica Madison-Felix, <i>Dean of Instruction</i></p> <p>Amy McLuskie, <i>Operations Manager</i></p>		
<p>YES Prep North Forest</p> <p>Founded in 2010</p> <p>Serves 660 students in Grade 6-12</p> <p>73 teachers, leaders, and support staff, including:</p> <p>Eldridge Gilbert, <i>School Director</i></p> <p>Meron Tekle, <i>Dean of Students</i></p> <p>Celeste Myres, <i>Dean of Students</i></p> <p>Patricia Kelley, <i>Director of College Counseling</i></p> <p>Latronica Madison, <i>Dean of Instruction</i></p> <p>Alexa Miller, <i>Dean of Instruction</i></p> <p>Erika Parrish, <i>Dean of Instruction</i></p> <p>Tymesha Robinson, <i>Operations Manager</i></p>	<p>6602 Winfield Road</p> <p>Houston, Texas 77050</p> <p>(713) 967-8600 Main</p> <p>(713) 589-2502 Fax</p>	<p>101-909-018</p>
<p>YES Prep Northside</p> <p>Founded in 2011</p> <p>Serves 408 students in Grade 6-8</p> <p>40 teachers, leaders, and support staff, including:</p>	<p>5214 Jensen Drive</p> <p>Houston, Texas 77026</p> <p>(713) 924-0400 Main</p> <p>(713) 589-2502 Fax</p>	<p>101-845-007</p>

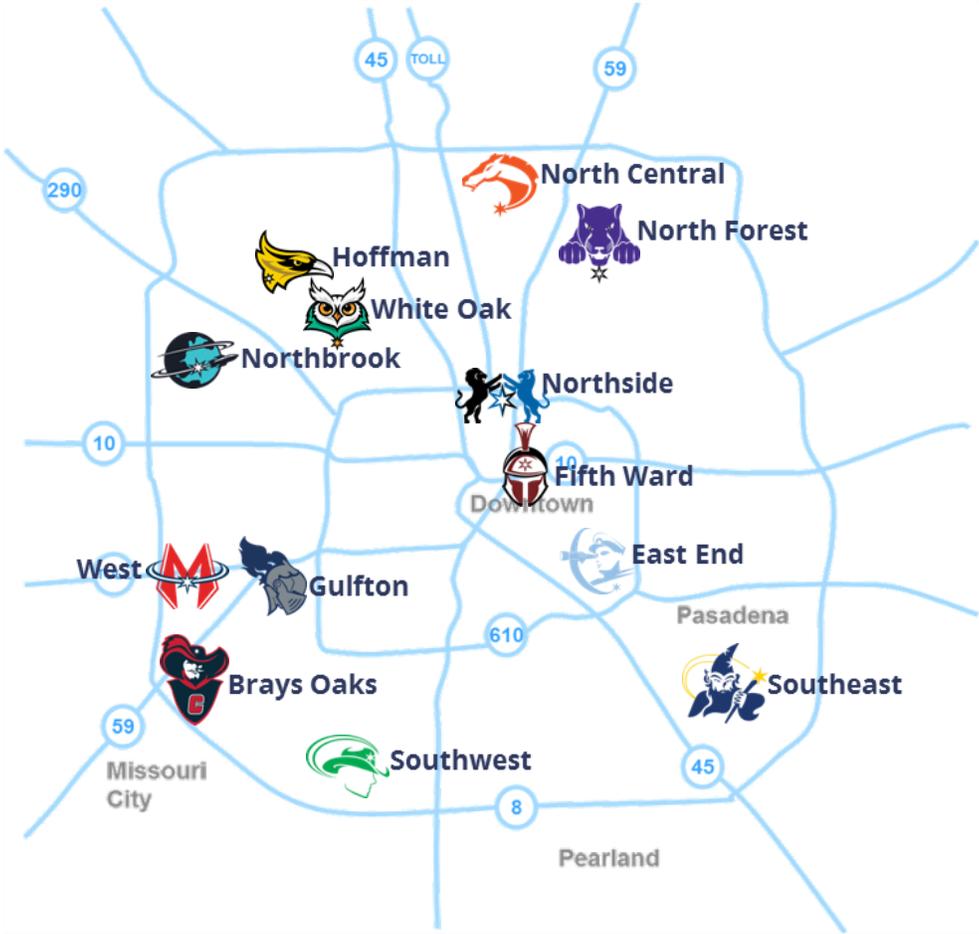
<p>Maureen Israel, <i>School Director</i></p> <p>Lanny Bose, <i>Middle School Principal</i></p> <p>Hannah Cox, <i>Dean of Instruction</i></p> <p>Rebecca Thomas, <i>Dean of Instruction</i></p> <p>Carlos Anguiano, <i>Operations Manager</i></p>		
<p>YES Prep Fifth Ward</p> <p>Founded in 2011</p> <p>Serves 407 students in Grade 6-8</p> <p>39 teachers, leaders, and support staff, including:</p> <p>Barbara Campbell, <i>School Director</i></p> <p>Stephanie Clayton, <i>Dean of Students</i></p> <p>Sheyonne Elliott, <i>Dean of Instruction</i></p> <p>Laura Washington, <i>Dean of Instruction</i></p> <p>Chase Sander, <i>Operations Manager</i></p>	<p>1305 Benson Street</p> <p>Houston, Texas 77078</p> <p>(713) 924-0600 Main</p> <p>(713) 670-0032 Fax</p>	<p>101-845-008</p>
<p>YES Prep Northbrook Middle School</p> <p>Partnership with Spring Branch ISD</p> <p>Founded in 2012</p> <p>Serves 274 students in Grade 6-7</p> <p>30 teachers, leaders, and support staff, including:</p> <p>Cendie Stanford, <i>School Director</i></p> <p>Victor Cota, <i>Assistant School Director</i></p> <p>Katerina Tsybouleva, <i>Operations Manager</i></p>	<p>303 Rosefield Drive</p> <p>Houston, Texas 77080</p> <p>(713) 251-4200 Main</p> <p>(713) 251-4209 Fax</p>	<p>101-920-047</p>

<p>YES Prep White Oak</p> <p>Founded in 2013</p> <p>Serves 140 students in Grade 6</p> <p>14 teachers, leaders, and support staff, including:</p> <p>Joel Munoz, <i>School Director</i></p> <p>Holly Wright, <i>Dean of Instruction</i></p> <p>Kathleen Underwood, <i>Operations Manager</i></p>	<p>5602 West Tidwell Road</p> <p>Houston, Texas 77091</p> <p>(713) 924-5200 Main</p> <p>(713) 589-2502 Fax</p>	<p>101-845-009</p>
<p>YES Prep Hoffman Middle School</p> <p>Partnership with Aldine ISD</p> <p>Founded in 2013</p> <p>Serves 142 students in Grade 6</p> <p>14 teachers, leaders, and support staff, including:</p> <p>Melanie Singleton, <i>School Director</i></p> <p>Brittany McGruder, <i>Dean of Instruction</i></p> <p>Kenya Pinkard, <i>Operations Manager</i></p>	<p>6101 West Little York Road</p> <p>Houston, Texas 77091</p> <p>(713) 924-5400 Main</p> <p>(866) 618-3781 Fax</p>	<p>101-902-046</p>

District Map – 13 Schools

Houston, Texas

2013-14 School Year



CONTRACT FOR CHARTER

This contract is executed the 21st day of June 2000 between the Texas State Board of Education (the "Board") and YES College Preparatory School ("Charterholder") for an open-enrollment charter to operate a Texas public school to be known as YES College Preparatory School.

General

1. Definitions. As used in this contract:
 - "Charter" means the open-enrollment charter, as provided by Subchapter D, Chapter 12, Texas Education Code (TEC), granted by this contract.

 - "Charterholder" means the sponsoring entity identified in the charter application.

 - "Charter school" means the open-enrollment charter school. Charterholder agrees to operate as provided in this contract. The charter school is a Texas public school.

 - "Agency" means the Texas Education Agency.

2. The Charter. This contract grants to Charterholder an open-enrollment charter under Subchapter D, Chapter 12, TEC. The terms of the charter include: (a) this contract; (b) applicable law; (c) Request for Application #701-00-006; (d) any condition, amendment, modification, revision or other change to the charter adopted or ratified by the Board; (e) all statements, assurances, commitments and representations made by Charterholder in its application for charter, attachments or related documents, to the extent consistent with (a) through (d); and (f) assurance by Charterholder, evidenced by execution of this contract, that no false information was submitted to the Agency or the Board by Charterholder, its agents or employees in support of its application for charter.

3. Authority Granted by Charter. The charter authorizes Charterholder to operate a charter school subject to the terms of the charter. Action inconsistent with the terms of the charter shall constitute a material violation of the charter.

4. Alienation of Charter. The charter may not be assigned, encumbered, pledged or in any way alienated for the benefit of creditors or otherwise. Charterholder may not delegate, assign, subcontract or otherwise alienate any of its rights or responsibilities under the charter. Any attempt to do so shall be null and void and of no force or effect; provided, however, that Charterholder may contract at fair market value for services necessary to carry out policies adopted by Charterholder or the governing body of the charter school. Charterholder may not engage or modify the

terms of the engagement of a private management company without approval by the Board in accordance with Paragraph 7 of this contract.

5. Term of Charter. The charter shall be in effect from June 21, 2000 through June 20, 2005, unless renewed or terminated.
6. Renewal of Charter. On timely application by Charterholder in a manner prescribed by the Board, the charter may be renewed for an additional period determined by the Board. The charter may be renewed only by *written amendment approved by vote of the Board and properly executed by its chair.*
7. Revision by Agreement. The terms of the charter may be revised with the consent of Charterholder by written amendment approved by vote of the Board. For purposes of this paragraph, the terms of the charter include, among other provisions, specifications concerning the school's governance structure, characteristics of the educational program to be offered, and the location, type and number of facilities at which the school will operate. The commissioner of education ("the commissioner") may revise the charter on a provisional basis during an interim between Board meetings; however, such action shall expire unless ratified by the Board at its next regular meeting. Nothing in this paragraph limits the authority of the Board or the commissioner to act in accordance with other provisions of this contract.

Students

8. Open Enrollment. Admission and enrollment of students shall be open to any person who resides within the geographic boundaries stated in the charter and who is eligible for admission based on lawful criteria identified in the charter. Total enrollment shall not exceed 500 students. The charter school's admission policy shall prohibit discrimination on the basis of sex, national origin, ethnicity, religion, disability, academic or athletic ability, or the district the student would otherwise attend. Students who reside outside the geographic boundaries stated in the charter shall not be admitted to the charter school until all eligible applicants who reside within the boundaries have been enrolled.
9. Public Education Grant Students. Charterholder shall adopt an express policy providing for the admission of, and shall admit under such policy, students eligible for a public education grant, including those students who reside outside the geographic area identified in the charter application, under Subchapter G, Chapter 29, TEC.
10. Non-discrimination. The educational program of the charter school shall be nonsectarian, and shall not discriminate against any student or employee on the basis of race, creed, sex, national origin, religion, disability or need for special education services.
11. Children with Disabilities. The charter school is a "local educational agency" as defined by federal law. Charterholder must comply with the Individuals with Disabilities Education Act (IDEA), 20 U.S.C. §1401, et seq., and implementing regulations; Section 504 of the Rehabilitation Act

of 1973 ("Section 504"), 29 U.S.C. §794, and implementing regulations; Title II of the Americans with Disabilities Act, 42 U.S.C. §12131-12165, and implementing regulations; Chapter 29, TEC, and implementing rules; and the many court cases applying these laws. For example:

- (a) Child Find. Charterholder must adopt and implement policies and practices that affirmatively seek out, identify, locate, and evaluate children with disabilities enrolled in the charter school or contacting the charter school regarding enrollment, and must develop and implement a practical method to determine which children with disabilities are currently receiving needed special education and related services. For each eligible child, Charterholder must develop and offer an individualized education plan appropriate to the needs of that student.
- (b) Free Appropriate Public Education. Charterholder must provide a free appropriate public education to all children with disabilities otherwise eligible to enroll in the charter school. If the program, staff or facilities of the charter school are not capable of meeting the needs of a particular child, Charterholder must implement changes necessary to accommodate the child at the charter school. If reasonable accommodations would be insufficient to enable the child to benefit from the charter school's program, Charterholder must, at its own expense, place the child at an appropriate school.
- (c) Services to Expelled Students. Charterholder must continue to provide a free appropriate public education to a child with disabilities even after expelling or suspending the child for valid disciplinary reasons. This obligation to serve the child continues until the end of the school year.
- (d) Monitoring. The charter school's implementation of the laws governing education of children with disabilities will be monitored for compliance by the United States Department of Education, Office of Special Education Programs; the United States Department of Education, Office of Civil Rights; the Texas Education Agency; and others. This monitoring activity includes responding to complaints, random on-site inspections and other investigations by the enforcing agencies, and will result in corrective actions imposed on Charterholder by these agencies for all discrepancies found.
- (e) Due Process Hearings. The charter school's implementation of the laws governing education of children with disabilities will, in addition, be subject to court supervision via litigation against Charterholder brought by individuals affected by the actions of the charter school. The cost of this litigation can be substantial.

Notice: These are only a few of the charter school's legal responsibilities in this area, included here for illustrative purposes only.

- 12. Student Performance and Accountability. Charterholder shall satisfy Subchapters B, C, D, and G of Chapter 39 of the TEC, and related Agency rules, as well as the student performance accountability criteria stated in its application for charter. Charterholder shall annually provide in a manner and form defined by the commissioner a written evaluation of

the charter school's compliance with the statements, assurances, commitments and representations made by Charterholder in its application for a charter, attachments, and related documents.

13. Criminal History. Charterholder shall take prompt and appropriate measures if Charterholder or the charter school, or any of their employees or agents, obtains information that an employee or volunteer of the charter school or an employee, officer, or board member of a management company contracting with the charter school has a reported criminal history that bears directly on the duties and responsibilities of the employee, volunteer, or management company at the school. Charterholder further represents that the Board and the Agency shall be notified immediately of such information and the measures taken.
14. Reporting Child Abuse or Neglect. Charterholder shall adopt and disseminate to all charter school staff and volunteers a policy governing child abuse reports required by Chapter 261, Texas Family Code. The policy shall require that employees, volunteers or agents of Charterholder or the charter school report child abuse or neglect directly to an appropriate entity listed in Chapter 261, Texas Family Code.
15. Notice to District. Charterholder shall notify the school district in which the student resides within three business days of any action expelling or withdrawing a student from the charter school.
16. School Year. Charterholder shall adopt a school year with fixed beginning and ending dates.

Financial Management

17. Fiscal Year. Charterholder shall adopt a fiscal year beginning September 1 and ending August 31.
18. Financial Accounting. Unless otherwise notified by the Agency, Charterholder shall comply fully with generally accepted accounting principles ("GAAP") and the Financial Accountability System Resource Guide, Bulletin 679 or its successor ("Bulletin 679") published by the Agency in the management and operation of the charter school.
19. Federal Requirements. Failure to comply with Internal Revenue Service withholding regulations shall constitute a material violation of the charter.
20. Workers' Compensation. Charterholder shall extend workers' compensation benefits to charter school employees by (1) becoming a self-insurer; (2) providing insurance under a workers' compensation insurance policy; or (3) entering into an agreement with other entities providing for self-insurance.
21. Annual Audit. Charterholder shall at its own expense have the financial and programmatic operations of the charter school audited annually by a certified public accountant holding a permit from the Texas State Board of Public Accountancy. Charterholder shall file a copy of the annual audit report, approved by Charterholder, with the Agency not later than the

120th day after the end of the fiscal year for which the audit was made. The audit must comply with Generally Accepted Auditing Standards and must include an audit of the accuracy of the fiscal information provided by the charter school through PEIMS. Financial statements in the audit must comply with Government Auditing Standards and the Office of Management and Budget Circular 133.

22. Attendance Accounting. To the extent required by the commissioner, Charterholder shall comply with the "Student Attendance Accounting Handbook" published by the Agency; provided, however, that Charterholder shall report attendance data to the Agency at six-week intervals or as directed by the Agency.
23. Foundation School Program. Distribution of funds to the charter school under Section 12.106, TEC, is contingent upon Charterholder's compliance with the terms of the charter. Charterholder is ineligible to receive Foundation School Program funds prior to execution of this contract by the Board. Within 30 days of receiving notice of overallocation and request for refund under Section 42.258, TEC, Charterholder shall transmit to the Agency an amount equal to the requested refund. If Charterholder fails to make the requested refund, the Agency may recover the overallocation by any means permitted by law, including but not limited to the process set forth in Section 42.258, TEC.
24. Tuition and Fees. Charterholder shall not charge tuition and shall not charge a fee except that it may charge a fee listed in Subsection 11.158(a), TEC.
25. Assets of Charter. Charterholder shall not apply, hold, credit, transfer or otherwise make use of funds, assets or resources of the charter school for any purpose other than operation of the charter school described in the charter.
26. Indebtedness of Charter. Charterholder shall not incur a debt, secure an obligation, extend credit, or otherwise make use of the credit or assets of the charter school for any purpose other than operation of the charter school described in the charter.
27. Interested Transactions. All financial transactions between the charter school and (a) Charterholder; (b) an officer, director, or employee of Charterholder or of the charter school; or (c) a person or entity having partial or complete control over Charterholder or the charter school shall be separately and clearly reflected in the accounting, auditing, budgeting, reporting, and record keeping systems of the charter school. Charterholder shall not transfer any asset of the charter or incur any debt except in return for goods or services provided for the benefit of the charter school at fair market value.
28. Non-Charter Activities. Charterholder shall keep separate and distinct accounting, auditing, budgeting, reporting, and record keeping systems for the management and operation of the charter school. Any business activities of Charterholder not directly related to the management and operation of the charter school shall be kept in separate and distinct

accounting, auditing, budgeting, reporting, and record keeping systems from those reflecting activities under the charter. Any commingling of charter and non-charter business in these systems shall be a material violation of the charter.

Governance and Operations

29. Non-Profit Status. Charterholder shall take and refrain from all acts necessary to be and remain in good standing as an organization exempt from taxation under Section 501(c)(3), Internal Revenue Code. If Charterholder is incorporated, it shall in addition comply with all applicable laws governing its corporate status. Failure to comply with this paragraph is a material violation of the charter, and the Board may act on the violation even if the Internal Revenue Service, Secretary of State, or other body with jurisdiction has failed to act.
30. Records Retention and Management. Charterholder shall implement a records management system that conforms to the system required of school districts under the Local Government Records Act, Section 201.001, et seq., Local Government Code, and rules adopted thereunder; provided, however, that records subject to audit shall be retained and available for audit for a period of not less than five (5) years from the latter of the date of termination or renewal of the charter.
31. PEIMS Reporting. Charterholder shall report timely and accurate information to the Public Education Information Management System (PEIMS), as required by the commissioner.
32. Conflict of Interest. Charterholder shall comply with any applicable prohibition, restriction or requirement relating to conflicts of interest. If an officer or board member of Charterholder or of the charter school has a substantial interest, within the meaning of Chapter 171, Local Government Code, in a transaction, such interest shall be disclosed in public session at a duly called meeting of the governing body prior to any action on the transaction.
33. Disclosure of Campaign Contributions. Charterholder shall adopt policies that will ensure compliance with the disclosure requirements of State Board of Education Operating Rule 4.3 or its successor.
34. Indemnification. Charterholder shall hold the Board and Agency harmless from and shall indemnify the Board and Agency against any and all claims, demands, and causes of action of whatever kind or nature asserted by any third party and occurring or in any way incident to, arising out of, or in connection with wrongful acts of Charterholder, its agents, employees, and subcontractors.
35. Failure to Operate. Charterholder shall operate the charter school for the full school term as described in the charter application in each year of the charter contract. Charterholder may not suspend operation for longer than 21 days without a revision to its charter, adopted by the Board, stating that the charter school is dormant and setting forth the date on which operations shall resume and any applicable conditions.

Charterholder may not suspend operation of the school for a period of more than three days without mailing written notice to the parent or guardian of each student and to the Agency at least 14 days in advance of the suspension. Suspension of operations in violation of this paragraph shall constitute abandonment of this contract and of the charter.

36. Charter School Facility. Charterholder shall have and maintain throughout the term of the charter a lease agreement, title or other legal instrument granting to Charterholder the right to occupy and use one or more facilities suitable for use as the charter school facilities described by the charter. During any period of dormancy granted by the Board, this requirement may be waived by the Board. Facilities occupied and used as charter school facilities shall comply with all applicable laws, including, but not limited to, the Texas Architectural Barriers Act, Article 9102, Vernon's Texas Civil Statutes.

Enforcement

37. Agency Investigations. The commissioner may in his sound discretion direct the Agency to conduct investigations of the charter school to determine compliance with the terms of the charter or as authorized in the Texas Education Code or other law. Charterholder, its employees and agents shall fully cooperate with such investigations. Failure to timely comply with reasonable requests for access to sites, personnel, documents or things is a material violation of the charter.
38. Commissioner Authority. The commissioner in his sole discretion may take any action authorized by Section 39.131, TEC, Chapter 29, TEC, or Chapter 42, TEC relating to the charter school. Such action is not "adverse action" as used in this contract. Charterholder, its employees and agents shall fully cooperate with such actions. Failure to timely comply with any action authorized by Section 39.131, TEC or Chapter 29, TEC is a material violation of the charter.
39. Adverse Action. The Board in its sole discretion may modify, place on probation, revoke or deny timely renewal of the charter for cause ("adverse action"). Each of the following shall be cause for adverse action on the charter: (a) any material violation of the terms of the charter listed in paragraphs 2, 3, and 20; (b) failure to satisfy generally accepted accounting standards of fiscal management; or (c) failure to comply with an applicable law or rule.

This Agreement

40. Entire Agreement. This contract, including all referenced attachments and terms incorporated by reference, contains the entire agreement of the parties. All prior representations, understandings and discussions are merged into, superseded by and canceled by this contract.
41. Severability. If any provision of this contract is determined by a court or other tribunal to be unenforceable or invalid for any reason, the remainder

of the contract shall remain in full force and effect, so as to give effect to the intent of the parties to the extent valid and enforceable.

- 42. Conditions of Contract. Execution of this contract by the Board is conditioned on full and timely compliance by Charterholder with: (a) the terms, required assurances and conditions of Request for Application #701-00-006; (b) applicable law; and (c) all commitments and representations made in Charterholder's application and any supporting documents (to the extent such commitments and representations are consistent with the terms of this contract).
- 43. No Waiver of Breach. No assent, express or implied, to any breach of any of the covenants or agreements herein shall waive any succeeding or other breach.
- 44. Venue. Any suit arising under this contract shall be brought in Travis County, Texas.
- 45. Governing Law. In any suit arising under this contract, Texas law shall apply.
- 46. Authority. By executing this contract, Charterholder represents that it is an "eligible entity" within the meaning of Section 12.101 (a), TEC. Charterholder shall immediately notify the Board of any legal change in its status, which would disqualify it from holding the charter, of any violation of the terms and conditions of this contract, or of any change in the chief operating officer of the Charterholder. Charterholder further represents that the person signing this contract has been properly delegated authority to do so.

Entered into this 21st day of June, 2000.

Texas State Board of Education

Charterholder


By Chase Untermeyer, Chairman


Chairperson, Governing Board of
Charterholder

Diane Waterman Webb

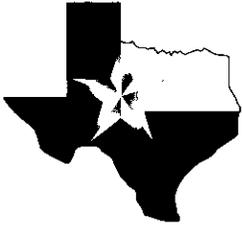
(Printed Name)


(Signature/Date)

Chief Operating Officer, Charterholder

Christopher Jeffrey Barbic

(Printed Name)



TEXAS EDUCATION AGENCY

1701 North Congress Ave. ★ Austin, Texas 78701-1494 ★ 512/463-9734 ★ FAX: 512/463-9838 ★ <http://www.tea.state.tx.us>

Charter Renewal

November 27, 2007

Stewart Cureton, Chair
Project YES, Inc.
353 Crenshaw Rd
Houston, TX 77034

Re: Charter Renewal for YES Preparatory Public Schools (CDN 101845)

Dear Stewart Cureton:

I am pleased to inform you that the charter renewal is approved for YES Preparatory Public Schools with a contract ending date of July 31, 2015. After renewal, the charter contract shall consist of the following:

- the representations and assurances made by the charter holder in the original request for application under the standard application system;
- the original contract for charter, as signed by the charter holder and the State Board of Education;
- any condition, amendment, modification, revision, or other change to the charter approved by the State Board of Education or the commissioner of education;
- the final renewal application, on file with the Division of Charter Schools, including any revisions required by the agency and any amendments to the charter made through the renewal application; and
- all statements, assurances, commitments and representations made by the charter holder in its application for charter renewal and its attachments or related documents, to the extent that these documents are consistent with those listed above.

Note that this contract is contingent upon legislative authorization and that the contract and the funding under state and federal law may be modified or even terminated by future legislative act. Furthermore, state and federal laws and rules may periodically be adopted, amended, or repealed and all such changes applicable to the charter holder or its charter school(s) may modify this contract, as of the effective date provided in the law or rule. Nothing in this contract shall be construed to entitle the charter holder to any privilege or benefit, including any funding, but in accordance with state and federal laws in effect and as they may in the future be amended. A contract term that conflicts with any state or federal law or rule is superseded by the law or rule to the extent that the law or rule conflicts with the contract term.

Stewart Cureton, Chair
Project YES, Inc.
Page 2

To acknowledge acceptance of this renewed contract, the chair of the charter holder board must sign below and return the entire original document to:

Texas Education Agency
Division of Charter Schools
William B. Travis Building, Room 5-107
1701 North Congress Avenue
Austin, Texas 78701-1494

The charter holder should keep a copy of the document for its files. Please contact the Division of Charter Schools at (512) 463-9575 with any questions.

Sincerely,



Robert Scott
Commissioner of Education

cc: Christopher Barbic, Superintendent

rs

JAN 14 2008

I the undersigned hereby certify that the governing body of the charter holder has accepted and agreed to the charter renewal agreement for YES Preparatory Public Schools as outlined in the foregoing letter and has authorized me to sign below.

Agreed and Accepted:



Stewart Cureton
Chair, Project YES, Inc.

1/7/08
Date

TEXAS EDUCATION AGENCY
 CHARTER SPECIFIC ACTIONS BY THE STATE BOARD OF
 EDUCATION AND COMMISSIONER OF EDUCATION REPORT
 (BY APPROVED ACTIONS)

CHARTER NAME	CD#	GEN	ACTION DATE	EFFECTIVE DATE	AMENDMENT TYPE	DESCRIPTION	INFORMATION
YES PREP PUBLIC SCHOOLS, INC.	101845	04	05/11/2001	05/11/2001	ADDRESS CHANGE-- -PHYSICAL	Relocate the facility to 4700 S. Shaver, Houston.	Campus# 101845001 4700 S Shaver Houston TX 77034
		04	03/25/2002	03/25/2002	OTHER	The school requests to (1) adopt the provisions of Texas Education Code (TEC), Chapter 44, Subchapter B, as the charter holder's process for awarding a contract for the construction, repair, or renovation of a structure, road, highway, or other improvement or addition to real property. Consequently, the provisions of TEC, Chapter 44, Subchapter B, control in lieu of Subchapter B, Chapter 271, Texas Local Government Code. Nothing in the charter requires the charter school or the charter holder to comply with Chapter 44, Education code, except with regard to a contract described in this amendment. In addition, the school asks that the agency (2) permit the charter school to incorporate a provision of Chapter 2253, Government Code, into its agreements with prime contractors. If a provision of Chapter 2253, Government Code is incorporated into an agreement with a prime contractor, the charter school is entitled to the benefit of that provision as if it were a governmental entity for purposes of that chapter.	
		04	07/23/2002	07/23/2002	ENROLLMENT CHANGE	Increase maximum enrollment from 500 to 575.	575

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 CHARTER SPECIFIC ACTIONS BY THE STATE BOARD OF
 EDUCATION AND COMMISSIONER OF EDUCATION REPORT
 (BY APPROVED ACTIONS)

CHARTER NAME	CD#	GEN	ACTION DATE	EFFECTIVE DATE	AMENDMENT TYPE	DESCRIPTION	INFORMATION
YES PREP PUBLIC SCHOOLS, INC.	101845	04	10/08/2002	10/08/2002	OTHER	Include the following statement: 'Admission will not be based on gender, national origin, ethnicity, religion, disability, academic, artistic, or athletic ability, or the district the child would otherwise attend.'	
		04	05/21/2003	06/01/2003	ADDITIONAL SITE REQUEST	Add a campus within the geographic boundary to be called the YES College Preparatory School Northeast at 3401 Hardy Road, Houston, Texas.	1
		04	05/21/2003	06/01/2003	GEOGRAPHIC BOUNDARY - ADD	Expand the geographic boundary to include North Forest Independent School District.	
		04	07/23/2003	06/01/2003	ENROLLMENT CHANGE	Increase maximum enrollment from 575 to 1400, effective June 1, 2003. Previously postponed 5/21/03.	1,400
		04	05/12/2004	06/01/2004	ADDITIONAL SITE REQUEST	add a campus at 2000 FM 3155, Richmond, Texas 77469, effective June 1, 2004, If, during the 2004-2005 school year, the charter holder fails to open any campus and/or site approved by this amendment, the approval to add a campus and/or site is considered null and void.	1
		04	05/12/2004	06/01/2004	GEOGRAPHIC BOUNDARY - ADD	add the following school districts to the area within the geographic boundary: Fort Bend ISD and Lamar Consolidated ISD	
		04	04/04/2005	02/25/2005	NAME CHANGE - CAMPUS	change the name of campus #001 from YES College Preparatory School to YES College Preparatory School - Southeast Campus, and change the school principal from Chris Barbic to Keith Derosiers, effective February 25, 2005.	YES COLLEGE PREPARATORY SCHOOL - SOUTHEAST CAMPUS

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 CHARTER SPECIFIC ACTIONS BY THE STATE BOARD OF
 EDUCATION AND COMMISSIONER OF EDUCATION REPORT
 (BY APPROVED ACTIONS)

CHARTER NAME	CD#	GEN	ACTION DATE	EFFECTIVE DATE	AMENDMENT TYPE	DESCRIPTION	INFORMATION
YES PREP PUBLIC SCHOOLS, INC.	101845	04	04/04/2005	02/25/2005	NAME CHANGE - CAMPUS	change the name of campus #002 from YES College Prep - Southwest Campus to YES College Preparatory School - Southwest Campus effective February 25, 2005.	YES COLLEGE PREPARATORY SCHOOL - SOUTHWEST CAMPUS
		04	04/04/2005	02/25/2005	NAME CHANGE - CAMPUS	change the name of campus #101 from YES College Preparatory School - Northeast to YES College Preparatory School - Northeast Campus and change the name of the school principal from Bill Durbin to William Durbin effective February 25, 2005.	YES COLLEGE PREPARATORY SCHOOL - NORTHEAST CAMPUS
		04	04/20/2006	07/01/2006	ADDITIONAL SITE REQUEST	add a campus within the charter's currently approved geographic boundary effective July 1, 2006	1
		04	04/20/2006	07/01/2006	ENROLLMENT CHANGE	increase the charter's maximum enrollment from 1,400 students to 2,100 students effective July 1, 2006	2,100
		04	01/18/2007	11/15/2006	NAME CHANGE - CAMPUS	change name of YES College Preparatory School - Southeast Campus to YES Prep - Southeast Campus	YES Prep - Southeast Campus
		04	01/18/2007	11/15/2006	NAME CHANGE - CAMPUS	change name of YES College Preparatory School - Southwest Campus to YES Prep - Southwest Campus effective November 15, 2006	YES Prep - Southwest Campus
		04	01/18/2007	11/15/2006	NAME CHANGE - CAMPUS	change name of YES College Preparatory School - NE Campus to YES Prep - North Central Campus effective November 15, 2006	YES Prep - North Central Campus
		04	01/18/2007	11/15/2006	NAME CHANGE - CAMPUS	change name of YES College Preparatory School - East End Campus to YES Prep - East End Campus effective November 15, 2006	YES Prep - East End Campus

TEXAS EDUCATION AGENCY
 CHARTER SPECIFIC ACTIONS BY THE STATE BOARD OF
 EDUCATION AND COMMISSIONER OF EDUCATION REPORT
 (BY APPROVED ACTIONS)

CHARTER NAME	CD#	GEN	ACTION DATE	EFFECTIVE DATE	AMENDMENT TYPE	DESCRIPTION	INFORMATION
YES PREP PUBLIC SCHOOLS, INC.	101845	04	01/18/2007	11/15/2006	NAME CHANGE - CHARTER SCHOOL	change the charter school name from YES College Preparatory Schools to YES Preparatory Public Schools effective November 15, 2006	YES PREPARATORY PUBLIC SCHOOLS
		04	03/14/2007	08/16/2006	ADDRESS CHANGE-- -PHYSICAL	relocate campus #101 from 3401 Hardy Road, Houston, TX 77009 to 13703 Aldine-Westfield Road, Houston, TX 77039 effective August 16, 2006	Campus# 101845101 13703 ALDINE WESTFIELD HOUSTON TX 77039
		04	03/22/2007	07/01/2007	ADDITIONAL SITE REQUEST	add a site within the charter's approved geographic boundary effective July 1, 2007. The campus would be named YES Prep - Gulfton upon approval	1
		04	03/22/2007	07/01/2007	GEOGRAPHIC BOUNDARY - ADD	expand charter's geographic boundary to include Pearland ISD, Needville ISD, Stafford MSD, Clear Creek ISD, Dickinson ISD, Channelview ISD, Cypress-Fairbanks ISD, Deer Park ISD, Spring ISD, Galena Park ISD, Goose Creek ISD, Humble ISD, Katy ISD, La Porte ISD, and Spring Branch ISD effective July 1, 2007	
		04	09/18/2007	08/29/2007	ADDRESS CHANGE-- -PHYSICAL	change the physical address of YES Prep - Southwest from 2000 Preston Street (formerly 2000 FM 3155), Richmond, Texas 77469 to 4411 Anderson Road, Houston, Texas 77053 effective August 29, 2007	Campus# 101845002 4411 ANDERSON RD HOUSTON TX 77053
		04	09/18/2007	08/29/2007	NAME CHANGE - CAMPUS	change the name of campus #004 from YES Prep - Gulfton to YES Prep - Lee effective August 29, 2007	YES Prep - Lee
		04	11/27/2007	08/01/2005	RENEWAL	Commissioner Scott approved a 10 year renewal effective with the original contract end date.	Initial Renewal on 11/27/2007

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 CHARTER SPECIFIC ACTIONS BY THE STATE BOARD OF
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 (BY APPROVED ACTIONS)

CHARTER NAME	CD#	GEN	ACTION DATE	EFFECTIVE DATE	AMENDMENT TYPE	DESCRIPTION	INFORMATION
YES PREP PUBLIC SCHOOLS, INC.	101845	04	06/03/2008	07/01/2008	ENROLLMENT CHANGE	increase the charter's maximum enrollment from 2100 students to 3750 students effective July 1, 2008	3,750
		04	04/08/2009	08/01/2009	ADDITIONAL SITE REQUEST	add three campuses within its approved geographic boundary effective for the 2009-2010 school year	3
		04	07/23/2009	06/30/2009	NAME CHANGE - CHARTER SCHOOL	change the charter school name from Yes Preparatory Public Schools to YES Prep Public Schools, Inc. effective June 30, 2009	YES PREP PUBLIC SCHOOLS, INC.
		04	07/06/2010	07/01/2010	ADDITIONAL SITE REQUEST	add a site within the currently approved geographical boundary	1
		04	07/06/2010	01/06/2010	ADDRESS CHANGE-- -PHYSICAL	relocate campus 004 currently located at 6529 Beverlyhills Street, Houston, Texas 77074 to 6565 DeMoss, Houston, Texas 77074 effective January 6, 2010	Campus# 101845004 6565 DEMOSS HOUSTON TX 77074
		04	07/06/2010	01/06/2010	NAME CHANGE - CAMPUS	change the name of campus 004 from YES Prep Lee to YES Prep Gulfton	YES PREP GULFTON
		04	07/09/2010	07/01/2010	ENROLLMENT CHANGE	increase the currently approved maximum enrollment from 3,750 to 6,400	6,400
		04	12/09/2010	10/01/2010	ADDRESS CHANGE-- -PHYSICAL	change the address of YES Prep - South campus 006 from 6565 Demoss, Houston, Texas 77074, to 9000 West Bellfort Houston, Texas 77031, effective October 1, 2010 [YES Prep - South to change name to YES PREP - Brays Oaks (247-10/1) pending approval]	Campus# 101845006 9000 WEST BELLFORT AV HOUSTON TX 77031

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CHARTER NAME	CD#	GEN	ACTION DATE	EFFECTIVE DATE	AMENDMENT TYPE	DESCRIPTION	INFORMATION
YES PREP PUBLIC SCHOOLS, INC.	101845	04	12/09/2010	11/01/2010	NAME CHANGE - CAMPUS	change the name of YES Prep - South campus 006 to YES Prep - Brays Oaks effective October 1, 2010	YES PREP - BRAYS OAKS
		04	03/31/2011	01/12/2011	OTHER	to define its already approved geographic boundary to describe the Southeast, North Central, East End, Southwest, Gulfton, North Forest, Northside, and Fifth Ward, effective January 12, 2011	
		04	03/31/2011	08/01/2011	OTHER	postpone the opening for YES Prep Public Schools campus 009 and YES Prep Public Schools campus 010 from the 2010-2011 to 2011-2012	
		04	06/03/2011	06/01/2011	ADDITIONAL SITE REQUEST	add two campuses within the currently approved geographic boundary, located at 1305 Benson Drive, Houston, Texas 77020, to be called YES Prep 5th Ward, and campus to be located at 5313 Jensen Drive, Houston, Texas 77026, to be called YES Prep Northside, effective June 1, 2011 [Spoke with Laura Ludoff will submit COO for both sites 03/11/2011 NGG]	2
		04	06/03/2011	06/01/2011	GEOGRAPHIC BOUNDARY - ADD	expand its current geographic boundary to include Alvin ISD, Brazos ISD, Klein ISD, New Caney USD, and Sheldon ISD, effective June 1, 2011	

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CHARTER NAME	CD#	GEN	ACTION DATE	EFFECTIVE DATE	AMENDMENT TYPE	DESCRIPTION	INFORMATION
YES PREP PUBLIC SCHOOLS, INC.	101845	04	09/26/2011	09/26/2011	ADDRESS CHANGE-- -PHYSICAL	relocate campus 005 YES Prep - West from 6565 Demoss, Houston, Texas 77074 to 9000 W. Belfort, Houston, Texas 77031, effective when an appropriate certificate of occupancy is submitted to the Division of Charter School Administration [effective date will be date the COO is received 09/27/2011 NGG] [COO received 08/15/2012; this COO was received after it came to our attention that the charter had moved again to an unapproved location at 10535 Harwin, Houston, Texas 77036 since January 4, 2012 - 08/23/2012 NGG]	Campus# 101845005 9000 W. BELFORT HOUSTON TX 77031
		04	09/26/2011	09/09/2011	OTHER	correct the address of campus 007 from 5313 Jensen Drive Houston, Texas 77026 to 5215 Jensen Drive, Houston, Texas 77026, effective September 9, 2011	
		04	06/04/2012	07/01/2012	ADDITIONAL SITE REQUEST	add a site, to be called YES Prep North Forest, at a location yet to be determined, but within the charter's currently approved geographic boundary, effective July 1, 2012, provided an appropriate certificate of occupancy is submitted to the Division of Charter School Administration	1
		04	06/04/2012	07/01/2012	ENROLLMENT CHANGE	increase the maximum enrollment from 6,400 to 7,200, effective July 1, 2012	7,200

TEXAS EDUCATION AGENCY
 CHARTER SPECIFIC ACTIONS BY THE STATE BOARD OF
 EDUCATION AND COMMISSIONER OF EDUCATION REPORT
 (BY APPROVED ACTIONS)

CHARTER NAME	CD#	GEN	ACTION DATE	EFFECTIVE DATE	AMENDMENT TYPE	DESCRIPTION	INFORMATION
YES PREP PUBLIC SCHOOLS, INC.	101845	04	10/16/2012	08/22/2012	ADDRESS CHANGE-- -PHYSICAL	relocate campus 005, from 9000 West Belfort, Houston, Texas 77031, to 10535 Harwin Drive, Houston, Texas 77036, effective August 22, 2012 [Charter requests a retroactive effective date of 01/04/2012, date of which the charter moved to the unapproved location of Harwin, the charter submitted a relocation request on August 22, 2012 along with a board resolution signed and dated August 22, 2012 NGG]	Campus# 101845005 10535 HARWIN DRIVE HOUSTON TX 77036
		04	04/12/2013	07/01/2013	ADDITIONAL SITE REQUEST	add a campus, to be known as YES Prep North Forest , at a location yet to be determined but within the charter's currently approved geographic boundary, effective July 1, 2013, or later provided an appropriate certificate of occupancy is submitted to the Division of Charter School Administration [COO received: campus 010 - Address 6602 Winfield Road, Houston, TX 77050 08/26/2013 ngg]	1
		04	04/12/2013	07/01/2013	ADDITIONAL SITE REQUEST	add a campus, to be known as YES Prep White Oak, to be located at 5620 West Tidwell, Houston, Texas 77091, effective July 1, 2013, or later provided an appropriate certificate of occupancy is submitted to the Division of Charter School Administration [COO received for campus 009 YES Prep White Oak 08/26/2013 ngg]	1
		04	04/12/2013	07/01/2013	ENROLLMENT CHANGE	increase the maximum enrollment from 7,200 to 10,000, effective July 1, 2013	10,000

TEXAS EDUCATION AGENCY
CHARTER SPECIFIC ACTIONS BY THE STATE BOARD OF
EDUCATION AND COMMISSIONER OF EDUCATION REPORT
(BY APPROVED ACTIONS)

CHARTER NAME	CD#	GEN	ACTION DATE	EFFECTIVE DATE	AMENDMENT TYPE	DESCRIPTION	INFORMATION
YES PREP PUBLIC SCHOOLS, INC.	101845	04	07/25/2013	07/01/2013	NAME CHANGE - CHARTER HOLDER	change the charter holder name from PROJECT YES, INC. to YES Prep Public Schools Inc., effective July 1, 2013	

CAMPUS PROGRAM CHARTER CONTRACT
Between
**SPRING BRANCH INDEPENDENT SCHOOL DISTRICT AND YES PREP PUBLIC
SCHOOLS, INC.**

This Campus Program Charter Contract ("Contract") is made by and between the SPRING BRANCH INDEPENDENT SCHOOL DISTRICT, a public independent school district and political subdivision of the State of Texas, whose business address is 955 Campbell, Houston, Texas 77024, ("SBISD") and YES PREP PUBLIC SCHOOLS, INC., the charter holder for YES Prep, a Texas open enrollment charter school, whose business address is 353 Crenshaw, Houston, Texas 77034, ("YES Prep"), with an effective date of June 1, 2012 ("Effective Date")(individually, SBISD and YES Prep shall be referred to herein as "Party," and collectively as "Parties").

RECITALS

WHEREAS, SBISD and YES Prep are parties to that certain SKY Compact Agreement with an Effective Date of May 1, 2011("SKY Compact"); and

WHEREAS, the SKY Compact contemplates that SBISD and YES Prep would enter an agreement for YES Prep to operate a campus charter program on an SBISD middle school campus; and

WHEREAS, Section 11.157 of the Texas Education Code authorizes the SBISD Board of Trustees ("SBISD Board") to contract with a public or private entity for that entity to provide educational services for SBISD; and

WHEREAS, pursuant to Applicable Law (as hereinafter defined), YES Prep, as an open enrollment charter school, is part of the public school system of Texas; and

WHEREAS, Section 12.0521(a)(2) of the Texas Education Code authorizes the SBISD Board to establish a charter campus program by entering a contract with YES Prep for the provision of educational services at a facility within the boundaries of SBISD; and

WHEREAS, the SBISD Board has adopted policies EL (Legal) and EL (Local) to set forth the authority and requirements for the operation of an SBISD charter campus or program; and

WHEREAS, SBISD and YES Prep desire to enter into this Contract under the terms and conditions set forth herein for the establishment of a campus program charter.

NOW, THEREFORE, for and in consideration of the mutual covenants, representations, and agreements set forth in this Contract, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties mutually agree as follows:

ARTICLE I
PURPOSE OF THE CONTRACT

1.01 Mission and Objectives. SBISD's overarching focus is to graduate all SBISD students on time from high school and help them be in a position to go on to complete a two-year technical degree, a two-year associate's degree, or a four-year bachelor's degree. YES Prep exists to increase the number of low-income Houstonians who graduate from four-year colleges prepared to compete in the global marketplace and is committed to improving disadvantaged communities. SBISD and YES Prep believe and agree that they have a collective obligation to ensure that students graduate from high school prepared to succeed in college, work, and life. SBISD and YES Prep believe that by granting YES Prep a campus program charter within SBISD, SBISD and YES Prep can work to better their focuses and missions and that by working together in a cooperative and collaborative manner, they can work to achieve their goal of best preparing students to succeed in college, work, and life.

1.02 Location of Charter Campus Programs. Beginning in the 2012-13 school year, YES Prep will operate a campus program charter ("YES Prep Northbrook") in a portion of Northbrook Middle School ("NMS"), located at 3030 Rosefield, Houston, Texas, 77080. The Parties will collaborate to determine the areas and locations within NMS in which YES Prep Northbrook will be located. Beginning in the school year 2015-16, YES Prep will operate a campus program charter ("YES Prep NHS") in a portion of Northbrook High School ("NHS"), located at #1 Raider Circle, Houston, Texas, 77080. SBISD will make facilities available at NHS for the YES Prep NHS program with the understanding that the YES Prep Northbrook class offerings will be grouped in classrooms within the same part of the NMS Premises (as hereinafter defined). On or before March 2013, the Parties will determine the structure, terms and conditions, and requirements to finalize a charter campus program for YES Prep NHS, subject to final approval of the SBISD Board of Trustees and the governing board of YES Prep. The Parties will then memorialize such agreements and further define the scope and program of YES Prep NHS in a separate charter contract. The students enrolled in YES Prep Northbrook and YES Prep NHS, shall be and remain SBISD students.

1.03 Grades Served by YES Prep Northbrook and YES Prep NHS. Beginning with the 2012-13 school year, YES Prep Northbrook will serve students in grade six and will add a grade each subsequent year during the Term as that term is defined herein, such that by 2014-15 and succeeding years, YES Prep Northbrook will serve students in grades six through eight. Beginning with the 2015-16 school year, YES Prep NHS will serve students in grade nine and will add a grade each subsequent year during the Term (or the term under a separate charter contract) such that by 2018-19 and succeeding school years, YES Prep NHS will serve students in grades nine through twelve.

ARTICLE II
DEFINED TERMS

2.01 Definitions. Any capitalized term used in this Contract shall have the meaning set forth in herein and in any Addendum. To the extent that such term is not otherwise defined, definitions will be set forth in an appendix to be attached to this Contract.

ARTICLE III
RELATIONSHIP OF THE PARTIES

3.01 Nature of the Relationship. The relationship between the Parties hereto shall be that of contracting parties. YES Prep will operate as an independent contractor to SBISD and will be responsible for delivering the services required by this Contract. The relationship between and among the Parties was developed and entered into through arms-length negotiations and is based solely on the terms of this Contract and such contracts and agreements as may be created in the future from time to time between the Parties.

3.02 No Common Control. Neither Party is a division, subsidiary, affiliate, or any part of the other Party or has the right or authority to exercise any common control of any other Party. Nothing herein will be construed to create a partnership or joint venture by or between the SBISD and YES Prep.

3.03 No Agency. Neither Party will be the agent of another except to the extent otherwise specifically provided by this Contract. Neither Party has the express or implied authority or will in any case represent to third parties, and will whenever needed disclaim to such parties, any ability to bind the other Party to any duty imposed by contract, other than this Contract, unless the Party on which such duty is to be inferred has specifically authorized such action at a meeting of that Party's governing board held in accordance with the Texas Open Meetings Act (appearing in minutes of such meeting) and as agreed in writing by that Party.

ARTICLE IV
GOVERNING STRUCTURE OF THE CHARTER SCHOOL

4.01 Governance Under SKY Compact. The SKY Compact provides for the superintendents of SBISD, KIPP, Inc., ("KIPP"), and YES Prep (individually, any one of the superintendents shall be referred to herein as "Superintendent" and collectively, the superintendents are referred to herein as "Superintendents") to have administrative oversight and decision-making authority regarding actions taken with respect to the SKY Compact subject to approvals that may be required by the respective governing boards of SBISD, KIPP, and YES Prep. The Superintendents of SBISD and YES Prep have identified key personnel within their respective organizations to serve on a steering committee and on academic and operational working groups to identify and resolve any issues relating to and to provide advice on implementation of the YES Prep Northbrook Program. As used herein, the term "Program" involves all components of the operation of YES Prep Northbrook campus program charter, including, without limitation, the grade levels served, the courses taught, the instructional materials, transportation and other services, and the other responsibilities of each of the Parties to this Contract.

4.02 Governance of Campus Charter Program. The SBISD Superintendent and the YES Prep Superintendent are responsible for final administrative oversight and final decisions under this Contract subject to approvals required by the governing boards of SBISD and YES Prep. The principal of NMS, an SBISD employee, ("NMS Principal"), the school director of YES Prep Northbrook ("YES Prep School Director"), and the Yes Prep Head of Schools and their delegates will be responsible for their respective organization's requirements and authority

for day-to-day operations of the Program at NMS. The NMS Principal shall be responsible for all students who attend NMS but are not enrolled in YES Prep Northbrook; in collaboration with the YES Prep School Director, for YES Prep Northbrook students when they are engaged in non-Program activities subject to the terms set forth in Addendum C; for the management of SBISD employees assigned to the NMS campus; for the building and facilities, except as otherwise may be set forth herein; for collaborating with the YES Prep School Director for shared use of the common areas of the NMS campus and for shared use of SBISD equipment and materials; and other duties as may be required of NMS for the implementation the Program. The YES Prep School Director shall be responsible for all NMS Program students during the time they are in engaged in Program classes and activities; for classroom use by YES Prep; for YES Prep materials, equipment, and supplies; for ensuring proper use and inventory of any equipment and materials loaned to YES Prep by SBISD or assigned for use to YES Prep by SBISD; for the management of YES Prep employees assigned to YES Prep Northbrook; for ensuring proper use of the SBISD building and facilities by YES Prep employees; for collaborating with the NMS Principal for shared use of the common areas of the NMS campus and for shared use of SBISD equipment and materials; and other duties as may be required by YES Prep for the implementation the Program. The authority of the NMS Principal, the principal of NHS ("NHS Principal"), and the YES Prep School Director are subject to this Contract, Applicable Law, the board-adopted policies of their respective organizations, and any approvals required by the Superintendents.

ARTICLE V APPLICABLE LAW

5.01 Applicable Law. The Parties agree to perform under this Contract in compliance with the applicable federal, state, and local laws, implementing regulations, executive orders, and interpreting authorities including, but not limited to, Title VI of the Civil Rights Act of 1964, as amended; Title VII of the Civil Rights Act; Title IX of the Education Amendments of 1974; Section 504 of the Rehabilitation Act of 1973; the Age Discrimination Act of 1975; the Americans with Disabilities Act; the Individuals with Disabilities in Education Act; the Family Educational Rights and Privacy Act of 1974 ("FERPA"); the No Child Left Behind Act to the extent applicable to charter school programs; the Texas Education Code to the extent applicable to charter schools; record retention laws and conflicts of interest laws under the Texas Local Government Code; the Texas Local Government Code, to the extent it applies to school districts and charter schools; the Texas Open Meetings Act and Texas Public Information Act under the Texas Government Code; the Texas Administrative Code, to the extent that it applies to a campus program charter; any other laws, rules, and guidelines applicable to the subject matter of this Contract; and any amendments, interpretations, and reauthorizations of the foregoing; and Texas Education Agency ("TEA") requirements, policies, and rules to the extent that they apply to a campus program charter (collectively referred to herein as "Applicable Law" or "Applicable Laws").

ARTICLE VI APPLICABLE POLICIES

6.01 Applicable SBISD Policies and Procedures. SBISD Board Policies that apply to YES Prep Northbrook are as set forth in Addendum A-1 to be attached to this Contract.

6.02 Applicable YES Prep Policies and Procedures. YES Prep policies that apply to YES Prep Northbrook are as set forth in Addendum A-2 to be attached to this Contract.

6.03 Additional Policies and Procedures. The Parties will collaborate to determine if any additional policies, procedures, or rules should apply to YES Prep Northbrook and whether any additional policies, if any, may need to be adopted by each Party to implement the Program. Upon final agreement, the list of additional policies, procedures, and rules shall be set forth in Addendum A-3 to be attached to this Contract.

6.04 Emergency Preparedness. For purposes of NMS school closures and class cancellations due to emergencies and weather, YES Prep will follow the SBISD calendar for NMS. Accordingly, if NMS is closed, in whole or part, for emergencies or weather, YES Prep Northbrook likewise will be closed in whole or part. Prior to the start of each school year, YES Prep will notify the parents and students of this emergency preparedness procedure. YES Prep Northbrook will participate in and comply with all NMS emergency preparedness procedures, including, but not limited to, fire drills, shelter in place drills, lockdowns etc. The NMS Principal and YES Prep Northbrook School Director will collaborate to ensure all faculty and staff are trained and receive information regarding these procedures.

**ARTICLE VII
STUDENT RECRUITMENT AND ELIGIBILITY**

7.01 Student Eligibility Requirements. Any student eligible to attend SBISD either by residing within SBISD boundaries or through an interdistrict transfer request in accord with SBISD Board Policy FDA and corresponding regulations (individually, "Eligible Student" and collectively, "Eligible Students") is eligible to apply for initial admission to YES Prep Northbrook. All YES Prep Northbrook students will be deemed to be zoned to YES Prep NHS beginning with the 2015-2016 school year.

7.02 Numbers of Students Enrolled. The preliminary number of Eligible Students to be served at YES Prep Northbrook is as follows:

School Year	2012-2013	2013-2014	2014-2015 and Succeeding Years as Applicable
Grades Served	6 th	6 th , 7 th	6 th , 7 th , 8 th
*Anticipated Enrollment	140	280	410

The preliminary number of Eligible Students to be served at YES Prep NHS is as follows:

School Year	2015-2016	2016-2017	2017-2018	2018-2019 and Succeeding Years as Applicable
Grades Served	9 th	9 th , 10 th	9 th , 10 th , 11 th	9 th , 10 th , 11 th , 12 th
*Anticipated Enrollment	120	355	585	815

*The specific, final numbers of students to be enrolled within the anticipated enrollment figures above will be determined by the Parties.

7.03 Admission to YES Prep Northbrook.

a) Non-Discrimination. Any discrimination in admission on the basis of national origin, ethnicity, race, religion, disability, or age is specifically prohibited. If there are more applicants than positions available for Eligible Students, a lottery process in accordance with Section 7.03.4 will be used to determine admission and waiting lists.

b) Priority Zones. Any Eligible Student, regardless of test scores, grades, conduct, or educational placement shall be admitted to YES Prep Northbrook based on four enrollment zones, in priority order from I through IV until YES Prep Northbrook has reached the enrollment cap number decided by the Parties. The priority zones are as follows:

i. Priority Zone I. Students residing in the Northbrook Middle School feeder pattern (Edgewood, Hollibrook, Buffalo Creek, Spring Shadows, and Terrace Elementary Schools) regardless of whether they are currently enrolled in SBISD.

ii. Priority Zone II. Students residing in the following zip codes 77080, 77043, 77055, 77079 regardless of whether they are currently enrolled in SBISD.

iii. Priority Zone III. Students residing in the boundary zones of SBISD not serviced by Priority Zone I and Priority Zone II regardless of whether they are currently enrolled in SBISD.

iv. Priority Zone IV. Students residing outside of SBISD who, through SBISD Board Policy FDA and corresponding regulations, are eligible for a transfer to SBISD. The Parties will collaborate to determine the manner in which Board Policy FDA and corresponding regulations will be administered should Priority Zone IV be reached.

c) Lottery Requirements and Process. In the event that there are more Eligible Students who apply to YES Prep Northbrook than there are spaces for enrollees, a lottery process as required by and in accordance with Applicable Law will be utilized to admit Eligible Students to YES Prep Northbrook and to create a waiting list for enrollment into YES Prep Northbrook. The Parties will collaborate on the timing and process of any lottery, including, but not limited to, the manner in which siblings will be treated as part of the lottery process. The Parties also will collaborate on the means and materials for notification and communication to the public regarding the lottery process.

7.04 Enrollment Process. The Parties will collaborate and agree on a process for enrollment of students into YES Prep Northbrook, including, without limitation the development or application of any forms required by each Party for its respective recordkeeping responsibilities and any requirements of the TEA or other requirements of Applicable Law. As part of the enrollment process, YES Prep will schedule a visit with the student to explain the Program, provide information on the scheduling of classes, and obtain signatures on the student commitment form. Once a student has been admitted to YES Prep Northbrook in accordance with this Article VII, the Parties will implement the enrollment process for each student admitted to YES Prep Northbrook.

7.05 Waivers. The Parties will collaborate and apply to TEA or any other applicable governmental authority for any waivers from current limitations and restrictions imposed by Applicable Law to permit student to be admitted to the Program and expand the opportunities for students enrolled in YES Prep Northbrook.

7.06 Admission to YES Prep NHS. Students enrolled at either KIPP Courage at Landrum Middle School or YES Prep Northbrook will be deemed zoned to YES Prep NHS. Priority for enrollment at YES Prep NHS will be given to students currently enrolled in KIPP Courage and YES Prep Northbrook at the time of admission to YES Prep NHS. Students not currently enrolled in either YES Prep Northbrook or KIPP Courage who desire to enroll in YES Prep NHS will apply in accordance with the application and enrollment process developed for YES Prep NHS, including any requirements for the lottery process and will be admitted on a space available basis.

7.07 Recruitment Materials. The parties agree to collaborate on the development and the process for recruitment information and materials. No recruitment or promotional materials may be published or disseminated prior to written approval by both Parties, and further agree that any recruitment related written materials about either Party or the respective programs will be jointly approved by the Parties through their respective Superintendent or designee.

ARTICLE VIII FACILITIES

8.01 Location of YES Prep Northbrook. YES Prep Northbrook will utilize classroom, office, and storage areas within NMS as shown on the attached Exhibit A. The Parties may expand or reduce the amount of space allocated to use by YES Prep Northbrook during the Term as mutually determined and agreed upon by the Parties.

8.02 Furniture and Equipment for YES Prep Northbrook Classrooms. In consultation with YES Prep regarding the furniture and equipment needs of the YES Prep Northbrook classrooms, SBISD will supply chairs, desks, bookcases, bookshelves, file cabinets, computer tables, conference tables, and other furniture as reasonably required for the YES Prep Northbrook Program. Such furniture and equipment will be substantially the same as furniture and equipment provided in other classrooms for the same grade level and/or same subject at Northbrook. YES Prep also may furnish other furniture, fixtures, and equipment, at its cost and expense, as YES Prep determines is required to implement the Program. The title to all furniture and equipment supplied by SBISD for use by YES Prep Northbrook remains vested in SBISD. The title to all furniture and equipment supplied by YES Prep Northbrook remains vested in YES Prep. YES Prep and SBISD will ensure that all property is asset tagged to clearly identify ownership. Each organization shall maintain an inventory list of all of its assets located at the NMS Premises, as hereinafter defined. YES Prep shall be accountable for any lost or broken SBISD furniture or equipment that is not returned to SBISD in good working order, normal wear and tear excepted. YES Prep shall reimburse SBISD for the reasonable cost of any such lost or broken furniture or equipment upon demand.

8.03 Fixtures and Alterations. YES Prep may attach non-permanent materials and fixtures to the walls of the YES Prep Northbrook classrooms but may not make any other alterations (including fixtures) in or to the YES Prep Northbrook classrooms or any other part of the NMS facilities used by YES Prep for YES Prep Northbrook (the YES Prep Northbrook classrooms, any other portion of NMS that YES Prep uses for YES Prep Northbrook, the NMS campus and facilities, including, without limitation, the cafeteria, library, common areas, and parking lot and driveways of NMS are collectively referred to herein as "NMS Premises") that would alter the walls, floors, or any other permanent structure of the NMS Premises. In the event that YES Prep desires to make any alterations to the NMS Premises, it will submit a written request to SBISD for review, together with copies of the plans and specifications for such alterations. SBISD will make a determination in its sole discretion as to whether such alterations may be made. YES Prep may not place safes, vaults, or other heavy furniture or equipment within the NMS Premises without first obtaining the written consent of SBISD, which consent shall not be unreasonably withheld or delayed. YES Prep agrees not to core drill or penetrate the floor of the NMS Premises or any other floor of the Building without first obtaining SBISD's written consent. Upon the expiration or earlier termination of this Contract, YES Prep may remove any non-permanent materials and movable fixtures that it installed that are not attached to real property. Any fixtures attached to the real property shall become a part of the NMS Premises and may not be moved.

8.04 Shared NMS Facilities and Coordination of Use. No later than April 1 of each school year during the Term, YES Prep shall notify SBISD of the YES Prep calendar and school day schedule of YES Prep Northbrook for the next school year. No later than May 1st of each school year in which YES Prep Northbrook will offer summer school, YES Prep will notify the NMS Principal regarding the summer school calendar and school day schedule for the summer school program for YES Prep Northbrook. The NMS Principal will make arrangements for NMS to be open and available for the YES Prep Northbrook Program, including summer school, to operate. The Parties will collaborate to determine the needs of YES Prep Northbrook for joint use of certain portions of the NMS Premises such as the cafeteria, gymnasium, athletic fields, library, science laboratories, teacher workrooms, employee lounge areas, parking area, and other

facilities. The Parties also will coordinate schedules for use of the NMS Premises as may be needed by either Party so as to avoid conflicts for use of instructional and support service areas.

8.05 School and Office Supplies. YES Prep Northbrook shall be responsible for purchasing its own school and office supplies.

8.06 Copiers and Other Office Equipment. SBISD will make its copiers, facsimile machines, and related equipment available for use by YES Prep Northbrook at no cost to YES Prep. YES Prep also has the right to provide its own copiers, facsimiles machines, and related equipment for use by YES Prep Northbrook if it chooses.

8.07 Janitorial Services. SBISD shall provide janitorial services to the area used by YES Prep Northbrook in the same manner and at the same level as for the remainder of the NMS Premises.

8.08 Maintenance. YES Prep shall maintain the YES Prep Northbrook classrooms and any other portion of the NMS Premises, such as office space and storage area used exclusively for YES Prep Northbrook in a neat and orderly manner. Both Parties shall comply with the Applicable Laws regarding standards of safety and health of students. SBISD shall be responsible for routine maintenance and major repairs of the NMS Premises including, upgrades, HVAC equipment, roof repairs, and parking lot repairs. SBISD shall maintain all other portions of the NMS Premises in a neat and orderly manner.

ARTICLE IX PROGRAM DESCRIPTION

9.01 General Description.

a) Curriculum and Program. YES Prep Northbrook will utilize the programs and curriculums of YES Prep, as described through YES Prep's educational model, values, missions, and policies. To the extent required by Applicable Law, the curriculum shall incorporate the Texas Essential Knowledge and Skills ("TEKS"), or successor, standards mandated by TEA. Students enrolled at YES Prep Northbrook shall be subject to all statewide student testing as required by Applicable Law. YES Prep Northbrook students will be required to follow the YES Prep Student Handbook as may be adapted to the Program. YES Prep at will follow Applicable Law associated with the Student Success Initiative grade advancement requirements, and the Texas English Language Proficiency Assessment System and will utilize other tools to monitor progress of the students as the Parties may agree.

b) Locations for Program Activities. YES Prep Northbrook will operate generally at the NMS Premises, but may also conduct school-related activities at additional sites not at NMS at the sole discretion of YES Prep. Such school related activities include, without limitation, field trips, Senior Signing Day and college spring trips. YES Prep Northbrook also may operate at other locations, including, but not limited to, YES Prep schools as may be determined by YES Prep.

c) Tuition and Fees. YES Prep Northbrook will not assess tuition, but may assess fees to students as permitted by Applicable Laws and as more fully described in the YES Prep Parent and Student Handbook.

9.02 Program Offerings and Content. The YES Prep Northbrook Program curriculum will consist of the following subjects:

6th grade: All core class plus reading and math enrichment

7th grade: All core class plus reading and math enrichment

8th grade: All core class plus reading and math enrichment and Algebra 1 for HS credit

9.03 Calendar and Times. YES Prep Northbrook will adopt a calendar for YES Prep Northbrook. Such calendar will take into consideration coordinating needs of YES Prep Northbrook students, which will attend classes on a calendar that will include a longer week, longer day, and longer school year than the SBISD calendar. The Parties may mutually choose to modify this calendar prior to the start of each school year. YES Prep Northbrook will determine its start and end times for the school day provided that school will not begin earlier than 6:30 a.m. or conclude later than 6:30 p.m. Mondays through Fridays during the regular school year. Non-mandatory tutorials, extra-curricular activities, optional student meetings, and all faculty meetings may begin or conclude earlier or later. YES Prep Northbrook may conduct Saturday school beginning no earlier than 7:00 a.m. and concluding no later than 2:00 p.m. on any or all Saturdays during the calendar year.

9.04 Summer School. YES Prep Northbrook may conduct mandatory summer school during June and/or July on weekdays beginning no earlier than 8:00 a.m. and no later than 4:00 p.m.

9.05 Special Programs. YES Prep Northbrook will offer the special programs as more fully described in this Section 9.05.

a) Special Education. YES Prep Northbrook will offer special education and related services to students who qualify under Applicable Law. The Parties will collaborate on the manner and methods in which such services will be provided and administered as more fully described in Addendum B.

b) Gifted and Talented. YES Prep Northbrook will not offer gifted and talented programs at this time. Any SBISD students currently served in gifted and talented programs in SBISD who enroll in YES Prep Northbrook will furlough the gifted and talented services provided by SBISD. Notwithstanding the foregoing, the Parties will discuss whether and how to make a gifted and talented program available to Program Students.

c) English as a Second Language (“ESL”). The Parties will collaborate on the development and implementation of an ESL program for YES Prep Northbrook that complies with Applicable Law.

d) Electives. As part of the YES Prep Northbrook Program, certain electives, extra-curricular activities, and athletics offered to SBISD students at NMS will be made available to students enrolled in YES Prep Northbrook and the YES Prep Northbrook. For example, SBISD band and orchestra programs are open to students enrolled in the YES Prep Northbrook Program. The Parties will collaborate to determine which other electives, extra-curricular activities, and athletics will be made available and to determine a process for making them available to YES Prep Northbrook enrollees. To the extent a cost is incurred for a uniform, instrument, or other material in these electives, extra-curricular activities, or athletics that normally would be paid by SBISD for a student enrolled at NMS, SBISD will cover the same cost of the material for a student enrolled at YES Prep Northbrook for the SBISD program.

e) Career and Technology Education. SBISD will make its Career and Technology Education classes available to YES Prep students who want to participate.

9.06 Wellness and Fitness. SBISD wellness and fitness programs will be available to the students enrolled at YES Prep Northbrook. The Parties will collaborate on which Wellness and Fitness Programs will be available and the fitness requirements for students enrolled in YES Prep Northbrook.

9.07 Extracurricular Programming and Participation. YES Prep Northbrook students may join any extra-curricular activity offered to NMS students to the same extent that NMS students may join so long as participation does not interfere with the YES Prep Northbrook school day schedule, tutorials, or other parts of the Program as determined by the YES Prep School Director. NMS Students may join extra-curricular activities offered to YES Prep Northbrook students so long as an SBISD employee serves as a co-sponsor of the activity. The YES Prep School Director and the NMS Principal must approve the participation of YES Prep Northbrook students in extra-curricular activity.

ARTICLE X PROGRAM SUPPORT SERVICES

10.01 Library Services. SBISD will makes its library facilities and media resources, including all databases, available to YES Prep Northbrook students during the times that YES Prep students attend classes in accordance with the YES Prep calendar. The Parties will collaborate on staffing of the NMS library during dates and times that YES Prep Northbrook is in session but NMS is closed in accordance with the SBISD calendar. YES Prep Northbrook faculty and students will be required to agree to and execute SBISD's Acceptable Use Procedures prior to being given access to SBISD's electronic resources.

10.02 Counseling Services. Except as expressly stated in this Contract, SBISD certified counselors assigned to NMS and all related counseling services available to SBISD students who attend NMS will be made available to YES Prep Northbrook students during the NMS regular school day to the same extent and in the same manner to students enrolled in NMS. SBISD agrees to provide students enrolled in YES Prep Northbrook access to a certified counselor as required by Applicable Law for students enrolled in an independent school district. CIS/CYS services will be made available to YES Prep Northbrook students to the same extent as other SBISD students at NMS. To the extent counseling through Family Services is available to

students who attend NMS, such counseling will be available to students enrolled in YES Prep Northbrook. SBISD will provide compensatory home education instruction services to any YES Prep Northbrook student requiring such services. SBISD will provide post secondary readiness counseling services to students enrolled in YES Prep Northbrook during the first school year of the term (2012-2013). For all subsequent years for YES Prep Northbrook, the Parties agree to work collaboratively to determine how such services will be provided. The Parties agree that any counseling service identified in this Contract to be provided by SBISD to students enrolled at YES Prep Northbrook will be available during the NMS school day in accord with the SBISD calendar even though such hours and days may not coordinate with the calendar of YES Prep Northbrook. In the event that YES Prep has need of counseling services for a student on a day when NMS is not open for a regular school under the SBISD calendar, YES Prep, at its cost, may arrange for a YES Prep or other counselor of YES Prep's choosing to come to NMS to provide such services for YES Prep Northbrook students.

10.03 School Health Services. Initially, SBISD and Yes Prep agree that the SBISD health services at LMS outlined in 10.03(a) and (b) will be made available to students enrolled in the YES Prep Northbrook Program and the Parties will require the health forms as set forth in Section 10.03(c). YES Prep may conduct health-related screenings for the YES Prep students in addition to those provided by SBISD to the same extent and in a similar manner to those conducted for other YES Prep students. The Parties agree that they will work collaboratively to determine needs of school health services in years after the 2012-13 initial year of this Contract and to identify ways to meet such needs.

a) School Nurses. Students enrolled in YES Prep Northbrook will have access to any SBISD school nurse(s) assigned to NMS during the NMS school day and in accord with the SBISD calendar to the same extent and in the same manner as any SBISD student who attends NMS. During the summer session, students enrolled in YES Prep Northbrook will have access to any SBISD school nurse(s) assigned to an SBISD campus during the regular SBISD school day and in accord with the SBISD calendar to the same extent and in the same manner as any SBISD student who attends another SBISD school during summer school. The Parties agree that any SBISD nurse(s) assigned to NMS (or to provide services to SBISD students during summer session) will work the hours and days assigned by SBISD even though such hours and days may not coordinate with the schedule of YES Prep Northbrook.

b) Health Screenings. Students enrolled in YES Prep Northbrook will have access to any health screenings made available to students who attend NMS to the same extent and in the same manner as any SBISD student who attends NMS.

c) Health and Safety Forms. Students enrolled in YES Prep Northbrook will be required to complete health and safety information/forms to the same extent and in the same manner as SBISD students who attend LMS.

10.04 Educational Technology. SBISD agrees to provide in each YES Prep Northbrook classroom the same or substantially similar educational technology as provided in a classroom of a similar subject for a similar grade level in SBISD for each school year during the Term of the Contract. SBISD is not required to provide laptops, computers, or other technology to YES Prep employees for personal use. Should the YES Prep School Director and the NMS Principal not be

able to agree on any technology related issue, the matter will be turned over to the Superintendent or designee of each Party who will work collaboratively to resolve the matter. The Parties also agree to the following:

a) Training. The Parties agree to work collaboratively to arrange for training of all YES Prep Northbrook faculty members on the use of necessary educational technology tools and on their effectiveness in the classroom prior to use to the same extent and in the same manner SBISD provides training for its own employees.

b) YES Prep Computers. YES Prep will provide its employees assigned to YES Prep Northbrook with computers to the same extent YES Prep provides all employees in similar positions with computers. To the extent that YES Prep provides computers to its teachers for instructional or other YES Prep Northbrook purposes, SBISD and YES Prep will collaborate to ensure YES Prep technology appropriately works in the SBISD environment.

c) Software. The Parties agree to work collaboratively so that YES Prep Northbrook employees will have the proper software necessary for them to perform services under this Contract on their YES Prep computers in order for the educational technology to function.

d) Network Connections. SBISD will make available at YES Prep Northbrook all network connections, including wireless connections, with runs terminating to a local IDF, required in order to satisfy the operating needs and reporting requirements under this Contract. SBISD will also allow YES Prep hardware to access the SBISD internet service including wireless accounts to the extent necessary to meet the operational needs of YES Prep Northbrook. The Parties will work together to resolve any authentication, log-in, and/or trusted domain challenges that may arise.

e) Technology Policies and Procedures. YES Prep agrees its employees at YES Prep Northbrook or who have any access to SBISD educational technology equipment and all students enrolled in YES Prep Northbrook will sign the SBISD Acceptable Use Procedures.

10.05 Transportation.

a) Transportation to and from NMS. SBISD agrees to provide transportation services to and from an approved SBISD bus stop and NMS in accordance with the YES Prep calendar to students enrolled in YES Prep Northbrook who reside within the NMS attendance zone to the same extent and same manner as SBISD provides to other SBISD students who reside within the NMS attendance zone. SBISD agrees to provide transportation to and from approved SBISD bus stops and NMS in accordance with the YES Prep calendar to students enrolled in YES Prep Northbrook who do not reside within the NMS attendance zone to the same extent and in the same manner as SBISD provides to other SBISD students who attend NMS but do not reside within the NMS attendance zone. SBISD and YES Prep will collaborate on transportation services, which is expected to be designed on a hub and spoke model. The Parties agree that students who are enrolled in YES Prep Northbrook but who do not reside in the NMS attendance zone or otherwise qualify for transportation to and from NMS may utilize a YES Prep Northbrook bus stop approved by SBISD as long as they complete all forms as required by the

Parties or either of them and submit the forms to SBISD prior to receiving transportation services.

b) Study Trips. SBISD agrees to provide transportation for study trips, non-Program activities, SBISD electives, and extra-curricular activities for YES Prep Northbrook students to the same extent and same manner as SBISD provides for other SBISD students. Additionally, YES Prep may elect to provide its own transportation for study or field trips related to the YES Prep Northbrook instructional Program.

c) Summer School. YES Prep agrees that no later than May 1st preceding any summer in which YES Prep will offer summer school, YES Prep will notify the NMS Principal of the transportation needs, including information regarding the summer school calendar, and the school day schedule. The NMS Principal will take all necessary steps to ensure that the transportation requested is ready to be provided.

d) Ownership of Transportation Vehicles. The Parties agree that the vehicles used by SBISD to provide transportation for students enrolled in YES Prep Northbrook are vehicles owned or leased and operated by SBISD or contracted by SBISD and that neither YES Prep nor its employees own and/or operate such vehicles.

e) Transportation Employees. The Parties agree that the drivers of the vehicles used to provide transportation as set forth herein are employees or contractors of SBISD and are not employees or contractors of YES Prep. SBISD agrees to comply with Applicable Law regarding criminal history background checks, driving checks, and other requirements relating to such providers of transportation.

f) Discipline of Students on SBISD Vehicles. The Parties agree that while at a YES Prep Northbrook bus stop or on an SBISD vehicle, students enrolled in YES Prep Northbrook are considered to be at an extension of school or a school-related activity and are subject to all rules and regulations of YES Prep Northbrook including, but not limited to, the YES Prep Northbrook Code of Student Conduct.

g) Accidents. SBISD agrees that if an SBISD vehicle transporting students enrolled in YES Prep Northbrook is involved in any accident or otherwise involved in an incident when students enrolled in YES Prep Northbrook are on board, SBISD will promptly notify the YES Prep School Director and YES Prep Superintendent.

h) Future Needs. YES Prep agrees that no later than April 1 preceding a school year in which this Contract is in effect, YES Prep will notify the NMS Principal of the transportation needs of YES Prep Northbrook anticipated during the next school year. Such needs will include the YES Prep calendar and school day scheduled for the next school year start times and end times, etc.). SBISD agrees the NMS Principal will then take all necessary steps to ensure that the transportation requested is ready to be provided.

10.06 Police services. The Parties agree that the SBISD Police Department will provide certain services to YES Prep Northbrook and that the Parties will collaborate on the type and extent of such services. The Parties further agree the services will include, at a minimum, the services of a truancy officer. The Parties further agree that SBISD will provide and employees

of YES Prep Northbrook will attend a training session regarding appropriate use of the SBISD Police Department. The training will occur at least once yearly and will be scheduled at a mutually agreeable time.

10.07 Child Nutrition Services; Free and Reduced Lunch. SBISD will provide child nutrition services, including all free and reduced-price breakfast, lunch, and snack programs and other available federally funded services for which YES Prep Northbrook students qualify, for YES Prep Northbrook students in accordance with the YES Prep Northbrook calendar in the same manner that SBISD provides for other SBISD students at the same grade level. YES Prep will provide to SBISD all demographic information required by law for all students enrolled in YES Prep Northbrook to qualify and participate in the free and reduced-price breakfast, lunch, and snack programs.

ARTICLE XI INSTRUCTIONAL AND OTHER PROGRAM MATERIALS

11.01 Selection of Instructional Materials. YES Prep Northbrook may select and utilize its own instructional materials for the Program. YES Prep represents that any instructional materials used for YES Prep Northbrook Program will align with the TEKS, or its successor, and any other standards that may be required for a campus program charter under Applicable Law. SBISD will purchase instructional materials for the regular academic program that are requested by YES Prep Northbrook to the extent provided through TEA for SBISD's instructional materials allotment. YES Prep will be responsible for any special instructional materials not covered by the regular instructional materials allotment. YES Prep shall be accountable for any lost textbooks or other instruction materials that are not returned to SBISD in accordance with SBISD procedures and shall reimburse SBISD for the cost of any such lost textbooks or other instructional materials upon demand. YES Prep shall not be responsible for reimbursing SBISD for normal wear-and-tear to any textbooks or other instructional materials.

ARTICLE XII STUDENT DISCIPLINE

12.01 Coordination of Codes of Student Conduct. The Parties agree to cooperate with each other and work collaboratively on discipline matters as more fully set out in this Contract and the attached Addendum C. Students enrolled in YES Prep Northbrook will be required to follow the YES Prep Code of Student Conduct as found in the YES Prep Northbrook Student Handbook delivered to each Program student. The Parties further agree that the NMS Principal and the YES Prep School Director will communicate regularly regarding discipline matters.

12.02 Removal of Student. While neither Chapter 37 of the Texas Education Code nor the SBISD Code of Student Conduct applies to students who at the time of removal currently are enrolled in the YES Prep Northbrook Program, if a student is voluntarily or involuntarily removed from YES Prep Northbrook and returns to a SBISD campus, the student shall be subject to the SBISD's Code of Student Conduct. Any timelines for discipline found in the SBISD Code of Student Conduct begin after the child has been removed from YES Prep Northbrook and returned to a home campus at SBISD and after the SBISD Principal of the student's campus,

who may or may not be the NMS Principal, makes a determination, upon further investigation if necessary, that such discipline is warranted.

12.03 Due Process. If YES Prep Northbrook expels a student enrolled in the Program for an offense that would be an expulsion under Chapter 37 and the student is removed from YES Prep Northbrook and returned to SBISD, SBISD will review the discipline record in the same manner as a student who would be enrolling in SBISD and provide due process to meet timelines and other requirements that would apply to SBISD under Applicable Law to SBISD.

12.04 Appeal of YES Prep Northbrook Decision. The Parties agree that if a student appeals the involuntary removal from YES Prep Northbrook to the YES Prep Board of Trustees in accordance with the YES Prep Code of Student Conduct, YES Prep will timely convene a meeting of a quorum of its Board of Trustees. During the interval of time between the involuntary removal and the appeal hearing before the YES Prep Board of Trustees, the student's placement will be as set forth in Addendum C.

ARTICLE XIII FACULTY AND STAFF

13.01 Employment Status. Faculty and staff of YES Prep Northbrook, including, but not limited to, the YES Prep Northbrook School Leader, other YES Prep Northbrook school administrators, teachers, and teaching assistants, are employees of YES Prep (specifically, YES Prep open-enrollment charter) and not of SBISD. SBISD faculty and staff at NMS are employees of SBISD and not of YES Prep. The Parties acknowledge and understand that Applicable Law provides different requirements for employees of open-enrollment charter schools and employees of school districts and that the policies and procedures of YES Prep and SBISD regarding employees differ. As such in certain instances, employees of each Party may be held to differing standards and be subject to differing rules and regulations.

13.02 Teacher Qualifications. The Parties will use their best efforts to comply with Applicable Law, including No Child Left Behind, regarding their respective teachers being highly qualified in the core subject areas, as those terms are defined in such laws and as applicable. To the extent any teacher is not highly qualified at any time, the employer of that teacher will notify the other Party in a timely manner.

13.03 Criminal History Background.

a) Criminal History Background Checks by YES Prep. YES Prep will perform all criminal history background checks as required by Applicable Law on YES Prep Northbrook employees and other YES Prep employees who may be present on or enter the NMS Premises and have regular direct contact with students. YES Prep agrees to hire and maintain employees only in accordance with Applicable Law and YES Prep Policy regarding criminal history.

b) List of Employees. YES Prep, as a contractor of SBISD, will provide SBISD a list of all employees assigned to YES Prep Northbrook and those YES Prep employees who may enter the NMS Premises and have regular direct contact with students ("YES Prep Employee List"). YES Prep agrees to timely update this YES Prep Employee List as changes may occur.

In the same manner as SBISD does for other contractors, SBISD will subscribe to the criminal history of those on the YES Prep Employee List and agrees it will timely un-subscribe to the criminal history of employees after being notified by YES Prep of separation from or changes in employment. SBISD agrees that at the effective date of termination of this Contract, SBISD will un-subscribe to the criminal history of all employees on the YES Prep Employee List. All such YES Prep employees will be required to read and sign SBISD's form relating to background checks if presented with such a form. The Parties agree that if a criminal history record as described herein shows that a YES Prep employee on the YES Prep Employee List has a "hit", YES Prep has the automatic right to temporarily or permanently remove that employee from YES Prep Northbrook and/or employment of YES Prep in accordance with YES Prep Policies and Procedures. The Parties further agree that to the extent YES Prep chooses not to temporarily or permanently remove the employee, the Parties will collaborate to determine what steps, if any, to take regarding the employee's continued presence on SBISD premises. Initial collaboration will be between the Vice President for Talent Support for YES Prep and the Executive Director of Human Resources for SBISD. If they cannot agree, the Parties will refer the matter to their respective Superintendent or designee. Ultimately, the Parties agree that if no agreement can be reached, as is the policy with other persons who enter SBISD campuses and buildings, SBISD can require the temporary or permanent removal of any YES Prep employee from SBISD's premises due to a criminal history "hit" but cannot require termination of the employee.

c) Contractor Criminal History Background Checks. The Parties acknowledge and agree that SBISD requires criminal history background checks on all vendors and contractors who enter any SBISD campus or building, including, without limitation, the NMS Premises. Accordingly, and vendor or contractor whose personnel enter and are present at the NMS Premises, regardless of whether it is a vendor or contractor of SBISD or Yes Prep, that person is subject to background checks as set forth herein and in accordance with SBISD policy and Applicable Law.

13.04 Faculty and Staff Employment Records. All employment records of YES Prep Northbrook and staff are the property of YES Prep. All employment records of SBISD employees assigned to NMS are property of SBISD. Except as may be expressly stated in this Contract, or except to the extent made public under the Texas Public Information Act ("TPIA"), neither party has a right of access to the employment records of the other party.

13.05 Meetings and Training. The Parties agree that the NMS Principal and the YES Prep School Director will work together to determine whether and which NMS faculty meetings and/or trainings must be attended by employees of YES Prep Northbrook. The Parties agree that all employees assigned to YES Prep Northbrook will be trained in child abuse reporting requirements, harassment/discrimination, MSDS matters, emergency preparedness, and communicable diseases in at least the same manner as SBISD employees assigned to NMS. The NMS Principal and the YES Prep School Director will work together to coordinate scheduling and determine how the YES Prep Northbrook employees will receive such training.

13.06 Differentiated Calendars. The Parties acknowledge that YES Prep Northbrook will offer classes and other programmatic activities on a different calendar schedule and will begin and end the school day at different times than NMS. The NMS Principal and the YES Prep School Director will coordinate schedules and programs to the extent possible so that YES

Prep Northbrook teachers and staff and NMS teachers and staff are available to YES Prep Northbrook students when services are needed. In the spring of each school year during the Term, the NMS Principal and YES Prep School Director will meet to prepare and agree upon a master schedule for the next school year with such schedule taking into consideration the YES Prep Northbrook academic course load, teachers' schedules, and the time period for electives offered by SBISD at NMS to YES Prep Northbrook students.

13.07 Employee performance. Each Party has the sole authority to evaluate, appraise, and/or discipline its own employees. The other Party may provide input to the NMS Principal or the YES Prep School Director, as applicable, which may be used in the appraisal process or otherwise, as determined by that school administrator in his or her discretion. If the school administrator for each Party cannot agree regarding the other's employee(s), the matter will be referred to the human resources ("HR") department for each Party. If the HR departments cannot agree on a resolution, the matter will be referred to the Superintendent or designee for each Party.

13.08 Employee Dress Codes. The Parties understand that each Party has its own dress code for employees and agree that NMS Principal and YES Prep School Director will work collaboratively so that each Party is comfortable with the other Party's employee dress code.

13.10 Grievances, Complaint, and Investigations. The Parties agree that any employee with a complaint or grievance will utilize the complaint/grievance policy of their respective employers and will not be permitted to use the employee grievance policy of the other Party.

a) Grievance and Complaints. The Parties agree that to the extent a grievance or complaint may involve employees from both Parties, the NMS Principal and the YES Prep School Director and the directors/executive directors of Human Resources for each Party, to the extent necessary, will collaborate to attempt to resolve the concerns and issues.

b) Incidents by Employees. The Parties acknowledge that there may be instances where employees are involved or allegedly involved in incidents on or off the NMS Premises that may not constitute criminal conduct but where the best interest of the students and/or employee(s) may be served by temporary or permanent removal of the employee(s) from the NMS Premises. The Parties agree that should such a situation arise, each Party has the automatic right to temporarily or permanently remove their own employee(s) from the NMS Premises and/or employment in accordance with that Party's policies and procedures. The Parties further agree that, to the extent either Party chooses not to remove its employee, the Parties will collaborate to determine what steps, if any, to take regarding the employee's continued presence on the NMS Premises. Initial collaboration will be between the NMS Principal and the YES Prep School Director. If the NMS Principal and the YES Prep School Director cannot agree, they will refer the matter to their respective HR departments. If the human resources departments are unable to resolve the issue, the matter will be submitted to the Superintendents or their designees for resolution. Ultimately, the Parties agree that if no agreement can be reached, in situations where the safety, health, or emotional welfare of a student(s) may be involved or seriously compromised, SBISD can require the temporary or permanent removal of a YES Prep employee from SBISD's premises but cannot require termination of a YES Prep employee.

c) Investigations. The Parties agree to work collaboratively on any investigation that may involve each other's employees to the extent necessary to promptly and accurately complete such investigation. Both Parties acknowledge that, to the extent permitted by Applicable Law, the Parties will protect the confidentiality of individuals and information obtained during the investigations.

13.11 Non-Solicitation; Dual Employment.

a) Non-Solicitation. YES Prep agrees it will not solicit or hire any SBISD employees unless and until it receives written confirmation from SBISD that the employee has been released from any contractual obligations with SBISD and SBISD consents to such employment. SBISD agrees it will not solicit or hire any employee assigned to YES Prep Northbrook during any school year, Summer school, or after July 1 of any year. Nothing in this Contract alters the at-will nature of YES Prep employees or changes the employment relationship between any employee and his/her employer.

b) No Dual Employment. Except as otherwise agreed between the Parties in writing and subject to each Party's respective policies regarding dual employment, a person cannot be both an employee of YES Prep and an employee of SBISD at the same time. Additionally, both SBISD employees and YES Prep employees will follow that employer's respective policies regarding outside and dual employment restrictions and limitations. The Parties anticipate that there may be situations where an employee of one Party may also provide services for the other Party as an employee. In such cases, the Parties will confer and approve that arrangement as long as each Party is satisfied that such employment is not being performed during the same time period as for the other Party, as long as the dual employment creates no conflict, and as long as such dual employment conforms to that Party's applicable policies and procedures. The Parties will collaborate to confirm that no conflict exists. Additionally, a contractor may perform services related to the Program on behalf of both SBISD and YES Prep. In such cases, the Parties will document the agreement with respect to such services, to include, without limitation, agreement on the scope of services, the allocation of costs of such services, and the performance standards to be evaluated. The joint service on behalf of SBISD and YES Prep shall not be considered to be in violation of this Section 13.011(b).

ARTICLE XIV

DATA; RECORDS; RECORDKEEPING; COMMUNICATIONS

14.01 Public Records. Pursuant to Texas Education Code §§ 12.057(a), 12.1051, and 12.1052, all records, including, without limitation, student records, and administrative and financial records, pertaining to and created by the Parties for YES Prep Northbrook, including any SBISD records relating to the students or program, shall be considered public records (collectively the records created by both YES Prep and SBISD for and specifically relating to YES Prep Northbrook shall be referred to as "YES Prep Northbrook Records"). YES Prep Northbrook and SBISD shall create, collect, and maintain all records related to or required for the Program, including, without limitation, all demographic data, test scores, discipline records, attendance, lesson plans, grade reporting and recording, and any other documents and information required by Applicable Law, TEA or other governmental authority, and as otherwise necessary and advisable for the operation of YES Prep Northbrook. Each Party shall ensure

access to the YES Prep Northbrook Records to the other Party during normal business hours for that Party and any other times that are mutually convenient to both Parties. As public records, all YES Prep Northbrook Records are subject to the TPIA and the Texas Record Retention laws as further described in this Contract.

14.02 PEIMS Records; Attendance Accounting; Other TEA Reports. The Parties acknowledge that YES Prep Northbrook is subject to the TEA requirements for the Public Education Information Management System ("PEIMS"). The Parties acknowledge that SBISD ultimately is responsible for compliance with state and federal data reporting requirements. YES Prep Northbrook will cooperate and coordinate with SBISD to ensure that all then current PEIMS Data Standards are met, including all data elements and proper codes used to report them. YES Prep Northbrook will furnish all required data to SBISD on a timely basis and in proper form so that SBISD may meet all data submission dates required by TEA. For purpose herein, to be in proper form, the data must be delivered to SBISD in a computer file or other agreed electronic form that can be imported directly into the SBISD student information system. YES Prep Northbrook shall account for enrollment and attendance on the daily Attendance Record and in a manner similar to that utilized at other SBISD schools. YES Prep and SBISD shall collaborate and cooperate to ensure that all other TEA recordkeeping and reporting requirements applicable to a campus program charter and SBISD students enrolled in a campus program charter are met. SBISD and YES Prep Northbrook will collaborate to determine what training is needed to assist YES Prep Northbrook to comply with the data collection, reporting, and submission requirements set forth herein and as required by TEA, to determine which Party will provide which parts of the training needed, and to develop a schedule for training of personnel.

14.03 Student Testing. Students enrolled at YES Prep Northbrook shall participate in all statewide student testing as required by Applicable Law. SBISD and YES Prep Northbrook will collaborate on the timing, manner, and location for testing of YES Prep Northbrook students. All test data for students enrolled in YES Prep Northbrook shall be aggregated with the data for all other NMS students for purposes of campus accountability ratings.

14.04 Texas Public Information Act. Both Parties are subject to the TPIA as set forth in Chapter 552 of the Texas Government Code and acknowledge that the YES Prep Northbrook Records may be subject to disclosure. Each Party agrees to comply with the requirements of the TPIA and timely notify the other Party in the event that it receives a request for under the TPIA, a judicial or governmental request, requirement or order or otherwise any YES Prep Northbrook Record that may require disclosure. Each Party has the right to seek to withhold a document or record relating to YES Prep Northbrook and to seek a Texas Attorney General opinion in accordance with the TPIA. The Parties will cooperate with each other in seeking Attorney General opinions.

14.05 Texas Record Retention Laws. Both Parties are subject to the Texas Record Retention laws as set forth in the Texas Government Code and Texas Local Government Code and related schedules for retention. Both Parties agree to maintain and retain the YES Prep Northbrook Records as required the Texas Record Retention laws.

14.06 Media and Communications.

a. Media Requests. The Parties agree to collaborate regarding any media requests or press releases related YES Prep Northbrook, the students enrolled in the YES Prep Northbrook Program, the SKY Compact, or Contract prior to responding to any media request or making a press release and further agree that any statement made will have prior approval by the Superintendent for each Party or their designee. For any matter that a Party designates as “urgent”, the other Party agrees to review within one (1) hour. This does not include general YES Prep communications that would be sent regarding other YES Prep schools and may include YES Prep Northbrook. Likewise, this does not include general SBISD communications that would be sent regarding other SBISD schools and may include NMS.

b. Communications with Parents. The Parties agree that if an incident occurs that would necessitate communications to parents of students enrolled in the YES Prep Northbrook Program, the NMS Principal and the YES Prep School Director will collaborate on the communication and prepare a joint communication as appropriate. For any matter that a Party designates as “urgent”, the other Party agrees to review within one (1) hour. This does not include general YES Prep communications that would be sent regarding other YES Prep schools and may include YES Prep Northbrook. Likewise, this does not include general SBISD communications that would be sent regarding other SBISD schools and may include NMS

ARTICLE XV
PROGRAM EVALUATION AND ACCOUNTABILITY

15.01 Accountability Standards.

a) Compliance with Accountability Standards. The Parties understand and agree that the YES Prep Northbrook is subject public school accountability under Subchapters B, C, E, and J of Chapter 39 of the Texas Education Code and the then current edition of the TEA Accountability Manual (collectively, “Accountability Standards”). Continuation of YES Prep Northbrook and this Contract is conditioned upon satisfactory student performance under the Accountability Standards and upon compliance with other requirements under the Accountability Standards, to include, but not be limited to, the following:

i Student results will be disaggregated by Accountability Systems subgroups African-American, Hispanic and White (“Accountability Subgroups”).

ii Economically Disadvantaged by grade level comparisons will be made to non-program students in the same grade levels.

iii The attendance rates of YES Prep Northbrook students will be compared to Similar Students.

For purposes of this Contract, the term “Similar Students” means students across SBISD in the Accountability Subgroups at a campus with similar demographics and grade level as students enrolled in YES Prep Northbrook. Any Accountability Subgroup that would not be considered by TEA in determining school performance ratings would not apply. For all students who do not qualify to be considered under the expected Accountability Standards, performance

expectations will be based on Individual Education Plans or Language Proficiency Assessment Committee recommendations. Data for these students will be gathered and maintained by YES Prep.

b) Review of Accountability Data. YES Prep accountability data will be combined with the accountability data for the remainder of the NMS campus for purposes of a campus-wide accountability rating. Each year during the Term of this Contract, the Parties will review the accountability data associated with the students enrolled in YES Prep and determine what affect the data has on the NMS campus-wide accountability rating. For the 2010-11 school year, the NMS campus-wide accountability rating was Academically Acceptable. It is expected that the YES Prep Northbrook Program provided under this Contract will cause the accountability rating of SBISD students enrolled in YES Prep Northbrook to improve and accordingly, the campus-wide rating for NMS to improve. In the event that the performance of the YES Prep Northbrook students under the Accountability Standards has an adverse effect on the overall NMS campus-wide accountability ratings in any given school year, in lieu of termination as set forth in this Contract, the Parties may assess the cause of the adverse affect on the campus-wide rating and agree upon an improvement plan designed to reverse the lowered accountability rating.

15.02 Program Reports and Evaluation.

a) Reports. The Parties will meet regularly to evaluate and assess YES Prep Northbrook. During the initial year of the Program, the SBISD Superintendent or designee(s) will monitor compliance in implementation of the Program on a quarterly basis. SBISD and YES Prep will collaborate on the content and frequency of written interim reports to document the progress, needs, and issues to address with respect to the YES Prep Northbrook Program. In addition to reports required by TEA and interim Program reports as agreed upon by the Parties, annually, YES Prep will prepare an year-end report that includes, without limitation, the measurable goals accomplished, other accomplishments of YES Prep Northbrook, student achievement, accountability information, financial and programmatic data for the year, anecdotal information, conclusions related to the prior school year, and recommendations for the next school year and best practices to be replicated. SBISD will provide input and collaboration on the annual report. The annual report shall be completed within ninety (90) days after the end of the preceding school year for YES Prep Northbrook. A copy of the annual report shall be provided to the SBISD Board of Trustees.

i Program Evaluation Criteria. By November 1st of each school year during the Term, the Parties will agree upon the measurable goals and objectives for YES Prep Northbrook for that school year and establish criteria for evaluation of the Program for that school year.

b) Audits and Record Reviews. In addition to the annual audit required in Section 16.05 of this Contract, the Parties will collaborate on any other programmatic or interim audits that they deem advisable or necessary. The Parties will cooperate and make YES Prep Northbrook Records available for any audit or record review performed by TEA or other governmental authority.

ARTICLE XVI
FISCAL AFFAIRS

16.01 Financial Consideration. In consideration of the services provided under this Contract, SBISD will pay YES Prep as follows: (a) \$6,950.00 per student in Average Daily Attendance (“ADA”) annually for the 2012-13 school year; (b) \$6,750.00 per student in ADA annually for the 2013-14 school year; and (c) \$6,550.00 per student in ADA annually for the 2014-15 school year (the annual amount set forth in Section 16.01(a), 16.01(b), and 16.01(c) respectively shall be referred to herein as “Fee”). The per student in ADA funding Fee for 2012-13 to be paid to YES Prep under this Contract will not be adjusted. In the event that SBISD realizes an increase in the total State foundation funding plus federal entitlement funds during the Term of the Contract in any year after the 2012-2013 school year that results in an increase in per pupil in ADA funding for SBISD, the Parties may agree to increase the Fee per student in ADA for that school year in an amount up to the percentage increase realized by SBISD. Likewise, in the event that SBISD realizes a decrease in State foundation funding and any additional federal entitlement funds after the 2012-2013 school year of less than six percent (6%) during the Term of the Contract that results in a decrease in per pupil funding in ADA for SBISD, the Parties may agree to decrease the Fee per student in ADA for that school year in an amount up to the percentage decrease realized by SBISD. In lieu of termination under Section 21.02(a)(ii) of this Contract, the Parties may agree to adjust the Fee for any year in which SBISD experiences a six percent (6%) or more reduction in State foundation funding and federal entitlement funds by the same percentage decrease SBISD experiences in its funding. For purposes of this Contract, whether an increase or decrease occurs and the amount of the percentage of increase or decrease is determined by comparing and contrasting the change in the amount of funds per student calculated by TEA formula received by SBISD plus federal entitlement funds in a given fiscal year during the Term of the Contract to the amount of funds per student calculated by TEA formula received by SBISD plus federal entitlement funds in the next fiscal year. The Parties will collaborate on the per student in ADA Fee to be paid after the 2014-15 school year. Prior to the first day of school for YES Prep Northbrook, the Parties will collaborate to estimate the number of students YES Prep is expected to enroll for that upcoming school year, which will be the estimated enrollment on which monthly payment of the Fee will be based for that school year. The Fee to be paid during the 2012-13 school year is based on an expected ADA rate as reported through the PEIMS system of 96%. For each year during the Term of the Contract after 2012-13, the actual ADA percentage for the last school year will be used to calculate the estimated ADA for the next school year. SBISD will pay to YES Prep one-tenth (1/10) of the estimated annual Fee on a monthly basis with the first payment to be paid in September and the last payment in June. At the end of each school year when SBISD has received the final PEIMS data, SBISD and YES Prep will reconcile the amount of Fee paid by SBISD during that school year with the actual annual Fee that is owed based on the actual number of students enrolled in Yes Prep Northbrook during that school year and the actual ADA rate. The final determination of the amount of the reconciliation will be made by August 31st for the preceding school year. If the estimated Fee paid during the school year is less than the actual Fee owed for that school year, then SBISD will pay YES Prep the difference within thirty (30) days after the reconciliation amount is determined; if the estimated Fee paid during the school year is greater than the actual Fee owed for that school year, YES Prep will reimburse the difference to SBISD within thirty (30) days after the reconciliation amount is determined.

16.02 Allocation of Costs. In addition to the responsibility of either Party for specific costs and expenses described in other provisions of this Contract, the Parties will allocate costs for the Program as set forth in this Section 16.02. From the Fee, YES Prep will pay for all YES Prep Northbrook costs associated with the YES Prep personnel, employee benefits, professional development of the YES Prep personnel, Program curriculum (except for the instructional materials as described in Section 11.01), ancillary equipment and supplies, YES Prep administrative oversight and responsibilities, recordkeeping by YES Prep, student yearbooks, school photos, and field trip expenses, except for transportation costs as set forth in Section 10.05. SBISD will be responsible for the costs of providing furniture and equipment as described in this Contract, maintenance and repairs of the NMS Premises, utilities for the NMS Premises, transportation services as described in this Contract, SBISD administrative oversight and responsibilities, and recordkeeping by SBISD.

16.03 Grants. The Parties will cooperate in the application for grants to fund all or portions of YES Prep Northbrook or related to the SKY Compact. The Parties agree that any such funding received by either the Parties to this Contract or the Parties to the SKY Compact will be used in accordance with grant requirements and the Parties will collaborate to allocate grant funds to specific projects agreed by the Parties to be necessary or advisable to advance the Program. The Parties agree that unless specifically required by the grant or agreed upon by the Parties, grant funds will not be used to offset the Fee as set forth in Section 16.02, above. Any purchase or property acquired with grant funds becomes the property of the entity that applied for the grant and received the grant funding. If the grant was a joint application, the purchases or property will be split in accordance with agreements between the Superintendents and the time the grant is awarded unless a specific split is provided in the grant. In order to avoid duplication, the Parties will disclose to each other, at the time of application or sooner if practicable, any grant for which they are applying that may impact the SKY Compact or YES Prep Northbrook specifically.

16.04 Contracting.

a) General Contracting. Each Party is responsible for obtaining, contracting with, and paying its own vendors for goods it acquires and services it provides under this Contract.

b) Purchasing and Procurement. Each Party will be subject to the purchasing and procurement laws and requirements applicable to that Party. By means of example, SBISD is subject to Chapter 44, Subchapter B for contracts for purchases of goods and services valued at \$50,000 or more. YES Prep is subject to Chapter 44, Subchapter B (and Chapter 2267) only to the extent set forth in its open enrollment charter for the acquisition of construction services valued at \$50,000 or more. Each Party agrees to comply with the purchasing statutes applicable to that Party for the purchases made for YES Prep Northbrook.

c) Vendor Background Checks. As described in Section 13.03(c), the Parties acknowledge that SBISD requires criminal history background checks on all vendors and contractors who enter and perform work or services on SBISD property. YES Prep will cooperate with SBISD in communicating to its vendors and contractors the SBISD requirements and in assisting SBISD to obtain information required for the vendor criminal history background checks.

16.05 Annual Audit. The SBISD financial data and transactions for YES Prep Northbrook will be included in the SBISD annual audit. Direct expenditures for YES Prep Northbrook made by YES Prep will not be included in the SBISD audit. YES Prep will provide to SBISD any records and documentation needed to conduct the SBISD audit on a timely basis. SBISD will pay the costs for the SBISD annual audit and YES Prep will pay for the annual audit for YES Prep. To the extent that either Party desires or Applicable Law requires a separate programmatic or financial audit or other audit of the Program, the Parties will collaborate on conducting the audit, including determining costs, and cooperate on providing information and data that may be needed for such audit.

ARTICLE XVII INTELLECTUAL PROPERTY MATTERS

17.01 Proprietary Materials. SBISD shall own its own intellectual property, including, without limitation, trade secrets, know-how, proprietary data, documents and written materials in any format, artwork, graphics, charts, software, licenses, marketing materials, website design for SBISD. YES Prep shall own its own intellectual property, including, without limitation, trade secrets, know-how, proprietary data, documents and written materials in any format, artwork, graphics, charts, software, licenses, marketing materials, website design for YES Prep. Materials created exclusively by SBISD for YES Prep Northbrook shall be SBISD proprietary material. Materials created exclusively by YES Prep for YES Prep Northbrook shall be YES Prep proprietary material. The Parties acknowledge and agree that neither has any intellectual property interest or claims in the other Party's proprietary materials. Notwithstanding the foregoing, materials and work product jointly created by the Parties shall be jointly owned by the Parties and may be used by the individual Party as may be agreed upon by both Parties from time to time.

17.02 Name. YES Prep owns the intellectual property right and interest to the name "YES Prep." The Parties agree that the name "YES Prep Northbrook" may be used by either Party during the Term of the Contract. The Parties agree that after the expiration or termination of this Contract, neither Party will not use the name "YES Prep Northbrook" for its own individual purposes.

ARTICLE XVIII INSURANCE / RISK OF LOSS

18.01 Insurance Coverage. Each Party, at its own expense, will maintain its own insurance throughout the Term of this Contract. The insurance required under this Contract shall be as follows:

a) Comprehensive or commercial general liability insurance for not less than \$1,000,000 (combined single limit for bodily injury and property damage per occurrence and in the aggregate). Each Party may elect to carry what other insurance that Party decides is necessary or advisable for its obligations under this Contract. Such insurance will be written to cover claims incurred, discovered, manifested, or made during or after the Term;

b) Automobile insurance to cover losses for motor vehicle accidents by that Party on the NMS Premises; and

c) Workers Compensation insurance as may be required by Applicable Law for that Party.

Each Party may elect to carry insurance to insure its own personal property located at the NMS Premises. Neither Party will be responsible for the negligence or liability of the other Party. Either Party may elect to meet its obligations under this Section 18.01 by including the required coverage under an umbrella insurance policy in effect for that Party.

18.02 Evidence of Insurance. The Parties will furnish a certificate of insurance to the other Party evidencing the required coverage within thirty (30) days after the date of this Contract. Thereafter, each Party will provide to the other Party a copy of the certificate for any renewal within thirty (30) days of receipt of same and written notice to the other Party of any cancellation or material adverse change to such insurance within thirty (30) days of such occurrence.

18.03 Cooperation. The Parties will comply with any information or reporting requirements required by the other Party's insurer(s), to the extent reasonably practicable.

18.04 Insurance Companies; Subrogation. All insurance coverage described in this Article XVIII shall contain a waiver of subrogation. The insurance shall be in companies acceptable to the other Party, and which are authorized to do business in Texas, with an A.M. Best Rating of "A" or better.

ARTICLE XIX SAFETY OF STUDENTS

19.01 Health and Well-being of Students. Both Parties will use their best efforts to protect the safety and well-being of SBISD students enrolled in YES Prep Northbrook. Both Parties acknowledge that it is subject to and will comply with all requirements of Chapter 38 of the Texas Education Code. In the event that any YES Prep Northbrook student is injured, experiences problems with bullying, or otherwise encounters a situation in which the safety or well-being of that student is at issue, both Parties will communicate regarding the incident or situation, take immediate action to obtain help for the student or otherwise assist the student or and work to quickly address any ensuing problems.

ARTICLE XX IMMUNITY AND RELEASE OF PARTIES

20.01 No Waiver of Immunity. Nothing in this Article 20.01 or in this Contract shall be construed to waive any immunity to which either SBISD or YES Prep or any employee or member of the governing board is entitled under Applicable Law.

20.02 Mutual Release from Liability. To the extent permitted by Applicable Law, each Party will release the other Party and all of its respective employees, officers, directors, trustees, subcontractors, and agents from any losses, liabilities, damages, and claims that may arise out of,

or by reason of, any act or omission of the releasing party under this Contract. This mutual release applies only to the extent that it reiterates existing law and enforces each Party's obligations as may be permitted by law. This mutual release does not and shall not be construed to expand or increase the liability or scope of its liability of either Party. To the extent that this provision purports to create liability or potential liability on the part of either SBISD or YES Prep beyond its legal authority or power to incur liability, this Section 20.02 is invalid.

ARTICLE XXI TERM OF THE CONTRACT; TERMINATION

21.01 Term. This Contract shall be for a term of five (5) years commencing on the Effective Date and expiring on the last day of the regular school year for whichever Party has the later end date (after the conclusion of summer session) of 2017 ("Initial Term"). This Contract may be renewed by either Party after the Initial Term for up to four (4) successive five (5) year renewal terms (each a "Renewal Term") provided that (a) the Party exercising the right of renewal provides written notice to the other Party not less than one-hundred eighty (180) days prior to the expiration of the Initial Term or the then current Renewal Term; and (b) the Contract is in full force and effect at the time of the renewal notice and at the time the next Renewal Term is to be effective and neither Party is then in default under the Contract either at the time that renewal notice is given or on the last day of the then-current Initial Term or Renewal Term. The renewal of the Contract beyond the Initial Term and the expiration of any Renewal Term is subject to approval of the SBISD Board of Trustees and the YES Prep governing board. As used herein, the term "Term" includes the Initial Term and any and all Renewal Terms. The Term of this Contract is subject to the Termination provisions below.

21.02 Termination.

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

(i) The other Party fails to remedy a breach of this Contract, which includes, without limitation the failure of a Party to fulfill any obligation, condition, term, provision, or covenant contained in this Contract within thirty (30) days after written notice by the non-breaching Party of such breach or non-fulfillment, provided, however, that if the breach or non-fulfillment would affect the safety or well-being of students or is not reasonably capable of being cured no such notice and opportunity to cure shall be required; or

(ii) SBISD has a material reduction that occurs in per-pupil funding available from the State of Texas below the amount for the prior fiscal year. For purposes of this Section 21.02(a)(ii), a material reduction is considered to have occurred if SBISD's per-pupil funding and federal entitlement funds is reduced by six percent (6%) or more from the prior fiscal year. In lieu of termination under this Section 21.02(a)(ii), the Parties may elect to reduce the amount

to be paid to YES Prep by SBISD under Section 16.01 by an equivalent amount of reduction in State and federal entitlement received by SBISD.

In the event of termination under this Section 21.02(a), such termination shall be effective, (i) in the case of a termination pursuant to clause (i) of the foregoing sentence, immediately upon written notice of such termination by the terminating Party to the other Party; and (ii) in the case of a termination pursuant to clause (ii) of the foregoing sentence, at the end of the fiscal year in which SBISD receives notice to the material reduction in funding.

(b) Termination by Mutual Written Consent. This Contract may be terminated by mutual consent by both Parties without penalty to either SBISD or YES Prep, such termination to be effective at such time, and upon such other terms, as set forth in such written consent.

(c) Termination Related to Revocation of Charter. The Board of Trustees of SBISD may revoke the campus program charter, in accordance with Texas Education Code Section 12.063 in the event that YES Prep commits a material violation of its charter under this Contract; fails to satisfy generally accepted accounting standards of fiscal management; fails to comply with the requirements of Subchapter C, Chapter 12, Texas Education Code, or other Applicable Law. In the event that SBISD believes that the YES Prep Northbrook should be placed on probation or the campus program charter revoked under this Section 21.02(c), the SBISD Superintendent or designee will investigate any allegations and hold a conference with the YES Prep Superintendent and governing board to discuss the allegations. If the Superintendent or designee determines that a violation or mismanagement has occurred, YES Prep shall respond to the allegation at the next regularly scheduled SBISD Board meeting. The SBISD Board of Trustees shall hear the YES Prep presentation and take action, if necessary, to place YES Prep on probation or revoke the campus program charter granted under this Contract. If the SBISD Board of Trustees decides to consider revocation of the charter, it shall schedule a public hearing to be held at NMS. SBISD's decision to revoke the charter or take other action with respect to the charter under this Contract shall be based on the best interest of SBISD students enrolled in YES Prep Northbrook, the severity of the violation, and any previous violation committed by YES Prep. In the case of revocation of the charter and termination of this Contract under this Section 21.02(c), SBISD will notify YES Prep that the charter has been revoked, and this Contract will terminate at the close of the then-current school year.

(d) Termination Related to Accreditation Status. At the end of any academic year, beginning with the 2014-15 academic year, SBISD may terminate this Contract if, for two or more consecutive years preceding, students at YES Prep Northbrook fail to show continuous improvement and/or fail achieve at least one (1) year's growth in performance outcomes as measured by Education Value Added Assessment System ("EVAAS") on the applicable Accountability Standards as set forth this Contract. The EVAAS is a system that evaluates annual growth using state-mandated student testing and assessment data. The YES Prep Northbrook Program is subject to evaluation under EVAAS to the extent that other SBISD schools are evaluated under EVAAS and in the same manner that is applied at other SBISD schools. This Contract also may be terminated by SBISD or YES Prep effective July 31st of any year in which the students at YES Prep adversely affected the accountability ratings of NMS such that NMS achieved a campus-wide rating of lower than academically acceptable (or its equivalent under succeeding TEA standards) for two (2) consecutive preceding years. In lieu of

termination under this Section 21.02(d), at the end of the second year of an adverse rating for the Program, SBISD may place YES Prep Northbrook on probation. If YES Prep Northbrook fails to improve its rating in the third year after two years of adverse ratings, this Contract shall terminate. In the event of termination under this Section 21.02(d), the Party terminating the Contract shall provide written notice to the other Party on or before thirty (30) days prior to the effective date of termination.

(e) Termination Upon Loss of Charter. This Contract will terminate immediately upon the assignment of a conservator to or loss of charter of YES Prep or other adverse action taken by the State Board of Education or TEA against YES Prep or SBISD under Chapter 39, Subchapters B, C, E, and J.

(f) Bankruptcy; Dissolution. This Contract will terminate immediately upon the (i) filing by any party of a voluntary petition in bankruptcy; (ii) adjudication of such party as bankrupt; (iii) the filing of any petition or other pleading in any action seeking reorganization, rearrangement, adjustment, or composition of, or in respect of such Party under the United States Bankruptcy Code or any other similar state or federal law dealing with creditors' rights generally; (iv) appointment of a receiver, trustee or other similar official of such Party or its property; or (v) the dissolution of its corporate entity.

(g) Change in Applicable Law. If any change in Applicable Law that is enacted after the Effective Date could reasonably be expected to have a material adverse effect on the ability of any Party to carry out its obligations under this Contract, including the repeal of authority for the SBISD Board of Trustees to grant a campus program charter, such Party, at its election, 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 terminate this Contract or request renegotiation of this Contract. Such renegotiation will be undertaken in good faith. If the Party elects renegotiation and the Parties are unable to renegotiate and agree upon revised terms within one thirty (30) days after such notice of renegotiation, then this Contract will be terminated effective at the end of the school year (including the conclusion of any applicable summer session) in which such notice was given, unless earlier termination is necessary to protect the health, welfare, or safety of students.

(h) Termination for Convenience. Either Party may terminate this Contract for convenience without cause or penalty by giving the other Party written notice no later than October 1st of that contract year that the Contract will terminate on the last day of the regular school year which includes any summer session for whichever Party has a later end date in which notice is given.

(i) Termination for Non-Appropriation. The obligations for payment by SBISD to YES Prep under this Contract constitute a commitment of current revenues only and does not create an impermissible debt. The obligations of YES Prep to expend any public funds for Program costs and expenses likewise constitute a commitment of current revenues only and does not create an impermissible debt. Either Party may terminate this Contract at the end of the current fiscal year in the Event of Non-appropriation. As used herein, the term "Event of Non-Appropriation" shall mean the failure of either or both the SBISD Board of Trustees or the YES

Prep governing board to obtain and appropriate funds for this Contract or that Party's obligations under this Contract for the next fiscal year during the Term. In the Event of Non-Appropriation, the non-appropriating Party shall give as much notice as reasonably possible but, in not event, will give less written notice than forty-five (45) days before the end of the then current fiscal year.

21.03 Effect of Termination. In the event of termination under this Contract, the obligations with respect to YES Prep Northbrook will terminate except that any obligations that are contemplated as surviving termination, including, without limitation, finalizing any reporting requirements for data imposed by TEA, record retention requirements, reimbursement for damaged furniture or equipment, payment owed for time periods prior to termination but not yet paid, and otherwise will survive termination.

ARTICLE XXII GENERAL AND MISCELLANEOUS PROVISIONS

22.01 Entire Agreement. The terms and conditions of this Contract, including the Recitals, Addenda, and Exhibits, which are incorporated herein, and the SKY Compact (individually, "Contract Document" and collectively, "Contract Documents") constitute the entire agreement between the Parties with respect to the Campus Charter Program Charter and the subject matter set forth herein and supersede all prior discussions and agreements, whether verbal or written. In the event that any provision of any Contract Document is in conflict with any other Contract Document, the following order of precedent shall apply: (1) the Addenda; (2) the Contract; (3) the SKY Compact; (4) the Exhibit; and (5) the Recitals.

22.02 Jurisdiction and Venue. Each Party consents and submits to the jurisdiction of the state and federal courts located in the State of Texas for purposes of any action, suit or proceeding arising out of or relating to this Contract and agrees that exclusive venue for any action, suit or proceeding arising out of or relating to this Contract in any court or tribunal other than the administrative agencies of the State of Texas or in the courts of the State of Texas for Harris County or the United States District Court for the Southern District of Texas, Houston Division.

22.03 Governing Law. The laws of the State of Texas, without regard to its conflict of laws provisions, will govern this Contract, its construction, and the determination of any rights, duties, obligations, and remedies of the Parties arising out of or relating to this Contract.

22.04 Counterparts, Facsimile Transmissions. This Contract may be executed in identical counterparts, all of which will be deemed an original, but all of which will constitute one and the same instrument. Each Party may rely on facsimile signature pages as if such facsimile pages were originals.

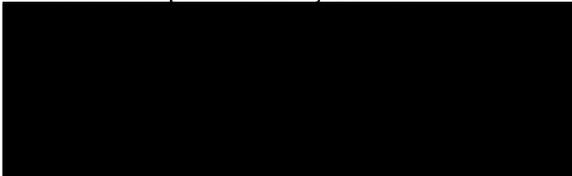
22.05 Official Notices. All notices and other communications required by the terms of this Contract will be in writing and sent to the Parties hereto at the addresses set forth below (and such addresses may be changed upon proper notice to such addressees). Unless otherwise agreed in writing by the receiving Party, 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); (iv) electronic mail if sent to the email address set forth below; or (v) personal delivery (with written receipt confirming such delivery). Notice will be deemed to have been given (i) two business or school days after mailing as described in clauses (i) and (ii) above; (ii) on the date of personal delivery; or (iii) on the date of transmission of a facsimile or email if on a business or school day during normal business hours (or, if not, the next succeeding business day). Unless otherwise agreed in writing by the receiving Party, electronic mail does not constitute official notice under this Contract. The addresses of the Parties are:

For SBISD

Duncan Klussmann
Superintendent

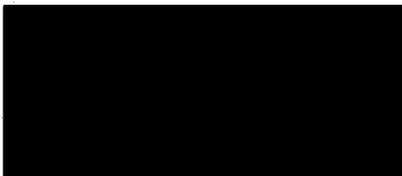


With a copy to:
Jennifer Blaine
Associate Superintendent, Curriculum and Instruction



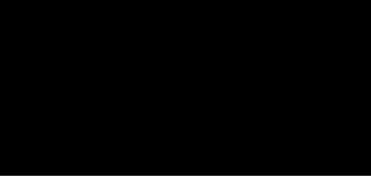
For YES Prep:

Jason Bernal
President



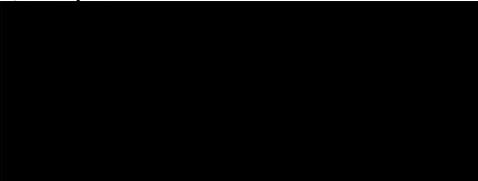
With a copy to:

Lisa Hall
Vice President, Talent Support

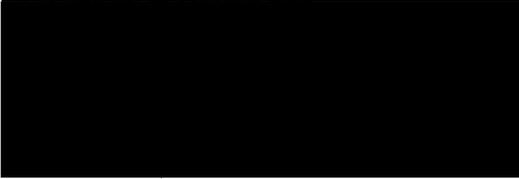


Copies also to:

Janet Horton
Thompson & Horton LLP



Maureen R.M. Singleton
Thompson & Horton LLP



22.06 Assignment. Except as otherwise provided in this Contract, neither Party may assign or delegate any rights or obligations under this Contract without the prior written consent of the other Party.

22.07 Amendment. This Contract will not be altered, amended, modified, or supplemented except in a written document executed by the Parties.

22.08 Waiver. No waiver of any provision of this Contract will be effective unless in writing, nor will such waiver constitute a waiver of any other provision of this Contract, nor will such waiver constitute a continuing waiver unless otherwise expressly stated.

22.09 Severability. The Parties intend that each provision hereof constitute a separate agreement between or among them. Accordingly, the provisions hereof are severable and in the event that any provision of this Contract 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.

22.010 Successors and Assigns. This Contract will be binding upon, and inure to the benefit of, the Parties and their respective successors and permitted assigns.

22.011 No Third-Party Rights. This Contract is made for the sole benefit of SBISD and YES Prep and their respective successors and permitted assigns. Nothing in this Contract will create or be deemed to create a relationship between the Parties to this Contract and any third person, including a relationship in the nature of a third-party beneficiary or fiduciary.

22.012 Headings and Captions. The headings and captions appearing in this Contract have been included only for convenience and shall not affect or be taken into account in the interpretation of this Contract.

[Signatures appear on the following page]

[Signature page for Campus Program Charter Contract between Spring Branch Independent School District and YES Prep Public Schools, Inc. with an effective date of June 1, 2012]

IN WITNESS WHEREOF, the undersigned have executed this Contract as of the date and year first above written.

Spring Branch Independent School District



Ms. Pam Goodson
President, Board of Trustees

Spring Branch Independent School District
a Texas public independent school district



B

Name: Dr. Duncan Klussmann
Superintendent of Schools

YES Prep Public Schools, Inc., a Charter holder for
YES, Inc., a Texas open enrollment charter school

By: _____
Name: Mr. Jason Bernal
Title: President

[Signature page for Campus Program Charter Contract between Spring Branch Independent School District and YES Prep Public Schools, Inc. with an effective date of June _____, 2012]

IN WITNESS WHEREOF, the undersigned have executed this Contract as of the date and year first above written.

Spring Branch Independent School District
a Texas public independent school district

By: _____
Ms. Pam Goodson
President, Board of Trustees

Spring Branch Independent School District
a Texas public independent school district

By: _____
Name: Dr. Duncan Klusmann
Superintendent of Schools

YES Prep Public Schools, Inc., a Charter holder for
YES, Inc., a Texas open enrollment charter school

B _____
Name: Mr. Jason Bernal
Title: President

ADDENDUM A-1

Agreement Regarding Applicable Board Policies

This Addendum A-1 - Agreement Regarding Applicable Board Policies (“Addendum A-1”) is a part of and incorporated into the Campus Program Charter Contract (“Contract”) by and between the Spring Branch Independent School District (“SBISD”) and YES Prep Public Schools (“YES Prep”) (individually, “Party” and collectively “Parties”) with an effective date of June 1, 2012. All capitalized terms not otherwise defined herein shall have the same meanings as such term in the Contract.

This Agreement between the Parties sets forth the SBISD Board Policies that will apply to the YES Prep Northbrook Program during the Term of the Contract.

The SBISD Board Policies may be found at <http://pol.tasb.org/Policy/Code/599?filter=A18> (“SBISD Board Policies”). SBISD and YES Prep’s participation in the Program is subject to all SBISD Board Policies except as expressly set forth otherwise in the Contract. The YES Prep Northbrook Program and the students enrolled in YES Prep Northbrook are subject to the SBISD Board Policies except for those relating to the following:

- Length of the school year under legal policy and Texas Education Code § 25.0811, except that YES Prep shall provide for the YES Prep Northbrook students to have at least 180 days of instruction each school year
- Class size
- Class schedules
- Homework and make up work
- Retention and promotion
- Homebound instruction
- Juvenile residential facilities
- Student discipline rules and Code of Student Conduct until such time as a student is removed from the YES Prep Northbrook Program and returned to a non-Program SBISD instructional program as set forth more fully in Addendum C
- Curriculum used for the YES Prep Northbrook students except as required by Applicable Law and as otherwise set forth in the Contract
- Grading policies except as may be required by Applicable Law
- Local grade advancement rules and practices except as may be required by Applicable Law
- Policies and practices on lesson planning
- Personnel policies for YES Prep employees

- Admission policies except as may be required by Applicable Law and as otherwise set forth in the Contract
- Student dress code
- Non-service animals
- Testing other than state-mandated assessments required by Applicable Law
- Student activities
- Bullying except as required by Applicable law
- Local policies on student harassment, discrimination, and retaliation except as required by Applicable Law
- Interrogations and searches except as may be required by Applicable Law and except when a student is engaged in non-Program activities
- Student and parent complain grievances

YES Prep and YES Prep employees are not subject to the SBISD Board Policies regarding basic district foundation, local governance, business and support services, personnel, and community and governmental relations, except for building use policies and except as otherwise may be required by Applicable Law or as set forth in the Contract, including this Addendum A-1.

ADDENDUM A-2

Agreement Regarding Applicable Board Policies

This Addendum A-2 - Agreement Regarding Applicable Board Policies (“Addendum A-2”) is a part of and incorporated into the Campus Program Charter Contract (“Contract”) by and between the Spring Branch Independent School District (“SBISD”) and YES Prep Public Schools (“YES Prep”) (individually, “Party” and collectively “Parties”) with an effective date of June 1, 2012. All capitalized terms not otherwise defined herein shall have the same meanings as such term in the Contract.

This Agreement between the Parties sets forth the YES Prep Policies that will apply to the YES Prep Northbrook Program during the Term of the Contract.

YES Prep Northbrook is subject to all YES Prep academic and instructional policies and practices, student discipline policies, Code of Student Conduct, and other policies except to the extent in conflict with the terms and conditions of the Contract or with Applicable Law. In implementing and operating YES Prep Northbrook, all purchasing and business operations undertaken by YES Prep for YES Prep’s responsibilities under the Contract and governance and approvals required by YES Prep internally will be in conformity with the YES Prep policies and procedures. The YES Prep Northbrook Program and the students enrolled in YES Prep Northbrook are subject to the SBISD Board Policies to the extent set forth in Addendum A-1 and as otherwise may be set forth in the Contract.

ADDENDUM B
Agreement Regarding Special Education and Section 504 Students

This Addendum B - Agreement Regarding Special Education and Section 504 Students (“Agreement”) is a part of and incorporated into the Campus Program Charter Contract (“Contract”) by and between the Spring Branch Independent School District (“SBISD”) and YES Prep Public Schools (“YES Prep”) (individually, “Party” and collectively “Parties”) with an effective date of June 1, 2012. All capitalized terms not otherwise defined herein shall have the same meanings as such term in the Contract.

This Agreement sets forth the duties and responsibilities of SBISD and YES Prep regarding the provision of special education and/or Section 504 services to students enrolled in YES Prep Northbrook during the 2012-2013 school year. This Agreement addresses the responsibilities of SBISD and YES Prep under the Individuals with Disabilities Education Act (“IDEA”), 20 U.S.C. § 1400 et seq.; its implementing regulations, 34 C.F.R. §300.1 et seq.; Section 504 of the Rehabilitation Act (“Section 504”), 29 U.S.C. § 794; its implementing regulations, 34 C.F.R. §104.1 et seq.; and with regard to state law concerning students with dyslexia.

I. Special Education

A. Child Find, Referral and Evaluation

1. SBISD and YES Prep will each conduct its own child find activities using the systems and procedures each Party already has in place.
2. YES Prep will conduct response to intervention (RtI) activities using its systems and procedures already in place, including the use of its referral committee.
3. At any time YES Prep staff suspects a student has a disability and may need an evaluation, YES Prep staff will immediately refer the student to SBISD referral committee on the NMS campus.
4. SBISD referral committee and the YES Prep referral committee will work collaboratively to determine the appropriate course of action regarding a special education evaluation.
5. If the combined referral committees working in collaboration determine a full and individual evaluation (“FIE”) should be performed, SBISD staff will provide notice to the parent, seek all necessary consents, and perform the evaluation.
6. YES Prep staff will cooperate fully and provide any and all information requested by SBISD staff as part of the evaluation such as, but not limited to, completion of questionnaires and checklists, classwork and other information, and observations in the classroom.

7. SBISD staff will prepare the FIE report. When the report is completed, SBISD staff and YES Prep staff will meet to review the evaluation prior to the Admission, Review and Dismissal (“ARD”) Committee meeting to determine eligibility.

B. ARD Committee Meetings

1. SBISD staff and YES Prep staff will collaborate to schedule ARD Committee meetings at a mutually convenient time to SBISD, YES Prep, and the parent.
2. SBISD staff on the campus who handle the scheduling and notices for ARD Committee meetings will implement SBISD and NMS campus procedures for ARD Committee meetings for students in the YES Prep Northbrook Program.
3. If the parent or teacher of a YES Prep Northbrook student requests an ARD Committee meeting, YES Prep staff will make reasonable effort to forward the request to SBISD staff within one business day and SBISD staff will schedule and send required notices and other documents regarding the ARD Committee meeting.
4. The notice of ARD Committee meeting may list the YES Prep staff for the parent to call with any questions.
5. SBISD staff and YES Prep staff will meet prior to ARD Committee meetings to review information about students.
6. The members of the ARD Committee will be those required under federal and state law and may include both SBISD staff and YES Prep staff. The representative of administration will be a SBISD employee. It is SBISD’s intent that the representative of administration will be from SBISD’s central special education staff, although that may not be feasible in some instances, in which case the representative of administration will be a member of SBISD’s campus staff. YES Prep will also have an administrator present at ARD Committee meetings. The YES Prep Learning Lab Specialist may attend ARD Committee meetings if the person provides special education services or support to the special education student.
7. SBISD staff will complete and maintain all paperwork and documentation associated with ARD Committee meetings. Staff of both Parties with a legitimate educational interest will have access to a student’s ARD Committee and special education documentation.

C. Implementation of Special Education Services

1. Individual education plans (“IEPs”) will be developed by SBISD staff and YES Prep staff in collaboration with each other using SBISD’s forms and procedures.

2. YES Prep Northbrook staff will implement the student's IEP in YES Prep classrooms including, but not limited to, accommodations, modifications and in-class support.
3. If a special education student's IEP includes special education services that cannot be provided by YES Prep Northbrook, those services will be provided by SBISD staff, including related services as that term is defined by the IDEA, and all services in the Texas autism supplement determined by the ARD Committee to be appropriate for the student.
4. SBISD staff and YES Prep staff will coordinate and collaborate with each other regarding the provision of special education services to a student.
5. The YES Prep staff will immediately inform SBISD campus staff of each removal of a special education student for one-half (1/2) or more days for disciplinary reasons. If an ARD Committee meeting is necessary to perform a manifestation determination review ("MDR"), both Parties will collaborate to hold the MDR within the timelines required by the IDEA.

D. Monitoring IEP Implementation and Student Progress

1. SBISD staff on the campus and YES Prep staff will meet at regular intervals to monitor and discuss student progress, discuss student and special education program issues, and ARD Committee meetings to be scheduled. These meetings will be scheduled at intervals to be determined by the campus and YES Prep staff.
2. SBISD staff and YES Prep staff will share with each other communications and information from parents and others about special education students.
3. SBISD staff and YES Prep staff will collect data regarding special education students enrolled in YES Prep Northbrook. SBISD campus staff and YES Prep staff will collaborate regarding an effective data collection system for special education students, following the procedures of SBISD for data collection.

II. Section 504

A. Child Find, Referral and Evaluation

1. SBISD and YES Prep will each conduct its own child find activities using the systems and procedures each Party already has in place.
2. YES Prep will conduct response to intervention (RtI) activities using its systems and procedures already in place, including the use of its referral committee.
3. At any time YES Prep staff suspects a student has a disability and may need a Section 504 evaluation, YES Prep staff will immediately refer the student to SBISD referral committee on the campus.

4. SBISD referral committee and the YES Prep referral committee will work collaboratively to determine the appropriate course of action regarding a Section 504 evaluation.
5. If the combined referral committees working in collaboration determine a Section 504 evaluation should be performed, SBISD staff will provide notice to the parent, seek all necessary consents, and perform the Section 504 evaluation.
6. YES Prep personnel will cooperate fully and provide any and all information requested by SBISD staff as part of the evaluation such as, but not limited to, completion of questionnaires and checklists, classwork and other information, and observations in the classroom.
7. SBISD staff will prepare the Section 504 evaluation documents. When the evaluation is complete, SBISD staff and YES Prep staff will meet to review the evaluation before the Section 504 Committee meets to review the evaluation information and determine eligibility under Section 504.

B. The Section 504 Committee

1. SBISD staff and YES Prep staff will collaborate to schedule Section 504 meetings at a time mutually convenient to the Parties.
2. SBISD staff at NMS who handle the scheduling and notices for Section 504 Committee meetings will implement SBISD and campus procedures for Section 504 Committee meetings for students enrolled in the YES Prep Northbrook Program.
3. If the parent or teacher of a YES Prep Northbrook student requests a Section 504 Committee meeting, YES Prep staff will make reasonable effort to forward the request to SBISD staff within one business day and SBISD staff will schedule and send required notices and other documents regarding the Section 504 Committee meeting.
4. The notice of the Section 504 Committee meeting may list the YES Prep staff for the parent to call with any questions.
5. SBISD staff and YES Prep staff will meet prior to Section 504 Committee meetings to review information about students.
6. The members of the Section 504 Committee will be those required by federal law and will include both YES Prep and SBISD staff. The Section 504 Committee will be chaired by SBISD staff.
7. SBISD staff will complete and maintain all paperwork and documentation associated with Section 504 Committee meetings. Staff of both Parties with a legitimate educational interest will have access to a student's Section 504 documentation.

C. Implementation of Section 504 Services

1. Section 504 plans will be developed by SBISD staff and YES Prep staff in collaboration with each other using SBISD's forms and procedures.
2. YES Prep staff will implement the student's Section 504 plan in YES Prep classrooms including, but not limited to, accommodations, modifications and in-class support.
3. Services in a student's Section 504 plan that cannot be provided by YES Prep at Yes Prep Northbrook will be implemented by SBISD staff.
4. SBISD staff and YES Prep staff will coordinate and collaborate with each other regarding the provision of services in the Section 504 plan to a student at YES Prep Northbrook.
5. The YES Prep staff will immediately inform SBISD campus staff of all removals of a Section 504 student for one-half (1/2) or more days for disciplinary reasons. If a Section 504 Committee meeting is necessary to perform a manifestation determination in the case of a proposed change of placement of a Section 504 student, both Parties will collaborate to hold the Section 504 Committee meeting in a timely manner.

D. Monitoring Implementation of a Section 504 Plan

1. SBISD staff on the campus and YES Prep staff will meet at regular intervals to be determined by the Parties to monitor and discuss student progress, discuss student and Section 504 issues, and Section 504 Committee meetings to be scheduled. This meeting may be held in conjunction with the meeting described at Section I.D.1. of the Agreement.
2. SBISD staff and YES Prep staff will share with each other communications and information from parents and others about Section 504 students.
3. SBISD staff and YES Prep will collect data regarding Section 504 students in YES Prep Northbrook. SBISD campus staff and YES Prep staff will collaborate regarding an effective data collection system for Section 504 students, following the procedures of SBISD for data collection.

III. Dyslexia

- A. YES Prep will comply with state laws and TEA regulations concerning the identification, evaluation and provision of services to YES Prep Northbrook students with dyslexia, including the provision of a teacher trained in providing dyslexia services.
- B. YES Prep may request assistance from SBISD staff to perform dyslexia assessments.
- C. SBISD dyslexia staff will be available to YES Prep staff for consultation and collaboration as needed for students with, or suspected of having, dyslexia.

IV. TEA Complaints, Due Process Hearings and State and Federal Court Litigation

- A. SBISD staff will prepare a response to all complaints to the Texas Education Agency (“TEA”) regarding a special education student. YES Prep staff will cooperate to the fullest extent to provide information and documentation requested by SBISD at no cost to SBISD. If TEA implements corrective action, YES Prep staff will cooperate and participate in implementing corrective action applicable to YES Prep Northbrook.
- B. If an IDEA special education due process hearing is requested regarding a YES Prep Northbrook student, SBISD will assume the responsibility of defending the action. YES Prep staff will cooperate to the fullest extent in preparing for and conducting the due process hearing and any subsequent appeal into court, including, but not limited to, attending the resolution session and testifying in the due process hearing, at no cost to SBISD.
- C. If mediation is requested regarding a YES Prep Northbrook special education student, SBISD will assume responsibility for conducting the mediation. The YES Prep staff will cooperate to the fullest extent in the mediation, including, but not limited to, preparing for and attending mediation, at no cost to SBISD.
- D. If a complaint is made to the Office of Civil Rights (“OCR”) regarding a special education and/or Section 504 student enrolled in YES Prep Northbrook, SBISD staff will prepare a response to the complaint. The YES Prep staff will cooperate to the fullest extent with SBISD staff to respond to the complaint at no cost to SBISD, and will implement corrective action, if any, determined by OCR to be required.
- E. If a Section 504 hearing is requested regarding a YES Prep Northbrook student, SBISD staff will assume the responsibility of defending the action. The YES Prep staff will cooperate to the fullest extent with SBISD staff in preparing for and conducting the Section 504 hearing, including, but not limited to, testifying in the Section 504 hearing, at no cost to SBISD.
- F. If an action is filed in state or federal court under the IDEA and/or Section 504 regarding a YES Prep Northbrook student, SBISD will defend the action. YES Prep staff will cooperate fully in the defense of the lawsuit at no cost to SBISD.

V. Training

- A. SBISD and YES Prep agree that collaborative training of the two staffs is important for the success of the YES Prep Northbrook Program.
- B. The Parties will notify each other of trainings to be provided and the staff of each Party may attend the other Party's training sessions.
- C. YES Prep will make its staff available for training by SBISD on IEP writing, the development of standards-based IEPs, and SBISD's special education software system and procedural and substantive forms applicable to IDEA special education students and Section 504 students. SBISD will not require YES Prep staff to attend trainings outside of these topics, although YES Prep staff may attend additional trainings of their own choosing.

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ADDENDUM C
SKY Agreement Regarding Student Discipline

This Addendum C - Agreement Regarding Student Discipline (“Agreement”) is a part of and incorporated into the Campus Program Charter Contract (“Contract”) by and between the Spring Branch Independent School District (“SBISD”) and YES Prep Public Schools (“YES Prep”) (individually, “Party” and collectively “Parties”) with an effective date of June 1, 2012. All capitalized terms not otherwise defined herein shall have the same meanings as such term in the Contract.

This Agreement between the Parties sets forth the behavioral expectations and disciplinary consequences for students enrolled in YES Prep Northbrook during the Term of the Contract. The term “resident student” means a student who resides within the boundaries of SBISD.

I. Student Code of Conduct

- A. SBISD will implement the SBISD Student Code of Conduct for students attending Northbrook Middle School (“NMS”) who are not enrolled in YES Prep Northbrook.
- B. YES Prep will implement the YES Prep Student Code of Conduct for students enrolled in YES Prep Northbrook.
- C. If a YES Prep Northbrook student attends an SBISD classroom and/or participates in one or more extracurricular activities of the SBISD, SBISD staff will refer instances of misbehavior by the student to YES Prep staff for response. SBISD staff will provide relevant information to YES Prep staff to assist with investigation of the misbehavior.
- D. If a YES Prep Northbrook student is suspended from school by YES Prep staff and the student is in SBISD classes, the YES Prep staff will inform the SBISD campus staff of the number of days the student has to make up work upon his or her return.

II. YES Prep Behavior System – RISE

- A. YES Prep Northbrook may implement its behavior system – RISE – when YES Prep Northbrook staff determines it is appropriate for a YES Prep Northbrook student.
- B. YES Prep Northbrook staff will provide information and training on RISE to SBISD campus staff.
- C. If a YES Prep Northbrook student in the RISE program attends an SBISD class and/or participates in one or more extracurricular activities of SBISD, SBISD campus staff will require the YES Prep Northbrook student to follow RISE requirements in their classrooms and activities to the extent it is feasible to do so.

III. Dismissal from YES Prep Northbrook

- A. The Parties understand and agree that under the YES Prep Student Code of Conduct, students can be dismissed from the YES Prep Northbrook Program.
- B. If the YES Prep Northbrook staff makes a determination to dismiss a resident student from the YES Prep Northbrook Program, YES Prep Northbrook staff will inform the resident student's SBISD home campus staff within one business day and provide all documents and information regarding the behavior and dismissal to the SBISD home campus staff.
- C. The resident student who has been dismissed from YES Prep Northbrook will return to his or her home campus in SBISD, which may include NMS, to continue his or her education.
- D. If a student who is dismissed from YES Prep Northbrook is not a resident of SBISD, the student will return to his or her home district.
- E. Any appeal to the YES Prep Board of Trustees of the determination by the YES Prep Northbrook staff that a student is dismissed from the YES Prep Northbrook Program will follow the YES Prep appeal process. During the pendency of such an appeal, the student will be returned to his or her SBISD home campus, or to the home school district for a non-resident student.
- F. The administration on the SBISD home campus of a resident student who has been dismissed from YES Prep Northbrook has the discretion to apply the SBISD Student Code of Conduct and assign such disciplinary consequences for the misbehavior leading to dismissal from YES Prep Northbrook as may be appropriate under SBISD's Student Code of Conduct, regardless of any appeal of the dismissal determination to the YES Prep Board of Trustees. Any timelines in SBISD's Student Code of Conduct applicable to the misbehavior and/or disciplinary consequence begin the next business day after the campus is notified of the determination by the YES Prep Northbrook staff that the resident student is dismissed from YES Prep Northbrook Program.

IV. Expulsion and Removal to a Disciplinary Alternative Education Program

- A. If a YES Prep Northbrook student is accused of an offense for which the consequence under the Texas Education Code is or may be expulsion, or is or may be removal to a disciplinary alternative education program ("DAEP"), the YES Prep Northbrook staff will investigate and follow YES Prep procedures as appropriate to determine if the student will be expelled from YES Prep Northbrook because of a violation of Texas Education Code Sections 37.006(a), (b), (c), (d) or (f); Section 37.007(a), (b), (c), (d), (e), (f), (i); Section 37.081; and/or Section 37.019.
- B. Any appeal to the YES Prep Board of Trustees of the determination by the YES Prep Northbrook staff that a student is expelled from the YES Prep Northbrook Program will follow the YES Prep appeal process. During the pendency of such an appeal, the student

will be returned to his or her SBISD home campus, or to the home school district for a non-resident student.

- C. If a determination is made by YES Prep Northbrook staff that a resident student should be expelled from the YES Prep Northbrook Program because of such misbehavior, the YES Prep Northbrook staff will contact the resident student's SBISD home campus staff within one business day of this determination and provide all documents and information about the behavior. SBISD campus staff of the resident student's home campus may apply any disciplinary consequence allowable under the SBISD's Student Code of Conduct, including long-term DAEP placement or expulsion, regardless of any appeal of the expulsion determination to the YES Prep Board of Trustees. All timelines and procedures in the Texas Education Code and SBISD's Student Code of Conduct applicable to the misbehavior and/or disciplinary consequence will begin the next business day after notice to SBISD campus staff by YES Prep Northbrook staff that the student has been expelled from YES Prep Northbrook. All appeals of SBISD staff recommendations for expulsion or DAEP placement will follow the SBISD appeal process. The student may be placed in in-school suspension or other disciplinary setting pending the outcome of SBISD's investigation and action regarding the misbehavior.
- D. If a student who is not a resident of SBISD is expelled from YES Prep Northbrook, the student will return to his or her home district.
- E. SBISD staff and YES Prep Northbrook staff will cooperate and collaborate with each other regarding the investigation of student misbehavior and student or parent appeals of disciplinary consequences including, but not limited to, providing testimony and information during appeal conferences and/or hearings.

V. Information to Parents

- A. YES Prep Northbrook will provide information to parents of prospective students regarding the use of the YES Prep Student Code of Conduct for YES Prep Northbrook students.
- B. YES Prep Northbrook will provide information to parents of prospective students regarding the following:
 - 1. YES Prep Northbrook students may receive different disciplinary consequences than other students on the campus.
 - 2. Students dismissed from YES Prep Northbrook will return to their home campus and may be subject to further disciplinary consequences under the SBISD's Student Code of Conduct at the discretion of the administration of the student's home campus.
 - 3. Students expelled from YES Prep Northbrook due to misbehavior prohibited by Texas Education Code Sections 37.006(a), (b), (c), (d), (f); 37.007(a), (b), (c), (d), (e), (f), (i); 37.0081; and 37.019 will return to their home campus and be subject to discipline under the SBISD's Student Code of Conduct including expulsion and

DAEP placement. If the student is not a resident of SBISD, he or she will be returned to the student's home district and all disciplinary and behavior records will be transmitted to the home school district.

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CAMPUS PROGRAM CHARTER CONTRACT
Between
ALDINE INDEPENDENT SCHOOL DISTRICT AND
YES PREP PUBLIC SCHOOLS, INC.

This Campus Program Charter Contract ("Contract") is made by and between the ALDINE INDEPENDENT SCHOOL DISTRICT, a public independent school district and political subdivision of the State of Texas, whose business address is 12910 Aldine Westfield Road, Houston, Texas 77032, ("AISD") and YES PREP PUBLIC SCHOOLS, INC., the charter holder for YES Prep, a Texas open enrollment charter school, whose business address is 6201 Bonhomme Rd., Ste. 168-N, Houston, Texas 77036, ("YES Prep"), with an effective date of April 22, 2013 ("Effective Date") (individually, AISD and YES Prep shall be referred to herein as "Party," and collectively as "Parties").

RECITALS

WHEREAS, Section 11.157 of the Texas Education Code authorizes the AISD Board of Trustees ("AISD Board") to contract with a public or private entity for that entity to provide educational services for AISD; and

WHEREAS, pursuant to Applicable Law (as hereinafter defined), YES Prep, as an open enrollment charter school, is part of the public school system of Texas; and

WHEREAS, Section 12.0521(a)(2) of the Texas Education Code authorizes the AISD Board to establish a charter campus program by entering a contract with YES Prep for the provision of educational services at a facility within the boundaries of AISD; and

WHEREAS, the AISD Board has adopted Board Policies 1600 and 5035 to set forth the authority and requirements for the operation of an AISD charter campus or program; and

WHEREAS, AISD and YES Prep desire to enter into this Contract under the terms and conditions set forth herein for the establishment of a campus program charter.

NOW, THEREFORE, for and in consideration of the mutual covenants, representations, and agreements set forth in this Contract, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties mutually agree as follows:

ARTICLE I
PURPOSE OF THE CONTRACT

1.01 Mission and Objectives. AISD and YES Prep believe that by granting YES Prep a campus program charter within AISD, AISD and YES Prep can work to better their focuses and missions and that by working together in a cooperative and collaborative manner, they can work to achieve their goal of best preparing students to succeed in college, work, and life.

1.02 Location of Charter Campus Programs. Beginning in the 2013-14 school year, YES Prep will operate a campus program charter ("YES Prep Hoffman" or "YES Prep HMS) in a portion of Hoffman Middle School ("HMS"), located at 6101 West Little York Road, Houston, Texas, 77091. The Parties will collaborate to determine the areas and locations within HMS in which YES Prep will be located. Beginning in the school year 2016-17, YES Prep will operate a campus program charter ("YES Prep EHS") in a portion of Eisenhower High School ("EHS"), located at 7922 Antoine Drive, Houston, Texas, 77088. AISD will make facilities available at EHS for the YES Prep EHS program with the understanding that the YES Prep EHS class offerings will be grouped in classrooms within the same part of the EHS Premises . On or before March 2015, the Parties will determine the structure, terms and conditions, and requirements to finalize a charter campus program for YES Prep EHS, subject to final approval of the AISD Board of Trustees and the governing board of YES Prep. The Parties will then memorialize such agreements and further define the scope and program of YES Prep EHS in a separate charter contract. The students enrolled in YES Prep Hoffman and YES Prep EHS, shall be and remain AISD students.

1.03 Grades Served by YES Prep Hoffman and YES Prep EHS. Beginning with the 2013-14 school year, YES Prep Hoffman will serve students in grade six and will add a grade each subsequent year during the Term as that term is defined herein, such that by 2015-16 and succeeding years, YES Prep Hoffman will serve students in grades six through eight. Beginning with the 2016-17 school year, YES Prep EHS will serve students in grade nine and will add a grade each subsequent year during the Term (or the term under a separate charter contract) such that by 2019-20 and succeeding school years, YES Prep EHS will serve students in grades nine through twelve.

ARTICLE II
DEFINED TERMS

2.01 Definitions. Any capitalized term used in this Contract shall have the meaning set forth in herein and in any Addendum.

ARTICLE III
RELATIONSHIP OF THE PARTIES

3.01 Nature of the Relationship. The relationship between the Parties hereto shall be that of contracting parties. YES Prep will operate as an independent contractor to AISD and will be responsible for delivering the services required by this Contract. The relationship between the Parties was developed and entered into through arms-length negotiations and is based solely

on the terms of this Contract and such contracts and agreements as may be created in the future from time to time between the Parties.

3.02 No Common Control. Neither Party is a division, subsidiary, affiliate, or any part of the other Party or has the right or authority to exercise any common control of any other Party. Nothing herein will be construed to create a partnership or joint venture by or between the AISD and YES Prep.

3.03 No Agency. Neither Party will be the agent of another except to the extent otherwise specifically provided by this Contract. Neither Party has the express or implied authority or will in any case represent to third parties, and will whenever needed disclaim to such parties, any ability to bind the other Party to any duty imposed by contract, other than this Contract, unless the Party on which such duty is to be inferred has specifically authorized such action at a meeting of that Party's governing board held in accordance with the Texas Open Meetings Act (appearing in minutes of such meeting) and as agreed in writing by that Party.

ARTICLE IV GOVERNING STRUCTURE OF THE CHARTER SCHOOL

4.01 The Superintendents of AISD and YES Prep have identified key personnel within their respective organizations to serve on a steering committee and on academic and operational working groups to identify and resolve any issues relating to and to provide advice on implementation of the YES Prep Hoffman and YES Prep EHS Programs ("Steering Committee"). As used herein, the term "Program" involves all components of the operation of YES Prep Hoffman and YES Prep EHS campus program charters, including, without limitation, the grade levels served, the courses taught, the instructional materials, transportation and other services, and the other responsibilities of each of the Parties to this Contract.

4.02 Governance of Campus Charter Program. The AISD Superintendent and the YES Prep Superintendent are responsible for final administrative oversight and final decisions under this Contract subject to approvals required by the governing boards of AISD and YES Prep. The principal of HMS, an AISD employee, ("HMS Principal"), the school director of YES Prep HMS ("YES Prep School Director"), and the YES Prep Head of Schools and their delegees will be responsible for their respective organization's requirements and authority for day-to-day operations of the Program at HMS. The HMS Principal shall be responsible for all students who attend HMS but are not enrolled in YES Prep HMS; for the management of AISD employees assigned to the HMS campus; for the building and facilities, except as otherwise may be set forth herein; for collaborating with the YES Prep School Director for shared use of the common areas of the HMS campus and for shared use of AISD equipment and materials; and other duties as may be required of HMS for the implementation the Program. The YES Prep School Director shall be responsible for all HMS Program students during the time they are in engaged in Program classes and activities; for classroom use by YES Prep; for YES Prep materials, equipment, and supplies; for ensuring proper use and inventory of any equipment and materials loaned to YES Prep by AISD or assigned for use to YES Prep by AISD; for the management of YES Prep employees assigned to YES Prep HMS; for ensuring proper use of the AISD building

and facilities by YES Prep employees; for collaborating with the HMS Principal for shared use of the common areas of the HMS campus and for shared use of AISD equipment and materials; and other duties as may be required by YES Prep for the implementation of the Program. The authority of the HMS Principal and the YES Prep HMS School Director are subject to this Contract, Applicable Law, the board-adopted policies of their respective organizations, and any approvals required by the Superintendents.

ARTICLE V APPLICABLE LAW

5.01 Applicable Law. The Parties agree to perform under this Contract in compliance with the applicable federal, state, and local laws, implementing regulations, executive orders, and interpreting authorities including, but not limited to, Title VI of the Civil Rights Act of 1964, as amended; Title VII of the Civil Rights Act; Title IX of the Education Amendments of 1974; Section 504 of the Rehabilitation Act of 1973; the Age Discrimination Act of 1975; the Americans with Disabilities Act; the Individuals with Disabilities in Education Act; the Family Educational Rights and Privacy Act of 1974 ("FERPA"); the No Child Left Behind Act to the extent applicable to charter school programs; the Texas Education Code to the extent applicable to charter schools; record retention laws and conflicts of interest laws under the Texas Local Government Code; the Texas Local Government Code, to the extent it applies to school districts and charter schools; the Texas Open Meetings Act and Texas Public Information Act under the Texas Government Code; the Texas Administrative Code, to the extent that it applies to a campus program charter; any other laws, rules, and guidelines applicable to the subject matter of this Contract; and any amendments, interpretations, and reauthorizations of the foregoing; and Texas Education Agency ("TEA") requirements, policies, and rules to the extent that they apply to a campus program charter (collectively referred to herein as "Applicable Law" or "Applicable Laws").

ARTICLE VI APPLICABLE POLICIES

6.01 Applicable AISD Policies and Procedures. AISD Board Policies that apply to YES Prep HMS and YES PrepEHS are as set forth in Addendum A-1 to be attached to this Contract.

6.02 Applicable YES Prep Policies and Procedures. YES Prep policies that apply to YES Prep HMS and YES Prep EHS are as set forth in Addendum A-2 to be attached to this Contract.

6.03 Additional Policies and Procedures. The Parties will collaborate to determine if any additional policies, procedures, or rules should apply to YES Prep HMS and YES Prep EHS and whether any additional policies, if any, may need to be adopted by each Party to implement the Program. Upon final agreement, the list of additional policies, procedures, and rules shall be set forth in Addendum A-3 to be attached to this Contract.

6.04 Emergency Preparedness. For purposes of HMS school closures and class cancellations due to emergencies and weather, YES Prep will follow the AISD calendar for HMS. Accordingly, if HMS is closed, in whole or part, for emergencies or weather, YES Prep HMS likewise will be closed in whole or part. Prior to the start of each school year, YES Prep will notify the parents and students of this emergency preparedness procedure. YES Prep HMS will participate in and comply with all HMS emergency preparedness procedures, including, but not limited to, fire drills, shelter in place drills, lockdowns etc. The HMS Principal and YES Prep HMS School Director will collaborate to ensure all faculty and staff are trained and receive information regarding these procedures.

ARTICLE VII
STUDENT RECRUITMENT AND ELIGIBILITY

7.01 Student Eligibility Requirements. Any student eligible to attend AISD either by residing within AISD boundaries or through any inter-district transfer request in accordance with any future AISD Board Policy and corresponding regulations (individually, “Eligible Student” and collectively, “Eligible Students”) is eligible to apply for initial admission to YES Prep HMS. All YES Prep HMS students will be deemed to be zoned to YES Prep EHS beginning with the 2016-2017 school year.

7.02 Numbers of Students Enrolled. The preliminary number of Eligible Students to be served at YES Prep HMS is as follows:

School Year	2013-2014	2014-2015	2015-2016 and Succeeding Years as Applicable
Grades Served	6 th	6 th , 7 th	6 th , 7 th , 8 th
*Anticipated Enrollment	140	280	420

The preliminary number of Eligible Students to be served at YES Prep EHS is as follows:

School Year	2016-2017	2017-2018	2018-2019	2019-2020 and Succeeding Years as Applicable
Grades Served	9 th	9 th , 10 th	9 th , 10 th , 11 th	9 th , 10 th , 11 th , 12 th
*Anticipated Enrollment	140	280	420	560

*The specific, final numbers of students to be enrolled within the anticipated enrollment figures above will be determined by the Parties.

7.03 Admission to YES Prep Hoffman Middle School (HMS).

a) Non-Discrimination. Any discrimination in admission on the basis of national origin, ethnicity, race, religion, disability, or age is specifically prohibited. If there are more applicants than positions available for Eligible Students, a lottery process in accordance with Section 7.03.4 will be used to determine admission and waiting lists.

i. Priority Zones. All students, residing in the agreed upon attendance zones, regardless of test scores, grades, conduct, or educational placement shall be admitted to YES Prep HMS (“Eligible Student”); however, students who have a current disciplinary placement that would preclude them from attending the first day of school shall not be eligible for enrollment at YES Prep HMS . Any Eligible Student based on (a yet to be determined process/enrollment zones) shall be admitted to YES Prep HMS until YES Prep HMS has reached the enrollment cap number decided by the Parties. (Students residing outside of AISD may be eligible for participation in the lottery through a future AISD Board Policy and corresponding regulations and may be eligible for transfer to AISD. The Parties will collaborate to determine the manner in which any future Board Policy and corresponding regulations will be administered should such enrollment be needed to reach desired capacity).

c) Lottery Requirements and Process. In the event that there are more Eligible Students who apply to YES Prep HMS than there are spaces for enrollees, a lottery process as required by and in accordance with Applicable Law will be utilized to admit Eligible Students to YES Prep HMS and to create a waiting list for enrollment into YES Prep HMS. The Parties will collaborate on the timing and process of any lottery, including, but not limited to, the manner in which siblings will be treated as part of the lottery process. The Parties also will collaborate on the means and materials for notification and communication to the public regarding the lottery process.

7.04 Enrollment Process. The Parties will collaborate and agree on a process for enrollment of students into YES Prep HMS, including, without limitation the development or

application of any forms required by each Party for its respective recordkeeping responsibilities and any requirements of the TEA or other requirements of Applicable Law. As part of the enrollment process, YES Prep will schedule a visit with the student to explain the Program, provide information on the scheduling of classes, and obtain signatures on the student commitment form. Once a student has been admitted to YES Prep HMS in accordance with this Article VII, YES Prep will be responsible for creating the enrollment process for each student admitted to YES Prep HMS.

7.05 Waivers. The Parties will collaborate and apply to TEA or any other applicable governmental authority for any waivers from current limitations and restrictions imposed by Applicable Law to permit students to be admitted to the Program and expand the opportunities for students enrolled in YES Prep HMS.

7.06 Admission to YES Prep EHS. Students enrolled at YES Prep HMS will be deemed zoned to YES Prep EHS. Priority for enrollment at YES Prep EHS will be given to students currently enrolled in YES Prep HMS at the time of admission to YES Prep EHS. Students not currently enrolled in YES Prep HMS who desire to enroll in YES Prep EHS will apply in accordance with the application and enrollment process developed for YES Prep EHS, including any requirements for the lottery process and will be admitted on a space available basis

7.07 Recruitment Materials. YES Prep will be responsible for developing all recruitment information and materials. AISD agrees to provide YES Prep with access to its intermediate schools in order for YES Prep to advertise and recruit potential students for the HMS program. Additionally, AISD agrees to provide YES Prep with the opportunity to host an open house at Hoffman Middle School for the purpose of recruiting potential students for the HMS program. The open house will be held at a mutually agreed upon time, but no later than thirty days before the end of the lottery time period.

ARTICLE VIII FACILITIES

8.01 Location of YES Prep HMS. YES Prep HMS will utilize classroom, office, work space and storage areas within HMS as shown on the attached Exhibit 1-A. The Parties may expand or reduce the amount of space allocated for use by YES Prep HMS during the Term as mutually determined and agreed upon by the Parties. The parties agree that the success of this partnership is predicated in large part on the ability to successfully share space, have strong communication and shared goals. If for any reason the Hoffman Principal and YES Prep School Director are unable to agree on the use on space (both dedicated and shared), the matter will be resolved by the Steering Committee or the Superintendents.

8.02 Furniture and Equipment for YES Prep HMS Classrooms. In consultation with YES Prep regarding the furniture and equipment needs of the YES Prep HMS classrooms, AISD will supply chairs, desks, bookcases, bookshelves, file cabinets, computer tables, conference

tables, and other furniture as reasonably required for the YES Prep HMS Program. Such furniture and equipment will be substantially the same as furniture and equipment provided in other classrooms for the same grade level and/or same subject at HMS. YES Prep also may furnish other furniture, fixtures, and equipment, at its cost and expense, as YES Prep determines is required to implement the Program. The title to all furniture and equipment supplied by AISD for use by YES Prep HMS remains vested in AISD. The title to all furniture and equipment supplied by YES Prep HMS remains vested in YES Prep. YES Prep and AISD will ensure that all property is asset tagged to clearly identify ownership. Each organization shall maintain an inventory list of all of its assets located at the HMS Premises, as hereinafter defined. YES Prep shall be accountable for any lost or broken AISD furniture or equipment that is not returned to AISD in good working order, normal wear and tear excepted. YES Prep shall reimburse AISD for the reasonable cost of any such lost or broken furniture or equipment upon demand.

8.03 Fixtures and Alterations. YES Prep may attach non-permanent materials and fixtures to the walls of the YES Prep HMS classrooms and hallways and exterior signage but may not make any other alterations (including fixtures) in or to the YES Prep HMS classrooms or any other part of the HMS facilities used by YES Prep for YES Prep HMS (the YES Prep HMS classrooms, any other portion of HMS that YES Prep uses for YES Prep HMS, the HMS campus and facilities, including, without limitation, the cafeteria, library, common areas, and parking lot and driveways of HMS are collectively referred to herein as “HMS Premises”) that would alter the walls, floors, or any other permanent structure of the HMS Premises. In the event that YES Prep desires to make any alterations to the HMS Premises, it will submit a written request to AISD for review, together with copies of the plans and specifications for such alterations. AISD will make a determination in its sole discretion as to whether such alterations may be made. YES Prep may not place safes, vaults, or other heavy furniture or equipment within the HMS Premises without first obtaining the written consent of AISD, which consent shall not be unreasonably withheld or delayed. YES Prep agrees not to core drill or penetrate the floor of the HMS Premises or any other floor of the Building without first obtaining AISD’s written consent. Upon the expiration or earlier termination of this Contract, YES Prep may remove any non-permanent materials and movable fixtures that it installed that are not attached to real property. Any fixtures attached to the real property shall become a part of the HMS Premises and may not be moved, unless otherwise agreed to by the parties.

8.04 Marquee at Hoffman Middle School. AISD agrees to provide a working marquee at Hoffman Middle School suitable for YES Prep HMS’s use in announcing information to the community and its students and their families. The marquee may be shared between YES Prep HMS and Hoffman Middle School.

8.05 Shared Space. No later than April 1 of each school year during the Term, YES Prep shall notify AISD of the YES Prep calendar and school day schedule of YES Prep HMS for the next school year. No later than April 1st of each school year in which YES Prep HMS will offer summer school, YES Prep will notify the HMS Principal regarding the summer school calendar and school day schedule for the summer school program for YES Prep HMS. The HMS Principal will make arrangements for HMS to be open and available for the YES Prep HMS Program, including summer school, to operate. The Parties will collaborate to determine the needs of YES Prep HMS for joint use of certain portions of the HMS Premises such as the cafeteria, gymnasium, athletic fields, library, science laboratories, teacher workrooms, employee

lounge areas, parking area, and other facilities. The Parties also will coordinate schedules for use of the HMS Premises as may be needed by either Party so as to avoid conflicts for use of instructional and support service areas. The parties agree that the success of this partnership is predicated in large part on the ability to successfully share space, have strong communication and shared goals. If for any reason the Hoffman Principal and YES Prep School Director are unable to agree on the use on space (both dedicated and shared), the matter will be resolved by the Steering Committee or the Superintendents.

8.06 School and Office Supplies. YES Prep HMS shall be responsible for purchasing its own school and office supplies.

8.07 Copiers and Other Office Equipment. YES Prep will provide its own copiers, facsimiles machines, and related equipment for use by YES Prep HMS.

8.08 Janitorial Services. AISD shall provide janitorial services to the area used by YES Prep HMS in the same manner and at the same level as for the remainder of the HMS Premises.

8.09 Maintenance. YES Prep shall maintain the YES Prep HMS classrooms and any other portion of the HMS Premises, such as office space and storage area used exclusively for YES Prep HMS in a neat and orderly manner. Both Parties shall comply with the Applicable Laws regarding standards of safety and health of students. AISD shall be responsible for routine maintenance and major repairs of the HMS Premises including, upgrades, HVAC equipment, roof repairs, and parking lot repairs. AISD shall maintain all other portions of the HMS Premises in a neat and orderly manner. If a YES Prep Hoffman student intentionally damages AISD property and that damage is direct result of negligent supervision on the part of a YES Prep HMS staff member, YES Prep will be responsible for covering the reasonable cost of repairing the damages.

8.010 Student Identification Cards. AISD will provide YES Prep HMS students with student identification cards. Any replacement cards will be provided by AISD and YES Prep HMS students needing replacement cards will follow the replacement card process as other AISD students.

ARTICLE IX PROGRAM DESCRIPTION

9.01 General Description.

a) Curriculum and Program. YES Prep HMS will utilize the programs and curriculums of YES Prep, as described through YES Prep's educational model, values, missions, and policies. To the extent required by Applicable Law, the curriculum shall incorporate the Texas Essential Knowledge and Skills ("TEKS"), or successor, standards mandated by TEA. Students enrolled at YES Prep HMS and EHS shall be subject to all statewide student testing as required by Applicable Law. YES Prep HMS and EHS students will be required to follow the YES Prep Student Handbook as may be adapted to the Program. YES Prep will follow Applicable Law associated with the Student Success Initiative grade advancement requirements,

and the Texas English Language Proficiency Assessment System and will utilize other tools to monitor progress of the students as the Parties may agree.

b) Locations for Program Activities. YES Prep HMS will operate generally at the HMS Premises, but may also conduct school-related activities at additional sites not at HMS at the sole discretion of YES Prep. Such school related activities include, without limitation, field trips, Senior Signing Day and college spring trips. YES Prep HMS also may operate at other locations, including, but not limited to, YES Prep schools as may be determined by YES Prep.

c) Tuition and Fees. YES Prep HMS will not assess tuition, but may assess fees to students as permitted by Applicable Laws and as more fully described in the YES Prep Parent and Student Handbook.

9.02 Program Offerings and Content. The YES Prep HMS Program curriculum will consist of the following subjects:

6th grade: All core classes, electives and plus reading and math enrichment

7th grade: All core classes, electives and plus reading and math enrichment

8th grade: All core classes, electives, and plus reading and math enrichment and high school creditable classes

9.03 Calendar and Times. YES Prep HMS will adopt a calendar for YES Prep HMS. Such calendar will take into consideration coordinating needs of YES Prep HMS students, who will attend classes on a calendar that will include a longer week, longer day, and longer school year than the AISD calendar. The Parties may mutually choose to modify this calendar prior to the start of each school year. YES Prep HMS will determine its start and end times for the school day provided that school will not begin earlier than 6:30 a.m. or conclude later than 6:30 p.m. Mondays through Fridays during the regular school year. Non-mandatory tutorials, extra-curricular activities, optional student meetings, and all faculty meetings may begin or conclude earlier or later. YES Prep HMS may conduct Saturday school beginning no earlier than 7:00 a.m. and concluding no later than 2:00 p.m. on any or all Saturdays during the calendar year.

9.04 Summer School. YES Prep HMS may conduct mandatory summer school during June and/or July on weekdays beginning no earlier than 8:00 a.m. and concluding no later than 4:00 p.m.

9.05 Special Programs. YES Prep HMS will offer the special programs as more fully described in this Section 9.05.

a) Special Education, 504, RTI, and Dyslexia. YES Prep HMS will offer special education, 504, and Dyslexia and related services to students who qualify under Applicable Law. In addition, YES Prep HMS will have oversight in all of the following processes: child find, referral and evaluation, Admission, Review and Dismissal (ARD) and implementation of services. In addition, AISD agrees to provide YES Prep access to all student records as they pertain to Special Education, 504, RTI or Dyslexia.

b) Gifted and Talented. YES Prep HMS will not offer gifted and talented programs at this time. Any AISD students currently served in gifted and talented programs in AISD who enroll in YES Prep HMS will forgo the gifted and talented services provided by AISD.

c) English as a Second Language (“ESL”). YES Prep will develop and implement an ESL program for YES Prep HMS that complies with Applicable Law.

d) Electives. As part of the YES Prep HMS Program, certain electives and co-curricular activities, offered to AISD students at HMS may be made available to students enrolled in YES Prep HMS so long as the schedules permit such offerings and both parties agree that the electives and co-curricular activities should be offered. The Parties will collaborate to determine which extra-curricular activities and athletics will be made available to AISD students at HMS and determine a process for making them available to YES Prep HMS enrollees. YES Prep HMS students will not participate in any AISD electives, co-curricular activities, extra-curricular activities or athletics if there is a conflict with schedules or a detrimental academic impact as determined by the YES Prep School Director. To the extent a cost is incurred for a uniform, instrument, or other material in these electives, extra-curricular activities, or athletics that normally would be paid by AISD for a student enrolled at HMS, AISD will cover the same cost of the material for a student enrolled at YES Prep HMS for the AISD program.

9.06 Extracurricular Programming and Participation. YES Prep HMS students may join any extra-curricular activity offered to HMS students to the same extent that AISD students may join so long as participation does not interfere with the YES Prep HMS academic expectations, school day schedule, tutorials, or other parts of the Program as determined by the YES Prep School Director. AISD Students may join extra-curricular activities offered to YES Prep HMS students so long as an AISD employee serves as a co-sponsor of the activity. The YES Prep School Director and the HMS Principal must approve the participation of YES Prep HMS students in extra-curricular activity.

9.07 Differentiated Calendars. The Parties acknowledge that YES Prep HMS will offer classes and other programmatic activities on a different calendar schedule and will begin and end the school day at different times than HMS. The HMS Principal and the YES Prep School Director will coordinate schedules and programs to the extent possible so that YES Prep HMS teachers and staff and HMS teachers and staff are available to YES Prep HMS students when services are needed. In the spring of each school year during the Term, the HMS Principal and YES Prep School Director will meet to prepare and agree upon a master schedule for the next school year with such schedule taking into consideration the YES Prep HMS academic course load, and teachers’ schedules.

ARTICLE X PROGRAM SUPPORT SERVICES

10.01 Library Services. AISD will makes its library facilities and media resources, including all databases, available to YES Prep HMS students during the times that YES Prep students attend classes in accordance with the YES Prep calendar. The Parties will collaborate on staffing of the HMS library during dates and times that YES Prep HMS is in session but HMS is closed in accordance with the AISD calendar. YES Prep HMS faculty and students will be

required to agree to and execute AISD's Acceptable Use Procedures prior to being given access to AISD's electronic resources. AISD will be responsible for all notifications regarding lost or missing books and will collect all fines associated with use of the library services.

10.02 Counseling YES Prep will provide all student support counseling to YES Prep HMS students, except for those services described in Section 10.03. The parties agree to collaborate around trainings and knowledge regarding best practices in counseling and notification to appropriate agencies.

10.03 Pregnancy and Homebound Related Services. AISD agrees to provide the same level of transportation and other ancillary support to YES Prep HMS students who qualify for pregnancy related and/or homebound related services. YES Prep and AISD will be mutually responsible for providing all educational support to YES Prep HMS students who qualify for pregnancy related and/or homebound related services.

10.04 School Health Services. Initially, AISD and Yes Prep agree that the AISD health services at HMS outlined in 10.04(a) and (b) will be made available to students enrolled in the YES Prep HMS Program.

a) School Health Screenings. AISD will conduct health-related screenings for the YES Prep HMS students to the same extent and in a similar manner to those conducted for other AISD students.

b) School Nurses. Students enrolled in YES Prep HMS will have access to any AISD school nurse(s) assigned to HMS during the HMS school day and in accord with the AISD calendar to the same extent and in the same manner as any AISD student who attends HMS. During the summer session, students enrolled in YES Prep HMS will have access to any AISD school nurse(s) assigned to an AISD campus during the regular AISD school day and in accord with the AISD calendar to the same extent and in the same manner as any AISD student who attends another AISD school during summer school. The Parties agree that any AISD nurse(s) assigned to HMS (or to provide services to AISD students during summer session) will work the hours and days assigned by AISD even though such hours and days may not coordinate with the schedule of YES Prep HMS.

c) Health and Safety Forms. Students enrolled in YES Prep HMS will be required to complete health and safety information/forms to the same extent and in the same manner as AISD students who attend HMS.

10.05 Educational Technology. AISD agrees to provide in each YES Prep HMS classroom the same or substantially similar educational technology as provided in a classroom of a similar subject for a similar grade level in AISD for each school year during the Term of the Contact. AISD is not required to provide laptops, computers, or other technology to YES Prep employees for personal use. Should the YES Prep School Director and the HMS Principal not be able to agree on any technology related issue, the matter will be turned over to the Superintendent or designee of each Party who will work collaboratively to resolve unresolved concerns. The Parties also agree to the following:

a) Training. The Parties agree to work collaboratively to arrange for training of all YES Prep HMS faculty members on the use of necessary educational technology tools and on their effectiveness in the classroom prior to use to the same extent and in the same manner AISD provides training for its own employees.

b) YES Prep Computers. YES Prep will provide its employees assigned to YES Prep HMS with computers and computer support to the same extent YES Prep provides all employees in similar positions with computers. To the extent that YES Prep provides computers to its teachers for instructional or other YES Prep HMS purposes, AISD and YES Prep will collaborate to ensure YES Prep technology appropriately works in the AISD environment.

c) Software. The Parties agree to work collaboratively so that YES Prep HMS employees will have the proper software necessary for them to perform services under this Contract on their YES Prep computers in order for the educational technology to function.

d) Network Connections. AISD will make available at YES Prep HMS all network connections, including wireless connections, with runs terminating to a local IDF, required in order to satisfy the operating needs and reporting requirements under this Contract. AISD will also allow YES Prep hardware to access the AISD and YES Prep internet services including wireless accounts to the extent necessary to meet the operational needs of YES Prep HMS. The Parties will work together to resolve any authentication, log-in, and/or trusted domain challenges that may arise.

e) Technology Policies and Procedures. YES Prep agrees its employees at YES Prep HMS or who have any access to AISD educational technology equipment and all students enrolled in YES Prep HMS will sign the AISD and YES Prep Acceptable Use Procedures.

10.06 Transportation.

a) Transportation to and from HMS. AISD agrees to provide transportation services to and from an approved AISD bus stop and HMS in accordance with the YES Prep calendar to students enrolled in YES Prep HMS. The Parties commit to collaborate on a transportation plan that will provide the needed transportation to YES Prep HMS students so long as it does not interfere with YES Prep's calendar which is subject to change by the YES Prep HMS School Director at any time, including, but not limited to, for the purposes of testing, field trips, or staff professional development.

b) Study Trips. AISD agrees to provide transportation for study trips, non-Program activities, AISD electives, and extra-curricular activities for YES Prep HMS students to the same extent and same manner as AISD provides for other AISD students. Additionally, YES Prep may elect to provide its own transportation for study or field trips related to the YES Prep HMS instructional Program.

c) Summer School. YES Prep agrees that no later than April 1st preceding any summer in which YES Prep will offer summer school, YES Prep will notify AISD's Transportation Director or delegate of the transportation needs, including information regarding the summer school calendar, and the school day schedule. AISD's Transportation Director or

delegee will take all necessary steps to ensure that the transportation requested is ready to be provided.

d) Ownership of Transportation Vehicles. The Parties agree that the vehicles used by AISD to provide transportation for students enrolled in YES Prep HMS are vehicles owned or leased and operated by AISD or contracted by AISD and that neither YES Prep nor its employees own and/or operate such vehicles.

e) Transportation Employees. The Parties agree that the drivers of the vehicles used to provide transportation as set forth herein are employees or contractors of AISD and are not employees or contractors of YES Prep. AISD agrees to comply with Applicable Law regarding criminal history background checks, driving checks, and other requirements relating to such providers of transportation.

f) Discipline of Students on AISD Vehicles. The Parties agree that while at a YES Prep HMS bus stop or on an AISD vehicle, students enrolled in YES Prep HMS are considered to be at an extension of school or a school-related activity and are subject to all rules and regulations of YES Prep HMS including, but not limited to, the YES Prep HMS Code of Student Conduct. Additionally the parties agree that they will collaborate with regard to any discipline that impacts a student's ability to use AISD bus transportation.

g) Accidents. AISD agrees that if an AISD vehicle transporting students enrolled in YES Prep HMS is involved in any accident or otherwise involved in an incident when students enrolled in YES Prep HMS are on board, AISD will promptly notify the YES Prep School Director and YES Prep Superintendent.

h) Future Needs. YES Prep agrees that no later than April 1 preceding a school year in which this Contract is in effect, YES Prep will notify AISD's Transportation Director or delegee of the transportation needs of YES Prep HMS anticipated during the next school year. Such needs will include the YES Prep calendar and school day scheduled for the next school year start times and end times, etc.). AISD agrees its Transportation Director or delegee will then take all necessary steps to ensure that the transportation requested is ready to be provided. Both parties acknowledge that the calendar provided on April 1st of each year is subject to change by the YES Prep HMS School Director at any time, including, but not limited to, for the purposes of testing, field trips, or staff professional development.

10.07 Police Services. The Parties agree that the AISD Police Department will provide certain services to YES Prep HMS and that the Parties will collaborate on the type and extent of such services. The Parties specifically agree that the AISD Police Department will not issue tickets to YES Prep HMS students or staff but do have the ability to act, as appropriate, and as determined within the police officer's professional judgment to ensure the safety and security of the community, including students and staff. The Parties further agree the services will include, at a minimum, the services of a truancy officer.

10.08 Child Nutrition Services; Free and Reduced Lunch. AISD will provide child nutrition services, including all free and reduced-price breakfast, lunch, and snack programs and other available federally funded services for which YES Prep HMS students qualify, for YES

Prep HMS students in accordance with the YES Prep HMS calendar in the same manner that AISD provides for other AISD students at the same grade level. If needed, YES Prep will provide to AISD all demographic information required by law for all students enrolled in YES Prep HMS to qualify and participate in the free and reduced-price breakfast, lunch, and snack programs. AISD will be responsible for processing all information, including applications, required for eligible students to qualify and participate in the free and reduced-price breakfast, lunch and snack programs. AISD will be responsible for collection of all payments owed by students or their families for child nutrition services.

ARTICLE XI INSTRUCTIONAL AND OTHER PROGRAM MATERIALS

11.01 Selection of Instructional Materials. AISD will be responsible for the distribution, collection and recordkeeping associated with all textbooks provided to the YES Prep HMS students. YES Prep HMS may select and utilize its own instructional materials for the Program. YES Prep represents that any instructional materials used for YES Prep HMS Program will align with the TEKS, or its successor, and any other standards that may be required for a campus program charter under Applicable Law. AISD will purchase instructional materials for the regular academic program that are requested by YES Prep HMS to the extent provided through TEA for AISD's instructional materials allotment. YES Prep will be responsible for any special instructional materials not covered by the regular instructional materials allotment. Parents of YES Prep HMS students shall be responsible for any lost textbooks or other instruction materials that are not returned to AISD in accordance with AISD procedures and shall reimburse AISD for the cost of any such lost textbooks or other instructional materials upon demand. If, however, a parent refuses to reimburse AISD for the cost of any such lost textbook or other instructional materials, YES Prep will be responsible for reimbursement for the cost of any such lost textbook or other instructional materials after AISD has put forth sufficient effort to recover such reimbursement and AISD makes a specific request to YES Prep for such reimbursement. Under no circumstances, will YES Prep be responsible for reimbursing AISD for normal wear-and-tear to any textbooks or other instructional materials.

ARTICLE XII STUDENT DISCIPLINE

12.01 Coordination of Codes of Student Conduct. The Parties agree to cooperate with each other and work collaboratively on discipline matters as more fully set out in this Contract and the attached Addendums. Students enrolled in YES Prep HMS will be required to follow the YES Prep Code of Student Conduct as found in the YES Prep HMS Student Handbook delivered to each Program student. The Parties further agree that the HMS Principal and the YES Prep School Director will communicate regularly regarding discipline matters.

12.02 Removal of Student. While neither Chapter 37 of the Texas Education Code nor the AISD Code of Student Conduct applies to students who at the time of removal are enrolled in the YES Prep HMS Program, if a student is voluntarily or involuntarily removed from YES Prep HMS and returns to a AISD campus, the student shall be subject to the AISD's Code of Student Conduct. Any timelines for discipline found in the AISD Code of Student Conduct begin after the child has been removed from YES Prep HMS and returned to a home campus at AISD and

after the AISD Principal of the student's campus, who may or may not be the HMS Principal, makes a determination, upon further investigation if necessary, that such discipline is warranted.

12.03 Due Process. If YES Prep HMS expels a student enrolled in the Program for an offense that would be an expulsion under Chapter 37 and the student is removed from YES Prep HMS and returned to AISD, AISD will review the discipline record in the same manner as a student who would be enrolling in AISD and provide due process to meet timelines and other requirements that would apply to AISD under Applicable Law to AISD.

12.04 Appeal of YES Prep HMS Decision. The Parties agree that if a student appeals the involuntary removal from YES Prep HMS to the YES Prep Board of Trustees in accordance with the YES Prep Code of Student Conduct, YES Prep will timely convene a meeting of a quorum of its Board of Trustees. During the interval of time between the involuntary removal and the appeal hearing before the YES Prep Board of Trustees, the student's placement will be as set forth in Addendum B.

ARTICLE XIII FACULTY AND STAFF

13.01 Employment Status. Faculty and staff of YES Prep HMS, including, but not limited to, the YES Prep HMS School Leader, other YES Prep HMS school administrators, teachers, and teaching assistants, are employees of YES Prep (specifically, YES Prep open-enrollment charter) and not of AISD. AISD faculty and staff at HMS are employees of AISD and not of YES Prep. The Parties acknowledge and understand that Applicable Law provides different requirements for employees of open-enrollment charter schools and employees of school districts and that the policies and procedures of YES Prep and AISD regarding employees differ. As such in certain instances, employees of each Party may be held to differing standards and be subject to differing rules and regulations.

13.02 Teacher Qualifications. The Parties will use their best efforts to comply with Applicable Law, including No Child Left Behind, regarding their respective teachers being highly qualified in the core subject areas, as those terms are defined in such laws and as applicable. To the extent any teacher is not highly qualified at any time the employer of that teacher will notify the other Party in a timely manner. Additionally, the parties agree that teachers will be ESL certified no later than two years after a teacher begins working with YES Prep HMS.

13.03 Reportable Misconduct. The Parties will use their best efforts to comply with Applicable Law, including TEA reporting rules, in case a teacher engages in reportable misconduct.

13.04 Criminal History Background Checks by YES Prep. YES Prep will perform all criminal history background checks as required by Applicable Law on YES Prep HMS employees and other YES Prep employees who may be present on or enter the HMS Premises and have regular direct contact with students. YES Prep agrees to hire and maintain employees only in accordance with Applicable Law and YES Prep Policy regarding criminal history.

13.05 Faculty and Staff Employment Records. All employment records of YES Prep HMS staff are the property of YES Prep. All employment records of AISD employees assigned to HMS are the property of AISD. Except as may be expressly stated in this Contract, or except to the extent made public under the Texas Public Information Act (“TPIA”), neither party has a right of access to the employment records of the other party.

13.06 Meetings and Training. The Parties agree that the HMS Principal and the YES Prep School Director will work together to determine whether and which HMS faculty meetings and/or trainings can be attended by employees of YES Prep HMS.

13.07 Employee Performance. Each Party has the sole authority to evaluate, appraise, and/or discipline its own employees. The other Party may provide input to the HMS Principal or the YES Prep School Director, as applicable, which may be used in the appraisal process or otherwise, as determined by that school administrator in his or her discretion. If the school administrator for each Party cannot agree regarding the other’s employee(s), the matter will be referred to the human resources (“HR”) department for each Party. If the HR departments cannot agree on a resolution, the matter will be referred to the Superintendent or designee for each Party.

13.08 Employee Dress Codes. The Parties understand that each Party has its own dress code for employees and agree that HMS Principal and YES Prep School Director will work collaboratively so that each Party is comfortable with the other Party’s employee dress code.

13.09 Grievances, Complaint, and Investigations. The Parties agree that any employee with a complaint or grievance will utilize the complaint/grievance policy of their respective employers and will not be permitted to use the employee grievance policy of the other Party.

a) Grievance and Complaints. The Parties agree that to the extent a grievance or complaint may involve employees from both Parties, the HMS Principal and the YES Prep School Director and the directors/executive directors of Human Resources for each Party, to the extent necessary, will collaborate to attempt to resolve the concerns and issues.

b) Incidents by Employees. The Parties acknowledge that there may be instances where employees are involved or allegedly involved in incidents on or off the HMS Premises that may not constitute criminal conduct but where the best interest of the students and/or employee(s) may be served by temporary or permanent removal of the employee(s) from the HMS Premises. The Parties agree that should such a situation arise, each Party has the automatic right to temporarily or permanently remove their own employee(s) from the HMS Premises and/or employment in accordance with that Party’s policies and procedures. The Parties further agree that, to the extent either Party chooses not to remove its employee, the Parties will collaborate to determine what steps, if any, to take regarding the employee’s continued presence on the HMS Premises. Initial collaboration will be between the HMS Principal and the YES Prep School Director. If the HMS Principal and the YES Prep School Director cannot agree, they will refer the matter to their respective HR departments. If the human resources departments are unable to resolve the issue, the matter will be submitted to the Superintendents or their designees for resolution. Ultimately, the Parties agree that if no agreement can be reached, in situations where the safety, health, or emotional welfare of a student(s) may be

involved or seriously compromised, AISD can require the temporary or permanent removal of a YES Prep employee from AISD's premises but cannot require termination of a YES Prep employee.

c) Investigations. The Parties agree to work collaboratively on any investigation that may involve each other's employees to the extent necessary to promptly and accurately complete such investigation. Both Parties acknowledge that, to the extent permitted by Applicable Law, the Parties will protect the confidentiality of individuals and information obtained during the investigations.

13.10 Non-Solicitation; Dual Employment.

a) Non-Solicitation. YES Prep agrees it will not solicit or hire any AISD employees unless and until it receives written confirmation from AISD that the employee has been released from any contractual obligations with AISD and AISD consents to such employment. AISD agrees it will not solicit or hire any employee assigned to YES Prep HMS during any school year, summer school, or after July 1 of any year. Nothing in this Contract alters the at-will nature of YES Prep employees or changes the employment relationship between any employee and his/her employer.

b) No Dual Employment. Except as otherwise agreed between the Parties in writing and subject to each Party's respective policies regarding dual employment, a person cannot be both an employee of YES Prep and an employee of AISD at the same time. Additionally, both AISD employees and YES Prep employees will follow that employer's respective policies regarding outside and dual employment restrictions and limitations. The Parties anticipate that there may be situations where an employee of one Party may also provide services for the other Party as an employee. In such cases, the Parties will confer and approve that arrangement as long as each Party is satisfied that such employment is not being performed during the same time period as for the other Party, as long as the dual employment creates no conflict, and as long as such dual employment conforms to that Party's applicable policies and procedures. The Parties will collaborate to confirm that no conflict exists. Additionally, a contractor may perform services related to the Program on behalf of both AISD and YES Prep. In such cases, the Parties will document the agreement with respect to such services, to include, without limitation, agreement on the scope of services, the allocation of costs of such services, and the performance standards to be evaluated. The joint service on behalf of AISD and YES Prep shall not be considered to be in violation of this Section 13.010(b).

ARTICLE XIV DATA; RECORDS; RECORDKEEPING; COMMUNICATIONS

14.01 Public Records. Pursuant to Texas Education Code §§ 12.057(a), 12.1051, and 12.1052, all records, including, without limitation, student records, and administrative and financial records, pertaining to and created by the Parties for YES Prep HMS, including any AISD records relating to the students or program, shall be considered public records (collectively the records created by both YES Prep and AISD for and specifically relating to YES Prep HMS shall be referred to as "YES Prep HMS Records"). YES Prep HMS and AISD shall create, collect, and maintain all records related to or required for the Program, including, without

limitation, all demographic data, test scores, discipline records, attendance, lesson plans, grade reporting and recording, and any other documents and information required by Applicable Law, TEA or other governmental authority, and as otherwise necessary and advisable for the operation of YES Prep HMS. Each Party shall ensure access to the YES Prep HMS Records to the other Party during normal business hours for that Party and any other times that are mutually convenient to both Parties. As public records, all YES Prep HMS Records are subject to the TPIA and the Texas Record Retention laws as further described in this Contract.

14.02 PEIMS Records; Attendance Accounting; Other TEA Reports. The Parties acknowledge that YES Prep HMS is subject to the TEA requirements for the Public Education Information Management System (“PEIMS”). The Parties acknowledge that AISD ultimately is responsible for compliance with state and federal data reporting requirements. YES Prep HMS will cooperate and coordinate with AISD to ensure that all then current PEIMS Data Standards are met, including all data elements and proper codes used to report them. YES Prep HMS will furnish all required data to AISD on a timely basis and in proper form so that AISD may meet all data submission dates required by TEA. For purpose herein, to be in proper form, the data must be delivered to AISD in a computer file or other agreed electronic form that can be imported directly into the AISD student information system. YES Prep HMS shall account for enrollment and attendance on the daily Attendance Record and in a manner similar to that utilized at other AISD schools. YES Prep and AISD shall collaborate and cooperate to ensure that all other TEA recordkeeping and reporting requirements applicable to a campus program charter and AISD students enrolled in a campus program charter are met. AISD and YES Prep HMS will collaborate to determine what is needed to assist YES Prep HMS to comply with the data collection, reporting, and submission requirements set forth herein and as required by TEA, to determine which Party will provide which parts of the training needed, and to develop a schedule for training of personnel.

14.03 Student Testing. Students enrolled at YES Prep HMS shall participate in all statewide student testing as required by Applicable Law. AISD and YES Prep HMS will collaborate on the timing, manner, and location for testing of YES Prep HMS students. All test data for students enrolled in YES Prep HMS shall be aggregated with the data for all other HMS students for purposes of campus accountability ratings.

14.04 Texas Public Information Act. Both Parties are subject to the TPIA as set forth in Chapter 552 of the Texas Government Code and acknowledge that the YES Prep HMS Records may be subject to disclosure. Each Party agrees to comply with the requirements of the TPIA and timely notify the other Party in the event that it receives a request for under the TPIA, a judicial or governmental request, requirement or order or otherwise any YES Prep HMS Record that may require disclosure. Each Party has the right to seek to withhold a document or record relating to YES Prep HMS and to seek a Texas Attorney General opinion in accordance with the TPIA. The Parties will cooperate with each other in seeking Attorney General opinions.

14.05 Texas Record Retention Laws. Both Parties are subject to the Texas Record Retention laws as set forth in the Texas Government Code and Texas Local Government Code and related schedules for retention. Both Parties agree to maintain and retain the YES Prep HMS Records as required by the Texas Record Retention laws.

14.06 Media and Communications.

a) Media Requests. The Parties agree to collaborate regarding any media requests or press releases related to YES Prep HMS, the students enrolled in the YES Prep HMS Program, or this Contract prior to responding to any media request or making a press release and further agree that any statement made will have prior approval by the Superintendent for each Party or their designee. For any matter that a Party designates as “urgent”, the other Party agrees to review within one (1) hour of the request. If a Party is not able to respond to an urgent communication within one (1) hour of the request, the other Party may proceed with the urgent communication. This does not include general YES Prep communications that would be sent regarding other YES Prep schools and may include YES Prep HMS. Likewise, this does not include general AISD communications that would be sent regarding other AISD schools and may include HMS.

b) Communications with Parents. The Parties agree that if an incident occurs that would necessitate communications to parents of students enrolled in the YES Prep HMS Program, the HMS Principal and the YES Prep School Director will collaborate on the communication and prepare a joint communication as appropriate. For any matter that a Party designates as “urgent”, the other Party agrees to review within one (1) hour of the request. If a Party is not able to respond to an urgent communication within one (1) hour of the request, the other Party may proceed with the urgent communication. This does not include general YES Prep communications that would be sent regarding other YES Prep schools and may include YES Prep HMS. Likewise, this does not include general AISD communications that would be sent regarding other AISD schools and may include HMS.

ARTICLE XV
PROGRAM EVALUATION AND ACCOUNTABILITY

15.01 Accountability Standards.

a) Compliance with Accountability Standards. The Parties understand and agree that the YES Prep HMS is subject public school accountability under Subchapters B, C, E, and J of Chapter 39 of the Texas Education Code and the then current edition of the TEA Accountability Manual (collectively, “Accountability Standards”). Continuation of YES Prep HMS and this Contract is conditioned upon satisfactory student performance under the Accountability Standards and upon compliance with other requirements under the Accountability Standards, to include, but not be limited to, the following:

i Student results will be disaggregated by Accountability Systems subgroups African-American, Hispanic and White (“Accountability Subgroups”).

ii Economically Disadvantaged by grade level comparisons will be made to non-program students in the same grade levels.

iii The attendance rates of YES Prep HMS students will be compared to Similar Students.

For purposes of this Contract, the term “Similar Students” means students across AISD in the Accountability Subgroups at a campus with similar demographics and grade level as students enrolled in YES Prep HMS. Any Accountability Subgroup that would not be considered by TEA in determining school performance ratings would not apply. For all students who do not qualify to be considered under the expected Accountability Standards, performance expectations will be based on Individual Education Plans or Language Proficiency Assessment Committee recommendations. Data for these students will be gathered and maintained by YES Prep.

b) Review of Accountability Data. YES Prep accountability data will be combined with the accountability data for the remainder of the HMS campus for purposes of a campus-wide accountability rating. Each year during the Term of this Contract, the Parties will review the accountability data associated with the students enrolled in YES Prep and determine what effect the data has on the HMS campus-wide accountability rating. In the event that the performance of the YES Prep HMS students under the Accountability Standards has a significant adverse effect on the overall HMS campus-wide accountability ratings in any given school year, in lieu of termination as set forth in this Contract, the Parties shall assess the cause of the significant adverse effect on the campus-wide rating and agree upon an improvement plan designed to reverse the lowered accountability rating.

15.02 Program Reports and Evaluation.

a) Reports. The Parties will meet regularly to evaluate and assess YES Prep HMS. During the initial year of the Program, the AISD Superintendent or designee(s) will monitor compliance in implementation of the Program. AISD and YES Prep will collaborate on the content and frequency of written interim reports to document the progress, needs, and issues to address with respect to the YES Prep HMS Program.

b) Audits and Record Reviews. In addition to the annual audit required in Section 16.05 of this Contract, the Parties will collaborate on any other programmatic or interim audits that they deem advisable or necessary. The Parties will cooperate and make YES Prep HMS Records available for any audit or record review performed by TEA or other governmental authority.

ARTICLE XVI FISCAL AFFAIRS

16.01 Financial Consideration. In consideration of the services provided under this Contract, AISD will pay YES Prep \$6,916 per student in Average Daily Attendance (“ADA”) on an annual basis for the 2013-14 school year; (This shall be referred to herein as “Fee”). When the State funding rates are set for 2013-14 and the locations of the students accepted in the lottery are known, the Fee for 2013-14 to be paid to YES Prep under this Contract will be renegotiated. By July 1 of each subsequent year, the parties will revisit the related costs and revenue for the school year just ended to determine the Fee for the upcoming year. Prior to the first day of school for YES Prep Hoffman, the Parties will collaborate to estimate the number of students YES Prep is expected to enroll for that upcoming school year, which will be the

estimated enrollment on which monthly payment of the Fee will be based for that school year. The Fee to be paid during the 2013-14 school year is based on an expected ADA rate as reported through the PEIMS system of 96%. For each year during the Term of the Contract after 2013-14, the actual ADA percentage for the last school year will be used as to calculate the estimated ADA for the next school year. AISD will pay to YES Prep one-tenth (1/10) of the estimated annual Fee on a monthly basis with the first payment to be paid in September and the last payment in June. At the end of each school year when AISD has received the final PEIMS data, AISD and YES Prep will reconcile the amount of Fee paid by AISD during that school year with the actual annual Fee that is owed based on the actual number of students enrolled in Yes Prep Hoffman during that school year and the actual ADA rate. The final determination of the amount of the reconciliation will be made by August 31st for the preceding school year. If the estimated Fee paid during the school year is less than the actual Fee owed for that school year, then AISD will pay YES Prep the difference within thirty (30) days after the reconciliation amount is determined; if the estimated Fee paid during the school year is greater than the actual Fee owed for that school year, YES Prep will reimburse the difference to AISD within thirty (30) days after the reconciliation amount is determined.

16.02 Allocation of Costs. In addition to the responsibility of either Party for specific costs and expenses described in other provisions of this Contract, the Parties will allocate costs for the Program as set forth in this Section 16.02. From the Fee, YES Prep will pay for YES Prep HMS costs associated with the YES Prep personnel, employee benefits, professional development of the YES Prep personnel, Program curriculum (except for the instructional materials as described in Section 11.01), ancillary equipment and supplies, YES Prep administrative oversight and responsibilities, recordkeeping by YES Prep, student yearbooks, school photos, and field trip expenses, except for transportation costs as set forth in Section 10.05. Both parties acknowledge that the Fee will not cover all YES Prep expenses and that, if possible, other monies will be provided to YES Prep through grants or other resources. AISD will be responsible for the costs of providing furniture and equipment as described in this Contract, maintenance and repairs of the HMS Premises, utilities for the HMS Premises, transportation services as described in this Contract, AISD administrative oversight and responsibilities, and recordkeeping by AISD.

16.03 Grants. The Parties will cooperate in the application for grants to fund all or portions of YES Prep HMS. The Parties agree that any such funding received by either the Parties to this Contract will be used in accordance with grant requirements and the Parties will collaborate to allocate grant funds to specific projects agreed by the Parties to be necessary or advisable to advance the Program. The Parties agree that unless specifically required by the grant or agreed upon by the Parties, grant funds cannot be used by AISD to reduce its obligation to pay YES Prep the Fee as set forth in Section 16.02, above. Any grant money received will be in addition to the Fee amount as set forth in Section 16.02 above. Any purchase or property acquired with grant funds becomes the property of the entity that applied for the grant and received the grant funding. If the grant was a joint application, the purchases or property will be split in accordance with agreements between the Superintendents and the time the grant is awarded unless a specific split is provided in the grant. In order to avoid duplication, the Parties will disclose to each other, at the time of application or sooner if practicable, any grant for which they are applying that may impact YES Prep HMS specifically.

16.04 Contracting.

a) General Contracting. Each Party is responsible for obtaining, contracting with, and paying its own vendors for goods it acquires and services it provides under this Contract.

b) Purchasing and Procurement. Each Party will be subject to the purchasing and procurement laws and requirements applicable to that Party. By means of example, AISD is subject to Chapter 44, Subchapter B for contracts for purchases of goods and services valued at \$50,000 or more. YES Prep is subject to Chapter 44, Subchapter B (and Chapter 2267) only to the extent set forth in its open enrollment charter for the acquisition of construction services valued at \$50,000 or more. Each Party agrees to comply with the purchasing statutes applicable to that Party for the purchases made for YES Prep HMS.

16.05 Annual Audit. The AISD financial data and transactions for YES Prep HMS will be included in the AISD annual audit. Direct expenditures for YES Prep HMS made by YES Prep will not be included in the AISD audit. YES Prep will provide to AISD any records and documentation needed to conduct the AISD audit on a timely basis. AISD will pay the costs for the AISD annual audit and YES Prep will pay for the annual audit for YES Prep. To the extent that a Party desires or Applicable Law requires a separate programmatic or financial audit or other audit of the Program, the Parties will collaborate on conducting the audit, including determining costs, and co-operate on providing information and data that may be needed for such audit.

ARTICLE XVII
INTELLECTUAL PROPERTY MATTERS

17.01 Proprietary Materials. AISD shall own its own intellectual property, including, without limitation, trade secrets, know-how, proprietary data, documents and written materials in any format, artwork, graphics, charts, software, licenses, marketing materials, website design for AISD. YES Prep shall own its own intellectual property, including, without limitation, trade secrets, know-how, proprietary data, documents and written materials in any format, artwork, graphics, charts, software, licenses, marketing materials, website design for YES Prep. Materials created exclusively by AISD for YES Prep HMS shall be AISD proprietary material. Materials created exclusively by YES Prep for YES Prep HMS shall be YES Prep proprietary material. The Parties acknowledge and agree that neither has any intellectual property interest or claims in the other Party's proprietary materials. Notwithstanding the foregoing, materials and work product jointly created by the Parties shall be jointly owned by the Parties and may be used by the individual Party as may be agreed upon by both Parties from time to time.

17.02 Name. YES Prep owns the intellectual property right and interest to the name "YES Prep." The Parties agree that the name "YES Prep HMS" may be used by either Party during the Term of the Contract. The Parties agree that after the expiration or termination of this Contract neither Party will use the name "YES Prep HMS" for its own individual purposes.

ARTICLE XVIII
INSURANCE / RISK OF LOSS

18.01 Insurance Coverage. Each Party, at its own expense, will maintain its own insurance throughout the Term of this Contract. The insurance required under this Contract shall be as follows:

a) Comprehensive or commercial general liability insurance for not less than \$1,000,000 (combined single limit for bodily injury and property damage per occurrence and in the aggregate). Each Party may elect to carry what other insurance that Party decides is necessary or advisable for its obligations under this Contract. Such insurance will be written to cover claims incurred, discovered, manifested, or made during or after the Term;

b) Automobile insurance to cover losses for motor vehicle accidents by that Party on the HMS Premises; and

c) Workers Compensation insurance as may be required by Applicable Law for that Party.

Each Party may elect to carry insurance to insure its own personal property located at the HMS Premises. Neither Party will be responsible for the negligence or liability of the other Party. Either Party may elect to meet its obligations under this Section 18.01 by including the required coverage under an umbrella insurance policy in effect for that Party.

18.02 Evidence of Insurance. The Parties will furnish a certificate of insurance to the other Party evidencing the required coverage within thirty (30) days after the date of this Contract. Thereafter, each Party will provide to the other Party a copy of the certificate for any renewal within thirty (30) days of receipt of same and written notice to the other Party of any cancellation or material adverse change to such insurance within thirty (30) days of such occurrence.

18.03 Cooperation. The Parties will comply with any information or reporting requirements required by the other Party's insurer(s), to the extent reasonably practicable.

18.04 Insurance Companies; Subrogation. All insurance coverage described in this Article XVIII shall contain a waiver of subrogation. The insurance shall be in companies acceptable to the other Party, and which are authorized to do business in Texas, with an A.M. Best Rating of "A" or better.

ARTICLE XIX SAFETY OF STUDENTS

19.01 Health and Well-Being of Students. Both Parties will use their best efforts to protect the safety and well-being of AISD students enrolled in YES Prep HMS. In the event that any YES Prep HMS student is injured, experiences problems with bullying, or otherwise encounters a situation in which the safety or well-being of that student is at issue, both Parties will communicate regarding the incident or situation, take immediate action to obtain help for the student or otherwise assist the student or and work to quickly address any ensuing problems.

ARTICLE XX IMMUNITY AND RELEASE OF PARTIES

20.01 No Waiver of Immunity. Nothing in this Article 20.01 or in this Contract shall be construed to waive any immunity to which either AISD or YES Prep or any employee or member of the governing board is entitled under Applicable Law.

20.02 Mutual Release from Liability. To the extent permitted by Applicable Law, each Party will release the other Party and all of its respective employees, officers, directors, trustees, subcontractors, and agents from any losses, liabilities, damages, and claims that may arise out of, or by reason of, any act or omission of the releasing party under this Contract. This mutual release applies only to the extent that it reiterates existing law and enforces each Party's obligations as may be permitted by law. This mutual release does not and shall not be construed to expand or increase the liability or scope of its liability of either Party. To the extent that this provision purports to create liability or potential liability on the part of either AISD or YES Prep beyond its legal authority or power to incur liability, this Section 20.02 is invalid.

ARTICLE XXI TERM OF THE CONTRACT; TERMINATION

21.01 Term. This Contract shall be for a term of five (5) years commencing on the Effective Date and expiring on the last day of the regular school year for whichever Party has the later end date (after the conclusion of summer session) of 2018 ("Initial Term"). This Contract may be renewed by either Party after the Initial Term for up to four (4) successive five (5) year renewal terms (each a "Renewal Term") provided that (a) the Party exercising the right of renewal provides written notice to the other Party not less than one-hundred eighty (180) days prior to the expiration of the Initial Term or the then current Renewal Term; and (b) the Contract is in full force and effect at the time of the renewal notice and at the time the next Renewal Term is to be effective and neither Party is then in default under the Contract either at the time that renewal notice is given or on the last day of the then-current Initial Term or Renewal Term. The renewal of the Contract beyond the Initial Term and the expiration of any Renewal Term is subject to approval of the AISD Board of Trustees and the YES Prep governing board. As used herein, the term "Term" includes the Initial Term and any and all Renewal Terms. The Term of this Contract is subject to the Termination provisions below.

21.02 Termination.

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

(i) The other Party fails to remedy a breach of this Contract, which includes, without limitation the failure of a Party to fulfill any obligation, condition, term, provision, or covenant contained in this Contract within thirty (30) days after written notice by the non-breaching Party of such breach or non-fulfillment, provided, however, that if the breach or non-fulfillment would affect the safety or well-being of students or is not reasonably capable of being cured no such notice and opportunity to cure shall be required; or

(ii) AISD has a material reduction that occurs in per-pupil funding available from the State of Texas below the amount for the prior fiscal year. For purposes of this Section 21.02(a)(ii), a material reduction is considered to have occurred if AISD's per-pupil funding and

federal entitlement funds is reduced by six percent (6%) or more from the prior fiscal year. In lieu of termination under this Section 21.02(a)(ii), the Parties may elect to reduce the amount to be paid to YES Prep by AISD under Section 16.01 by an equivalent amount of reduction in State and federal entitlement received by AISD.

In the event of termination under this Section 21.02(a), such termination shall be effective, (i) in the case of a termination pursuant to clause (i) of the foregoing sentence, immediately upon written notice of such termination by the terminating Party to the other Party; and (ii) in the case of a termination pursuant to clause (ii) of the foregoing sentence, at the end of the fiscal year in which AISD receives notice to the material reduction in funding.

(b) Termination by Mutual Written Consent. This Contract may be terminated by mutual consent by both Parties without penalty to either AISD or YES Prep, such termination to be effective at such time, and upon such other terms, as set forth in such written consent.

(c) Termination Related to Revocation of Charter. The Board of Trustees of AISD may revoke the campus program charter, in accordance with Texas Education Code Section 12.063 in the event that YES Prep commits a material violation of its charter under this Contract; fails to satisfy generally accepted accounting standards of fiscal management; fails to comply with the requirements of Subchapter C, Chapter 12, Texas Education Code, or other Applicable Law. In the event that AISD believes that the YES Prep HMS should be placed on probation or the campus program charter revoked under this Section 21.02(c), the AISD Superintendent or designee will investigate any allegations and hold a conference with the YES Prep Superintendent and governing board to discuss the allegations. If the Superintendent or designee determines that a violation or mismanagement has occurred, YES Prep shall respond to the allegation at the next regularly scheduled AISD Board meeting. The AISD Board of Trustees shall hear the YES Prep presentation and take action, if necessary, to place YES Prep on probation or revoke the campus program charter granted under this Contract. If the AISD Board of Trustees decides to consider revocation of the charter, it shall schedule a public hearing to be held at HMS. AISD's decision to revoke the charter or take other action with respect to the charter under this Contract shall be based on the best interest of AISD students enrolled in YES Prep HMS, the severity of the violation, and any previous violation committed by YES Prep. In the case of revocation of the charter and termination of this Contract under this Section 21.02(c), AISD will notify YES Prep that the charter has been revoked, and this Contract will terminate at the close of the then-current school year.

(d) Termination Related to Accreditation Status. This Contract may be terminated by AISD or YES Prep effective July 31st of any year in which the students at YES Prep adversely affected the accountability ratings of HMS such that HMS achieved a campus-wide rating of lower than academically acceptable (or its equivalent under succeeding TEA standards) for two (2) consecutive preceding years. In lieu of termination under this Section 21.02(d), at the end of the second year of an adverse rating for the Program, AISD may place YES Prep HMS on probation. If YES Prep HMS fails to improve its rating in the third year after two years of adverse ratings, this Contract shall terminate. In the event of termination under this Section 21.02(d), the Party terminating the Contract shall provide written notice to the other Party on or before thirty (30) days prior to the effective date of termination.

(e) Termination Upon Loss of Charter. This Contract will terminate immediately upon the assignment of a conservator to or loss of charter of YES Prep or other adverse action taken by the State Board of Education or TEA against YES Prep or AISD under Chapter 39, Subchapters B, C, E, and J.

(f) Bankruptcy; Dissolution. This Contract will terminate immediately upon the (i) filing by any party of a voluntary petition in bankruptcy; (ii) adjudication of such party as bankrupt; (iii) the filing of any petition or other pleading in any action seeking reorganization, rearrangement, adjustment, or composition of, or in respect of such Party under the United States Bankruptcy Code or any other similar state or federal law dealing with creditors' rights generally; (iv) appointment of a receiver, trustee or other similar official of such Party or its property; or (v) the dissolution of its corporate entity.

(g) Change in Applicable Law. If any change in Applicable Law that is enacted after the Effective Date could reasonably be expected to have a material adverse effect on the ability of any Party to carry out its obligations under this Contract, including the repeal of authority for the AISD Board of Trustees to grant a campus program charter, such Party, at its election, 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 terminate this Contract or request renegotiation of this Contract. Such renegotiation will be undertaken in good faith. If the Party elects renegotiation and the Parties are unable to renegotiate and agree upon revised terms within one thirty (30) days after such notice of renegotiation, then this Contract will be terminated effective at the end of the school year (including the conclusion of any applicable summer session) in which such notice was given, unless earlier termination is necessary to protect the health, welfare, or safety of students.

(h) Termination for Convenience. Either Party may terminate this Contract for convenience without cause or penalty by giving the other Party written notice no later than October 1st of that contract year that the Contract will terminate on the last day of the regular school year which includes any summer session for whichever Party has a later end date in which notice is given.

(i) Termination for Non-Appropriation. The obligations for payment by AISD to YES Prep under this Contract constitute a commitment of current revenues only and do not create an impermissible debt. The obligations of YES Prep to expend any public funds for Program costs and expenses likewise constitutes a commitment of current revenues only and does not create an impermissible debt. Either Party may terminate this Contract at the end of the current fiscal year in the Event of Non-appropriation. As used herein, the term "Event of Non-Appropriation" shall mean the failure of either or both the AISD Board of Trustees or the YES Prep governing board to obtain and appropriate funds for this Contract or that Party's obligations under this Contract for the next fiscal year during the Term. In the Event of Non-Appropriation, the non-appropriating Party shall give as much notice as reasonably possible but, in not event, will give less written notice than forty-five (45) days before the end of the then current fiscal year.

21.03 Effect of Termination. In the event of termination under this Contract, the obligations with respect to YES Prep HMS will terminate except that any obligations that are contemplated as surviving termination, including, without limitation, finalizing any reporting requirements for data imposed by TEA, record retention requirements, reimbursement for damaged furniture or equipment, payment owed for time periods prior to termination but not yet paid, and otherwise will survive termination.

ARTICLE XXII GENERAL AND MISCELLANEOUS PROVISIONS

22.01 Entire Agreement. The terms and conditions of this Contract, including the Recitals, Addenda, and Exhibit 1-A, which are incorporated herein, (individually, "Contract Document" and collectively, "Contract Documents") constitute the entire agreement between the Parties with respect to the Campus Charter Program and the subject matter set forth herein and supersede all prior discussions and agreements, whether verbal or written. In the event that any provision of any Contract Document is in conflict with any other Contract Document, the following order of precedent shall apply: (1) the Addenda; (2) the Contract; (3) Exhibit 1-A; and (4) the Recitals.

22.02 Jurisdiction and Venue. Each Party consents and submits to the jurisdiction of the state and federal courts located in the State of Texas for purposes of any action, suit or proceeding arising out of or relating to this Contract and agrees that exclusive venue for any action, suit or proceeding arising out of or relating to this Contract in any court or tribunal other than the administrative agencies of the State of Texas or in the courts of the State of Texas for Harris County or the United States District Court for the Southern District of Texas, Houston Division.

22.03 Governing Law. The laws of the State of Texas, without regard to its conflict of law provisions, will govern this Contract, its construction, and the determination of any rights, duties, obligations, and remedies of the Parties arising out of or relating to this Contract.

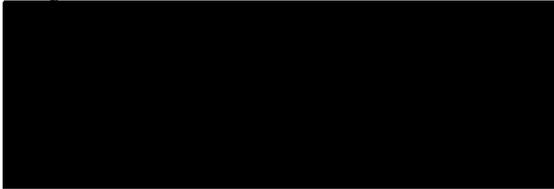
22.04 Counterparts, Facsimile Transmissions. This Contract may be executed in identical counterparts, all of which will be deemed an original, but all of which will constitute one and the same instrument. Each Party may rely on facsimile signature pages as if such facsimile pages were originals.

22.05 Official Notices. All notices and other communications required by the terms of this Contract 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). Unless otherwise agreed in writing by the receiving Party, 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); (iv) electronic mail if sent to the email address set forth below; or (v) personal delivery (with written receipt confirming such delivery). Notice will be deemed to have been given (i) two business or school days after mailing as described in clauses (i) and (ii) above; (ii) on the date of personal delivery; or (iii) on the date of transmission of a facsimile or email if on a business or school day during normal

business hours (or, if not, the next succeeding business day). Unless otherwise agreed in writing by the receiving Party, electronic mail does not constitute official notice under this Contract. The addresses of the Parties are:

For AISD

Wanda Bamberg
Superintendent



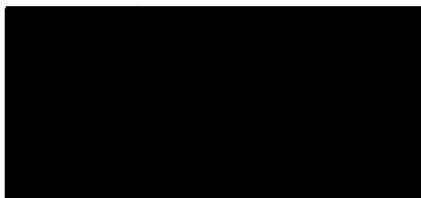
For YES Prep:

Jason Bernal
President



With a copy to:

Lisa Hall
General Counsel and Vice President, Talent Support



22.06 Assignment. Except as otherwise provided in this Contract, neither Party may assign or delegate any rights or obligations under this Contract without the prior written consent of the other Party.

22.07 Amendment. This Contract will not be altered, amended, modified, or supplemented except in a written document executed by the Parties.

22.08 Waiver. No waiver of any provision of this Contract will be effective unless in writing, nor will such waiver constitute a waiver of any other provision of this Contract, nor will such waiver constitute a continuing waiver unless otherwise expressly stated.

22.09 Severability. The Parties intend that each provision hereof constitute a separate agreement between or among them. Accordingly, the provisions hereof are severable and in the event that any provision of this Contract 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.

22.010 Successors and Assigns. This Contract will be binding upon, and inure to the benefit of, the Parties and their respective successors and permitted assigns.

22.011 No Third-Party Rights. This Contract is made for the sole benefit of AISD and YES Prep and their respective successors and permitted assigns. Nothing in this Contract will create or be deemed to create a relationship between the Parties to this Contract and any third person, including a relationship in the nature of a third-party beneficiary or fiduciary.

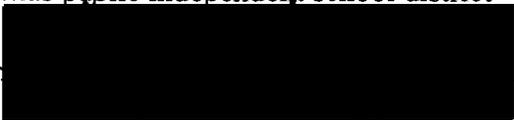
22.012 Headings and Captions. The headings and captions appearing in this Contract have been included only for convenience and shall not affect or be taken into account in the interpretation of this Contract.

[Signatures appear on the following page]

(Signature page for Campus Program Charter Contract between Aldine Independent School District and YES Prep Public Schools, Inc. with an effective date of April 22, 2013)

IN WITNESS WHEREOF, the undersigned have executed this Contract as of the date and year first above written.

Aldine Independent School District
a Texas public independent school district

By: 
President, Board of Trustees

Aldine Independent School District
a Texas public independent school district

By: 
Name: Dr. Wanda Bamberg
Superintendent of Schools

YES Prep Public Schools, Inc., a Charter holder for
YES, Inc., a Texas open enrollment charter school

By: 
Name: Mr. Jason Bernal
Title: President

ADDENDUM A-1

Agreement Regarding Applicable Board Policies

This Addendum A-1 - Agreement Regarding Applicable Board Policies (“Addendum A-1”) is a part of and incorporated into the Campus Program Charter Contract (“Contract”) by and between the Aldine Independent School District (“AISD”) and YES Prep Public Schools Inc. (“YES Prep”) (individually, “Party” and collectively “Parties”) with an effective date of April 22, 2013. All capitalized terms not otherwise defined herein shall have the same meanings as such term in the Contract.

This Agreement between the Parties sets forth the AISD Board Policies that will apply to the YES Prep Hoffman Program during the Term of the Contract.

The AISD Board Policies may be found at <http://pol.tasb.org/Policy/Code/599?filter=A18> (“AISD Board Policies”). AISD and AISD’s participation in the Program is subject to all AISD Board Policies except as expressly set forth otherwise in the Contract. The YES Prep Hoffman Program and the students enrolled in YES Prep Hoffman are subject to the AISD Board Policies except for those relating to the following:

- Length of the school year under legal policy and Texas Education Code § 25.0811, except that YES Prep shall provide for the YES Prep Hoffman students to have at least 180 days of instruction each school year
- Class size
- Class schedules
- Homework and make up work
- Retention and promotion
- Homebound instruction
- Juvenile residential facilities
- Student discipline rules and Code of Student Conduct until such time as a student is removed from the YES Prep Hoffman Program and returned to a non-Program AISD instructional program as set forth more fully in Addendum B
- Curriculum used for the YES Prep Hoffman students except as required by Applicable Law and as otherwise set forth in the Contract
- Grading policies except as may be required by Applicable Law
- Local grade advancement rules and practices except as may be required by Applicable Law
- Policies and practices on lesson planning

- Personnel policies for YES Prep employees
- Admission policies except as may be required by Applicable Law and as otherwise set forth in the Contract
- Student dress code
- Non-service animals
- Testing other than state-mandated assessments required by Applicable Law
- Student activities
- Bullying except as required by Applicable law
- Local policies on student harassment, discrimination, and retaliation except as required by Applicable Law
- Interrogations and searches except as may be required by Applicable Law and except when a student is engaged in non-Program activities
- Student and parent complaint grievances

YES Prep and YES Prep employees are not subject to the AISD Board Policies regarding basic district foundation, local governance, business and support services, personnel, and community and governmental relations, except for building use policies and except as otherwise may be required by Applicable Law or as set forth in the Contract, including this Addendum A-1.

ADDENDUM A-2

Agreement Regarding Applicable Board Policies

This Addendum A-2 - Agreement Regarding Applicable Board Policies (“Addendum A-2”) is a part of and incorporated into the Campus Program Charter Contract (“Contract”) by and between the Aldine Independent School District (“AISD”) and YES Prep Public Schools Inc. (“YES Prep”) (individually, “Party” and collectively “Parties”) with an effective date of April 22, 2013. All capitalized terms not otherwise defined herein shall have the same meanings as such term in the Contract.

This Agreement between the Parties sets forth the YES Prep Policies that will apply to the YES Prep Hoffman Program during the Term of the Contract.

YES Prep Hoffman is subject to all YES Prep academic and instructional policies and practices, student discipline policies, Code of Student Conduct, and other policies except to the extent in conflict with the terms and conditions of the Contract or with Applicable Law. In implementing and operating YES Prep Hoffman, all purchasing and business operations undertaken by YES Prep for YES Prep’s responsibilities under the Contract and governance and approvals required by YES Prep internally will be in conformity with the YES Prep policies and procedures. The YES Prep Hoffman Program and the students enrolled in YES Prep Hoffman are subject to the AISD Board Policies to the extent set forth in Addendum A-1 and as otherwise may be set forth in the Contract.

ADDENDUM A-3

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EXHIBIT I-A
ALDINE AND YES PREP AGREEMENT FOR BUILDING SPACE

Classrooms: Starting in June 2013, YPH will have 10 dedicated classrooms located inside HMS. By the end of June 2015, YPH will have access to 20 classrooms: 4 classrooms will be located in temporary buildings and 16 classrooms will be located inside YPH. The interior classrooms include the following rooms: 111, 113, 114, 115, 116, 118, 213, 214, 215, 216, 217, 218, 311, 312, 313, and 315. The 4 exterior classrooms will be located in areas TB-9 and TB-10 of the HMS map.

Office Space: Starting in July 2015, YPH will be at full scale and will include grades 6-8. At that time, YPH will have 4 dedicated office spaces. Starting in June 2013, YPH will occupy the former HMS Language Arts office and History Offices. No later than December 2014, the Principal of HMS and the YPH school director will collaborate to allocate 2 more spaces for offices. These additional 2 offices may be inside HMS or may reside in the temporary buildings.

Storage Space: Starting in June 2015, YPH will have 1 storage space area dedicated to YPH. No later than December 2014, the Principal of HMS and the YPH school director will collaborate to allocate 1 storage space area for YPH. This storage space may be inside HMS or may reside in the temporary buildings.

Workroom: YPH and HMS will share the workroom, which will be located in Room 307. YES Prep will provide copier machines and equipment for use by the YPH staff. HMS will provide copy machines and equipment for use by the HMS staffs. The staff will share the lounge and work space area.

Shared Space: See Article VIII.

ADDENDUM B
Aldine ISD and YES Prep's Agreement Regarding Student Discipline

This Addendum B - Agreement Regarding Student Discipline ("Agreement") is a part of and incorporated into the Campus Program Charter Contract ("Contract") by and between the Aldine Independent School District ("AISD") and YES Prep Public Schools ("YES Prep") (individually, "Party" and collectively "Parties") with an effective date of April 22, 2013. All capitalized terms not otherwise defined herein shall have the same meanings as such term in the Contract.

This Agreement between the Parties sets forth the behavioral expectations and disciplinary consequences for students enrolled in YES Prep Hoffman Middle School during the Term of the Contract. The term "resident student" means a student who resides within the boundaries of AISD.

I. Student Code of Conduct

- A. AISD will implement the AISD Student Code of Conduct for students attending Hoffman Middle School ("HMS") who are not enrolled in YES Prep Hoffman.
- B. YES Prep will implement the YES Prep Student Code of Conduct for students enrolled in YES Prep Hoffman.
- C. If a YES Prep Hoffman student attends an AISD classroom and/or participates in one or more extracurricular activities of the AISD, AISD staff will refer instances of misbehavior by the student to YES Prep staff for response. AISD staff will provide relevant information to YES Prep staff to assist with investigation of the misbehavior.
- D. If a YES Prep Hoffman student is suspended from school by YES Prep staff and the student is in AISD classes, the YES Prep staff will inform the AISD campus staff of the number of days the student has to make up work upon his or her return.

II. YES Prep Behavior System – RISE

- A. YES Prep Hoffman may implement its behavior system – RISE – when YES Prep Hoffman staff determines it is appropriate for a YES Prep Hoffman student.
- B. YES Prep Hoffman staff will provide information and training on RISE to AISD campus staff.
- C. If a YES Prep Hoffman student in the RISE program attends an AISD class and/or participates in one or more extracurricular activities of AISD, AISD campus staff will require the YES Prep Hoffman student to follow RISE requirements in their classrooms and activities to the extent it is feasible to do so.

III. Dismissal from YES Prep Hoffman

- A. The Parties understand and agree that under the YES Prep Student Code of Conduct, students can be dismissed from the YES Prep Hoffman Program.
- B. If the YES Prep Hoffman staff makes a determination to dismiss a resident student from the YES Prep Hoffman Program, YES Prep Hoffman staff will inform the resident student's AISD home campus staff within two business days and provide all documents and information regarding the behavior and dismissal to the AISD home campus staff.
- C. The resident student who has been dismissed from YES Prep Hoffman will return to his or her home campus in AISD, which may include HMS, to continue his or her education.
- D. If a student who is dismissed from YES Prep Hoffman is not a resident of AISD, the student will return to his or her home district.
- E. Any appeal to the YES Prep Board of Trustees of the determination by the YES Prep Hoffman staff that a student is dismissed from the YES Prep Hoffman Program will follow the YES Prep appeal process. During the pendency of such an appeal, the student will be returned to his or her AISD home campus, or to the home school district for a non-resident student.
- F. The administration on the AISD home campus of a resident student who has been dismissed from YES Prep Hoffman has the discretion to apply the AISD Student Code of Conduct and assign such disciplinary consequences for the misbehavior leading to dismissal from YES Prep Hoffman as may be appropriate under AISD's Student Code of Conduct, regardless of any appeal of the dismissal determination to the YES Prep Board of Trustees. Any timelines in AISD's Student Code of Conduct applicable to the misbehavior and/or disciplinary consequence begin the next business day after the campus is notified of the determination by the YES Prep Hoffman staff that the resident student is dismissed from YES Prep Hoffman Program.

IV. Expulsion and Removal to a Disciplinary Alternative Education Program

- A. If a YES Prep Hoffman student is accused of an offense for which the consequence under the Texas Education Code is or may be expulsion, or is or may be removal to a disciplinary alternative education program ("DAEP"), the YES Prep Hoffman staff will investigate and follow YES Prep procedures as appropriate to determine if the student will be expelled from YES Prep Hoffman because of a violation of Texas Education Code Sections 37.006(a), (b), (c), (d) or (f); Section 37.007(a), (b), (c), (d), (e), (f), (i); Section 37.081; and/or Section 37.019.
- B. Any appeal to the YES Prep Board of Trustees of the determination by the YES Prep Hoffman staff that a student is expelled from the YES Prep Hoffman Program will follow the YES Prep appeal process. During the pendency of such an appeal, the student will be returned to his or her AISD home campus, or to the home school district for a non-resident student.

- C. If a determination is made by YES Prep Hoffman staff that a resident student should be expelled from the YES Prep Hoffman Program because of such misbehavior, the YES Prep Hoffman staff will contact the resident student's AISD home campus staff within one business day of this determination and provide all documents and information about the behavior. AISD campus staff of the resident student's home campus may apply any disciplinary consequence allowable under the AISD's Student Code of Conduct, including long-term DAEP placement or expulsion, regardless of any appeal of the expulsion determination to the YES Prep Board of Trustees. All timelines and procedures in the Texas Education Code and AISD's Student Code of Conduct applicable to the misbehavior and/or disciplinary consequence will begin the next business day after notice to AISD campus staff by YES Prep Hoffman staff that the student has been expelled from YES Prep Hoffman. All appeals of AISD staff recommendations for expulsion or DAEP placement will follow the AISD appeal process. The student may be placed in in-school suspension or other disciplinary setting pending the outcome of AISD's investigation and action regarding the misbehavior.
- D. If a student who is not a resident of AISD is expelled from YES Prep Hoffman, the student will return to his or her home district.
- E. AISD staff and YES Prep Hoffman staff will cooperate and collaborate with each other regarding the investigation of student misbehavior and student or parent appeals of disciplinary consequences including, but not limited to, providing testimony and information during appeal conferences and/or hearings.

V. Information to Parents

- A. YES Prep Hoffman will provide information to parents of prospective students regarding the use of the YES Prep Student Code of Conduct for YES Prep Hoffman students.
- B. YES Prep Hoffman will provide information to parents of prospective students regarding the following:
 - 1. YES Prep Hoffman students may receive different disciplinary consequences than other students on the campus.
 - 2. Students dismissed from YES Prep Hoffman will return to their home campus and may be subject to further disciplinary consequences under the AISD's Student Code of Conduct at the discretion of the administration of the student's home campus.
 - 3. Students expelled from YES Prep Hoffman due to misbehavior prohibited by Texas Education Code Sections 37.006(a), (b), (c), (d), (f); 37.007(a), (b), (c), (d), (e), (f), (i); 37.0081; and 37.019 will return to their home campus and be subject to discipline under the AISD's Student Code of Conduct including expulsion and DAEP placement. If the student is not a resident of SBISD, he or she will be returned to the student's home district and all disciplinary and behavior records will be transmitted to the home school district.

**OTHER ATTACHMENTS:
SUPPLEMENTAL ORGANIZATIONAL BUDGETS AND FINANCIAL INFORMATION**

YES Prep Public Schools, Inc. has attached the following financial documents:

1. Multi-Year Financial Model (one page)
2. Line Item Budget (eight pages)

YES Prep Public Schools, Inc. - Multi-Year Financial Model

Fiscal Year (September 1 - August 31)	2015	2016	2017	2018	2019	2020
Student ADA	8,721	10,077	11,447	13,264	15,206	17,257
Federal- Other	6,287,816	7,181,225	8,149,406	9,402,732	10,816,313	12,504,621
Federal- Food Reimb	3,838,153	4,447,154	5,046,724	5,822,878	6,698,273	7,743,800
State	67,124,051	76,857,413	87,079,353	100,191,853	115,009,941	132,593,348
Student Activity Fee	748,128	836,204	928,198	1,041,045	1,162,402	1,265,705
Fundraising	-	-	-	-	-	-
Other Revenue (ACP, Campus Sales, etc.)	2,470,710	2,721,455	3,013,589	3,359,166	6,977,417	4,121,544
Partnership Revenue	4,497,200	6,248,260	8,607,480	11,886,330	15,178,673	17,576,740
Total School-Level Revenue	84,966,056	98,291,711	112,824,751	131,704,003	155,843,019	175,805,760
6100 - PAYROLL COSTS	-	-	-	-	-	-
6200 - PROFESSIONAL AND CONTRACT	7,358,453	8,012,094	8,774,821	9,818,946	10,940,761	12,219,681
6218 - TRANSPORTATION	4,970,175	5,625,043	6,249,939	6,969,106	7,779,423	8,678,919
6217 - FOOD SERVICE	4,039,913	4,689,101	5,272,102	6,030,511	6,870,472	7,866,904
6300 - SUPPLIES AND MATERIALS, TECH EQUIP	5,296,220	5,559,223	6,835,686	7,419,519	8,871,894	9,645,640
6400 - OTHER OPERATING COSTS (w/out DEPREC)	5,948,774	6,401,920	7,317,206	8,529,511	9,858,469	11,267,904
6XXX- HOME OFFICE CHARGE (7.5% of Gov't Rev)	-	-	-	-	-	-
6200 - FACILITY CHARGE	-	(267,680)	(546,067)	(1,113,976)	(1,704,383)	(2,607,706)
6449 - REPAIR REPLACEMENT CHARGE / DEPRECIATION	3,964,000	4,626,439	5,018,075	5,498,954	6,089,996	6,679,554
6500 - INTEREST EXPENSE	1,034,548	1,055,239	1,076,344	1,097,871	1,119,828	1,142,225
6525 - AMORTIZATION OF BOND EXPENSE	-	-	-	-	-	-
8989 - LOSS ON SALE OF FIXED ASSET	-	-	-	-	-	-
Other Expense 2 (New Region Expansion Costs)	-	150,000	150,000	150,000	150,000	150,000
Other Expense 3 (IT Systems & IT Related Costs)	76,105	70,273	42,864	30,362	17,343	13,899
Other Expense 4	-	-	-	-	-	-
Total School-Level Expenses	-	-	-	-	-	-
Home Office CMO Revenue and Facility Charge	(13,147,721)	(15,449,236)	(18,017,898)	(21,564,967)	(25,451,556)	(30,017,452)
Home Office Expenses	22,330,130	23,755,979	25,678,740	26,747,941	28,284,329	29,086,243
Total Net Home Office	9,182,409	8,306,743	7,660,842	5,182,974	2,832,773	(931,209)
Total System Expenses	91,371,738	105,686,926	120,405,053	137,492,707	156,765,025	174,667,086
Net before Fundraising	(6,405,681)	(7,395,216)	(7,580,302)	(5,788,704)	(922,006)	1,138,674
Fundraising (annual campaign, schlrships, misc)	3,975,000	3,100,000	3,100,000	3,100,000	3,000,000	3,000,000
Total Special Grants (expenses incl. in exp lines)	-	-	-	-	-	-
Additional Fundraising secured	-	-	-	-	-	-
One-time Restricted grants	-	-	-	-	-	-
Remaining Growth Need	3,150,000	5,050,000	5,950,000	5,250,000	100,000	-
Fundraising for School Building	4,576,528	4,710,495	4,848,414	9,980,804	-	-
Fundraising for Existing School Facilities	760,000	2,400,000	400,000	4,039,797	-	-
Total Fundraised	12,461,528	15,260,495	14,298,414	22,370,602	3,100,000	3,000,000
Net	6,055,847	7,865,279	6,718,112	16,581,898	2,177,994	4,138,674

USDE CSP Budget - Summary - Initiatives

	2014-15	2015-16	2016-17	2017-18	2018-19	Total	% of Award
Strategic Growth Initiative A	\$ 827,657	\$ 758,850	\$ 1,554,203	\$ 1,421,310	\$ 1,059,701	\$ 5,621,720	54%
Strategic Growth Initiative B	\$ 101,200	\$ 426,000	\$ 1,118,520	\$ 759,076	\$ 774,257	\$ 3,179,053	30%
Strategic Growth Initiative C	\$ 109,000	\$ 222,564	\$ 227,015	\$ 231,556	\$ 236,187	\$ 1,026,322	10%
Strategic Growth Initiative D	\$ 110,641	\$ 115,252	\$ 132,120	\$ 129,227	\$ 128,845	\$ 616,085	6%
	\$ 1,148,498	\$ 1,522,665	\$ 3,031,859	\$ 2,541,168	\$ 2,198,990	\$ 10,443,180	
Matching Funds	\$ 287,124	\$ 380,666	\$ 757,965	\$ 635,292	\$ 549,748	\$ 2,610,795	25%

	Seats Added During Grant Period	Seats at Scale	\$3,000 Per Seat Added	Maximum Allowable*	Cost Per Seat Added	Total Requested Per School
Houston, Texas						
Northbrook HS	815	815	\$ 2,445,000	\$ 800,000	\$ 978	\$ 796,988
School #14	595	1,000	\$ 1,785,000	\$ 800,000	\$ 1,312	\$ 780,732
School #15	595	1,000	\$ 1,785,000	\$ 800,000	\$ 1,312	\$ 780,732
Eisenhower HS	346	446	\$ 1,038,000	\$ 800,000	\$ 2,205	\$ 762,942
School #16	315	1,000	\$ 945,000	\$ 800,000	\$ 2,487	\$ 783,459
School #17	315	1,000	\$ 945,000	\$ 800,000	\$ 2,487	\$ 783,459
School #18	160	1,000	\$ 480,000	\$ 480,000	\$ 2,917	\$ 466,704
School #19	160	1,000	\$ 480,000	\$ 480,000	\$ 2,917	\$ 466,704
Memphis, Tennessee						
School #1	599	1,000	\$ 1,797,000	\$ 800,000	\$ 1,335	\$ 799,884
School #2	599	1,000	\$ 1,797,000	\$ 800,000	\$ 1,335	\$ 799,884
School #3	299	1,000	\$ 897,000	\$ 800,000	\$ 2,641	\$ 789,643
School #4	299	1,000	\$ 897,000	\$ 800,000	\$ 2,641	\$ 789,643

*\$800,000 per school or \$3,000 per seat, whichever is less.

USDE CSP Budget - Strategic Growth Initiative A - Open Schools in Houston, TX

Personnel	2014-15			2015-16			2016-17			2017-18			2018-19			TOTAL	
	Position	FTE	Salary	Position	FTE	Salary	Position	FTE	Salary	Position	FTE	Salary	Position	FTE	Salary		
Northbrook HS	School Director	100%	\$ [REDACTED]	School Director	50%	\$ [REDACTED]	Teacher #1 (Grade 10)	100%	\$ [REDACTED]	Teacher #1 (Grade 11)	100%	\$ [REDACTED]	Teacher #1 (Grade 12)	100%	\$ [REDACTED]	\$ [REDACTED]	
				Teacher #1 (Grade 9)	100%	\$ [REDACTED]	Teacher #2 (Grade 10)	100%	\$ [REDACTED]	Teacher #2 (Grade 11)	100%	\$ [REDACTED]	Teacher #2 (Grade 12)	100%	\$ [REDACTED]	\$ [REDACTED]	
				Teacher #2 (Grade 9)	100%	\$ [REDACTED]										\$ [REDACTED]	
School #14	School Director	100%	\$ [REDACTED]	School Director	50%	\$ [REDACTED]	Teacher #1 (Grade 7)	100%	\$ [REDACTED]	Teacher #1 (Grade 8)	100%	\$ [REDACTED]	Teacher #1 (Grade 9)	100%	\$ [REDACTED]	\$ [REDACTED]	
				Teacher #1 (Grade 6)	100%	\$ [REDACTED]	Teacher #2 (Grade 7)	100%	\$ [REDACTED]	Teacher #2 (Grade 8)	100%	\$ [REDACTED]	Teacher #2 (Grade 9)	100%	\$ [REDACTED]	\$ [REDACTED]	
				Teacher #2 (Grade 6)	100%	\$ [REDACTED]										\$ [REDACTED]	
School #15	School Director	100%	\$ [REDACTED]0	School Director	50%	\$ [REDACTED]	Teacher #1 (Grade 7)	100%	\$ [REDACTED]	Teacher #1 (Grade 8)	100%	\$ [REDACTED]	Teacher #1 (Grade 9)	100%	\$ [REDACTED]	\$ [REDACTED]	
				Teacher #1 (Grade 6)	100%	\$ [REDACTED]	Teacher #2 (Grade 7)	100%	\$ [REDACTED]	Teacher #2 (Grade 8)	100%	\$ [REDACTED]	Teacher #2 (Grade 9)	100%	\$ [REDACTED]	\$ [REDACTED]	
				Teacher #2 (Grade 6)	100%	\$ [REDACTED]										\$ [REDACTED]	
Eisenhower HS				School Director	100%	\$ [REDACTED]	School Director	50%	\$ [REDACTED]	Teacher #1 (Grade 10)	100%	\$ [REDACTED]	Teacher #1 (Grade 11)	100%	\$ [REDACTED]	\$ [REDACTED]	
							Teacher #1 (Grade 9)	100%	\$ [REDACTED]	Teacher #2 (Grade 10)	100%	\$ [REDACTED]	Teacher #2 (Grade 11)	100%	\$ [REDACTED]	\$ [REDACTED]	
							Teacher #2 (Grade 9)	100%	\$ [REDACTED]	Teacher #3 (Grade 10)	100%	\$ [REDACTED]	Teacher #3 (Grade 11)	100%	\$ [REDACTED]	\$ [REDACTED]	
School #16							Teacher #3 (Grade 9)	100%	\$ [REDACTED]							\$ [REDACTED]	
									School Director	100%	\$ [REDACTED]	School Director	50%	\$ [REDACTED]	Teacher #1 (Grade 7)	100%	\$ [REDACTED]
									Teacher #1 (Grade 6)	100%	\$ [REDACTED]	Teacher #2 (Grade 7)	100%	\$ [REDACTED]	\$ [REDACTED]		
School #17									Teacher #2 (Grade 6)	100%	\$ [REDACTED]					\$ [REDACTED]	
												Teacher #1 (Grade 7)	100%	\$ [REDACTED]	\$ [REDACTED]		
												Teacher #2 (Grade 7)	100%	\$ [REDACTED]	\$ [REDACTED]		
School #18															\$ [REDACTED]		
												School Director	50%	\$ [REDACTED]	\$ [REDACTED]		
												Teacher #1 (Grade 6)	100%	\$ [REDACTED]	\$ [REDACTED]		
School #19												Teacher #2 (Grade 6)	100%	\$ [REDACTED]	\$ [REDACTED]		
															\$ [REDACTED]		
												School Director	50%	\$ [REDACTED]	\$ [REDACTED]		
												Teacher #1 (Grade 6)	100%	\$ [REDACTED]	\$ [REDACTED]		
												Teacher #2 (Grade 6)	100%	\$ [REDACTED]	\$ [REDACTED]		
Total:		\$ [REDACTED]		\$ [REDACTED]		\$ [REDACTED]		\$ [REDACTED]		\$ [REDACTED]		\$ [REDACTED]		\$ [REDACTED]	\$ [REDACTED]		
Fringe Benefits																	
10.0%																	
Total:		\$ [REDACTED]		\$ [REDACTED]		\$ [REDACTED]		\$ [REDACTED]		\$ [REDACTED]		\$ [REDACTED]		\$ [REDACTED]	\$ [REDACTED]		
Equipment																	
Northbrook HS	Mobile laptop lab (2 qty)		\$ 76,000													\$ 76,000	
	Data cabling		\$ 40,000													\$ 40,000	
																\$ 116,000	
School #14	Mobile laptop lab		\$ 38,000													\$ 38,000	
	Data cabling		\$ 40,000													\$ 40,000	
	Computer lab desktop		\$ 22,000													\$ 22,000	
	Lab furniture		\$ 15,000													\$ 15,000	
	Classroom projectors (45 qty)		\$ 81,000													\$ 81,000	
																\$ 196,000	
School #15	Mobile laptop lab		\$ 38,000													\$ 38,000	

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	Data cabling	\$	40,000					\$	40,000
	Computer lab desktop	\$	22,000					\$	22,000
	Lab furniture	\$	15,000					\$	15,000
	Classroom projectors (45 qty)	\$	81,000					\$	81,000
								\$	196,000
Eisenhower HS	Mobile laptop lab (2 qty)	\$	76,000					\$	76,000
	Data cabling	\$	40,000					\$	40,000
								\$	116,000
School #16	Mobile laptop lab	\$	38,000					\$	38,000
	Data cabling	\$	40,000					\$	40,000
	Computer lab desktop	\$	22,000					\$	22,000
	Lab furniture	\$	15,000					\$	15,000
	Classroom projectors (45 qty)	\$	81,000					\$	81,000
	Classroom furniture (42 qty)	\$	210,000					\$	210,000
								\$	406,000
School #17	Mobile laptop lab	\$	38,000					\$	38,000
	Data cabling	\$	40,000					\$	40,000
	Computer lab desktop	\$	22,000					\$	22,000
	Lab furniture	\$	15,000					\$	15,000
	Classroom projectors (45 qty)	\$	81,000					\$	81,000
	Classroom furniture (42 qty)	\$	210,000					\$	210,000
								\$	406,000
School #18	Mobile laptop lab	\$	38,000					\$	38,000
	Data cabling	\$	40,000					\$	40,000
	Computer lab desktop	\$	22,000					\$	22,000
	Lab furniture	\$	15,000					\$	15,000
	Classroom projectors (45 qty)	\$	81,000					\$	81,000
								\$	196,000
School #19	Mobile laptop lab	\$	38,000					\$	38,000
	Data cabling	\$	40,000					\$	40,000
	Computer lab desktop	\$	22,000					\$	22,000
	Lab furniture	\$	15,000					\$	15,000
	Classroom projectors (45 qty)	\$	81,000					\$	81,000
								\$	196,000
Total:									
Total Direct Costs									

USDE CSP Budget - Strategic Growth Initiative B - Open Schools in Memphis, TN

Personnel	2014-15			2015-16			2016-17			2017-18			2018-19			TOTAL
	Position	FTE	Salary	Position	FTE	Salary	Position	FTE	Salary	Position	FTE	Salary	Position	FTE	Salary	
School #1	School Psychology Specialist	100%	\$ █████	School Psychology Specialist	100%	\$ █████	School Psychology Specialist	100%	\$ █████	School Psychology Specialist	100%	\$ █████	School Psychology Specialist	100%	\$ █████	\$ █████
	Special Education Specialist	100%	\$ █████	Special Education Specialist	100%	\$ █████	Special Education Specialist	100%	\$ █████	Special Education Specialist	100%	\$ █████	Special Education Specialist	100%	\$ █████	\$ █████
	Learning Lab Specialist	100%	\$ █████	Learning Lab Specialist	100%	\$ █████	Learning Lab Specialist	100%	\$ █████				Learning Lab Specialist	100%	\$ █████	\$ █████
School #2	School Psychology Specialist	100%	\$ █████	School Psychology Specialist	100%	\$ █████	School Psychology Specialist	100%	\$ █████	School Psychology Specialist	100%	\$ █████	School Psychology Specialist	100%	\$ █████	\$ █████
	Special Education Specialist	100%	\$ █████	Special Education Specialist	100%	\$ █████	Special Education Specialist	100%	\$ █████	Special Education Specialist	100%	\$ █████	Special Education Specialist	100%	\$ █████	\$ █████
	Learning Lab Specialist	100%	\$ █████	Learning Lab Specialist	100%	\$ █████	Learning Lab Specialist	100%	\$ █████				Learning Lab Specialist	100%	\$ █████	\$ █████
School #3										School Psychology Specialist	100%	\$ █████	School Psychology Specialist	100%	\$ █████	\$ █████
										Special Education Specialist	100%	\$ █████	Special Education Specialist	100%	\$ █████	\$ █████
										Learning Lab Specialist	100%	\$ █████	Learning Lab Specialist	100%	\$ █████	\$ █████
School #4										School Psychology Specialist	100%	\$ █████	School Psychology Specialist	100%	\$ █████	\$ █████
										Special Education Specialist	100%	\$ █████	Special Education Specialist	100%	\$ █████	\$ █████
										Learning Lab Specialist	100%	\$ █████	Learning Lab Specialist	100%	\$ █████	\$ █████
Total:		\$ -		\$ █████		\$ █████		\$ █████		\$ █████		\$ █████		\$ █████		\$ █████
Fringe Benefits																
20.0%																
Total:		\$ -		\$ █████		\$ █████		\$ █████		\$ █████		\$ █████		\$ █████		\$ █████
Equipment																
School #1	Mobile laptop lab		\$ 38,000													\$ 38,000
	Classroom projectors (7 qty)		\$ 12,600													\$ 12,600
																\$ 50,600
School #2	Mobile laptop lab		\$ 38,000													\$ 38,000
	Classroom projectors (7 qty)		\$ 12,600													\$ 12,600
																\$ 50,600
School #3							Mobile laptop lab (2 qty)	\$ 76,000								\$ 76,000
							Classroom projectors (45 qty)	\$ 81,000								\$ 81,000
							SMART boards (45 qty)	\$ 135,000								\$ 135,000
							Miscellaneous technology	\$ 50,000								\$ 50,000
																\$ 342,000
School #4							Mobile laptop lab (2 qty)	\$ 76,000								\$ 76,000
							Classroom projectors (45 qty)	\$ 81,000								\$ 81,000
							SMART boards (45 qty)	\$ 135,000								\$ 135,000
							Miscellaneous technology	\$ 50,000								\$ 50,000
																\$ 342,000
Total:		\$ █████		\$ █████		\$ █████		\$ █████		\$ █████		\$ █████		\$ █████		\$ █████
Total Direct Costs		\$ █████		\$ █████		\$ █████		\$ █████		\$ █████		\$ █████		\$ █████		\$ █████

USDE CSP Budget - Strategic Growth Initiative C - Professional Development and Curriculum Development

		2014-15		2015-16		2016-17		2017-18		2018-19		TOTAL	
Personnel	Position	FTE	Salary	Position	FTE	Salary	Position	FTE	Salary	Position	FTE	Salary	
Memphis, TN	Instructional Devel. Dir.	100%	\$ █	Instructional Devel. Dir.	100%	\$ █	Instructional Devel. Dir.	100%	\$ █	Instructional Devel. Dir.	100%	\$ █	
Houston, TX	Instructional Coach			Instructional Coach	100%	\$ █	Instructional Coach	100%	\$ █	Instructional Coach	100%	\$ █	
Houston, TX	Instructional Coach			Instructional Coach	100%	\$ █	Instructional Coach	100%	\$ █	Instructional Coach	100%	\$ █	
Total:			\$ █		█	█		█	█		█	█	█
Fringe Benefits													
20.0%	Memphis personnel		\$ █	Memphis personnel		\$ █	Memphis personnel		\$ █	Memphis personnel		\$ █	
10.0%	Houston personnel		\$ -	Houston personnel		\$ █	Houston personnel		\$ █	Houston personnel		\$ █	
Total:			\$ █		█	█		█	█		█	█	█
Equipment													
Houston, TX	Video conference system		\$ 16,000										
	Projectors (5 qty)		\$ 9,000										
Total:			\$ █		█	█		█	█		█	█	█
Total Direct Cost:			\$ █		█	█		█	█		█	█	█

USDE CSP Budget - Strategic Growth Initiative D - Oversight & Management and Evaluation

	2014-15			2015-16			2016-17			2017-18			2018-19			TOTAL
Personnel	Position	FTE	Salary													
CSP Project Dir.	V.P. of Ops. & Growth	50%	\$ [REDACTED]	V.P. of Ops. & Growth	50%	\$ [REDACTED]	V.P. of Ops. & Growth	50%	\$ [REDACTED]	V.P. of Ops. & Growth	50%	\$ [REDACTED]	V.P. of Ops. & Growth	50%	\$ [REDACTED]	
Total:			\$ [REDACTED]													
Fringe Benefits																
10.0%																
Total:			\$ [REDACTED]													
Travel																
	Annual CSP Conference (3 staff)		\$ 3,900	Annual CSP Conference (3 staff)		\$ 3,900	Annual CSP Conference (3 staff)		\$ 3,900	Annual CSP Conference (3 staff)		\$ 3,900	Annual CSP Conference (3 staff)		\$ 3,900	
Total:			\$ 3,900			\$ 3,900			\$ 3,900			\$ 3,900			\$ 3,900	\$ 19,500
Contractual																
	Waits Consulting Grp. (evaluation)		\$ 11,371	Waits Consulting Grp. (evaluation)		\$ 14,074	Waits Consulting Grp. (evaluation)		\$ 28,997	Waits Consulting Grp. (evaluation)		\$ 24,119	Waits Consulting Grp. (evaluation)		\$ 21,713	
Total:			\$ 11,371			\$ 14,074			\$ 28,997			\$ 24,119			\$ 21,713	\$ 100,275
Total Direct Costs			\$ [REDACTED]	\$ [REDACTED]												

USDE CSP Budget - Matching Funds

	2014-15			2015-16			2016-17			2017-18			2018-19			TOTAL
Personnel	Position	FTE	Salary													
Operating costs	Support staff	100%	\$ [REDACTED]													
Total Direct Costs			[REDACTED]	[REDACTED]												

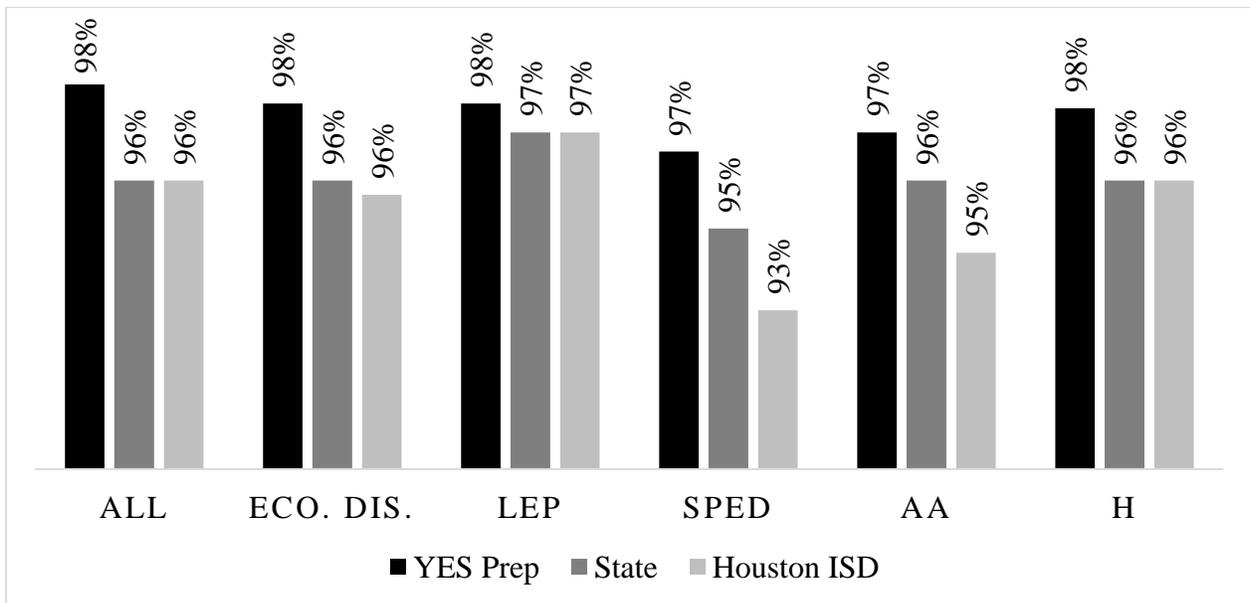
OTHER ATTACHMENTS: STUDENT ACADEMIC ACHIEVEMENT

YES Prep Public Schools, Inc. (YES Prep) has provided charts and graphs to demonstrate our student academic achievement and attainment for the district and our individual schools. Whenever possible, we have provided three years of data and compared ourselves to the state and Houston ISD – the largest public school district in Houston that 72% of our students are zoned to attend. We have relied upon data that was reported to the Texas Education Agency (TEA) and is publicly available online.

Attendance

Attendance rates are based on student attendance for the entire school year. The TEA has reported attendance rates for the state and other districts only through the 2011-12 school year. YES Prep has provided our rates for the 2012-13 and 2013-14 school years.

2011-12 Attendance Rates – All Students and Subgroups



YES Prep Attendance Rates – All Students and Economically Disadvantaged

	All Students			Economically Dis. Students		
	2011-12	2012-13	2013-14	2011-12	2012-13	2013-14
District	98%	98%	97%	98%	97%	97%
YES Prep SE	98%	98%	97%	98%	99%	97%
YES Prep NC	97%	98%	97%	97%	97%	96%
YES Prep SW	97%	97%	97%	98%	99%	97%
YES Prep EE	98%	98%	97%	98%	97%	97%
YES Prep GU	97%	97%	97%	97%	94%	97%
YES Prep WE	98%	98%	98%	98%	97%	97%
YES Prep BO	97%	98%	97%	98%	96%	97%
YES Prep NF	96%	97%	96%	96%	91%	95%
YES Prep NS	98%	99%	97%	99%	98%	97%
YES Prep FW	98%	98%	97%	98%	99%	98%
YES Prep NB	Not open	98%	97%	Not open	Not avail.	Not avail.
YES Prep WO	Not open	Not open	97%	Not open	Not open	97%
YES Prep HF	Not open	Not open	97%	Not open	Not open	Not avail.

YES Prep Attendance Rates – LEP and Special Education

	Limited English Proficiency			Special Education		
	2011-12	2012-13	2013-14	2011-12	2012-13	2013-14
District	97%	97%	97%	97%	96%	96%
YES Prep SE	97%	97%	96%	97%	97%	97%
YES Prep NC	98%	96%	97%	97%	96%	95%
YES Prep SW	98%	97%	98%	96%	97%	96%
YES Prep EE	97%	98%	98%	97%	96%	96%
YES Prep GU	99%	97%	97%	97%	96%	96%
YES Prep WE	98%	98%	98%	96%	97%	96%
YES Prep BO	97%	97%	97%	96%	94%	96%
YES Prep NF	98%	97%	97%	95%	93%	95%
YES Prep NS	96%	98%	97%	97%	97%	96%
YES Prep FW	97%	97%	97%	96%	97%	97%
YES Prep NB	Not open	97%	97%	Not open	Not avail.	99%
YES Prep WO	Not open	Not open	98%	Not open	Not open	96%
YES Prep HF	Not open	Not open	98%	Not open	Not open	92%

YES Prep Attendance Rates – African American and Hispanic

	African American			Hispanic		
	2011-12	2012-13	2013-14	2011-12	2012-13	2013-14
District	97%	97%	96%	98%	97%	97%
YES Prep SE	97%	98%	96%	97%	98%	97%
YES Prep NC	97%	96%	96%	98%	97%	97%
YES Prep SW	97%	97%	97%	98%	97%	97%
YES Prep EE	96%	97%	95%	97%	97%	97%
YES Prep GU	97%	96%	96%	98%	97%	97%
YES Prep WE	97%	98%	97%	98%	98%	98%
YES Prep BO	97%	97%	97%	97%	98%	97%
YES Prep NF	95%	96%	95%	98%	97%	96%
YES Prep NS	98%	97%	96%	98%	98%	97%
YES Prep FW	98%	96%	97%	98%	97%	97%
YES Prep NB	Not open	96%	95%	Not open	98%	97%
YES Prep WO	Not open	Not open	95%	Not open	Not open	98%
YES Prep HF	Not open	Not open	96%	Not open	Not open	98%

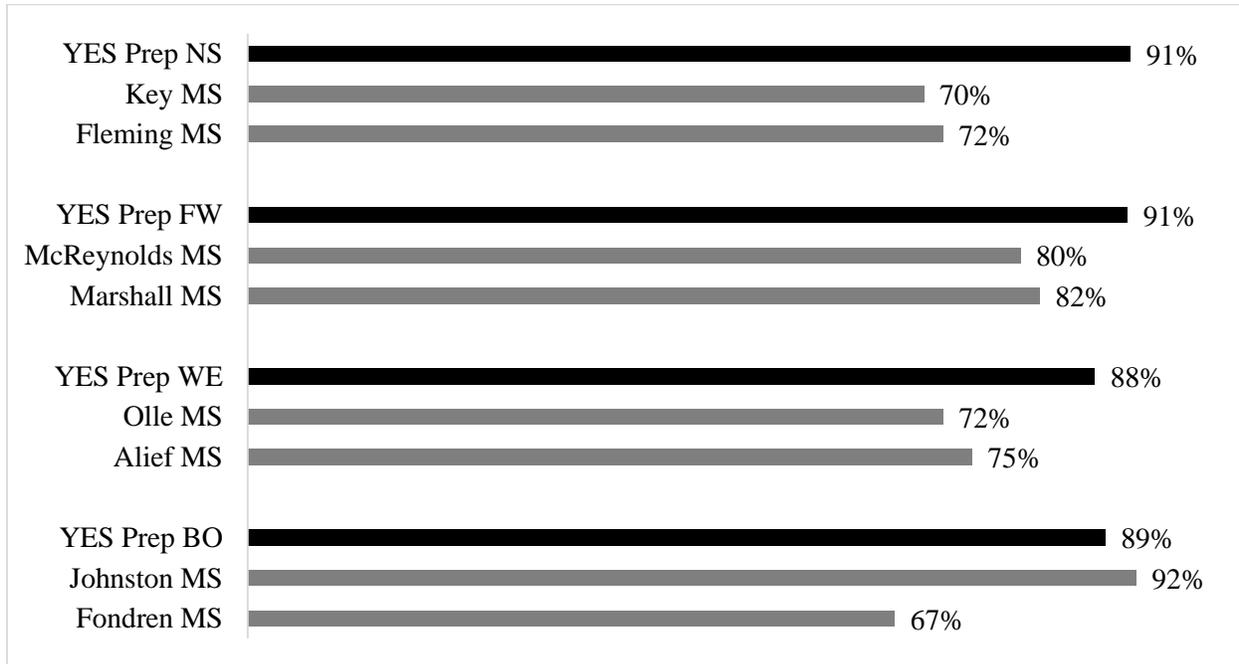
Attrition

The TEA has reported rates only through the 2011-12 school year; also, rates are not available for subgroups or the state. YES Prep has provided our rates for the 2012-13 school year, which are based on fall to fall student enrollment.

The graphs on the next page compare YES Prep’s schools to their alternatives. Our schools are located in the same neighborhoods as these alternatives and serve similar student populations, yet our attrition rates are significantly better.

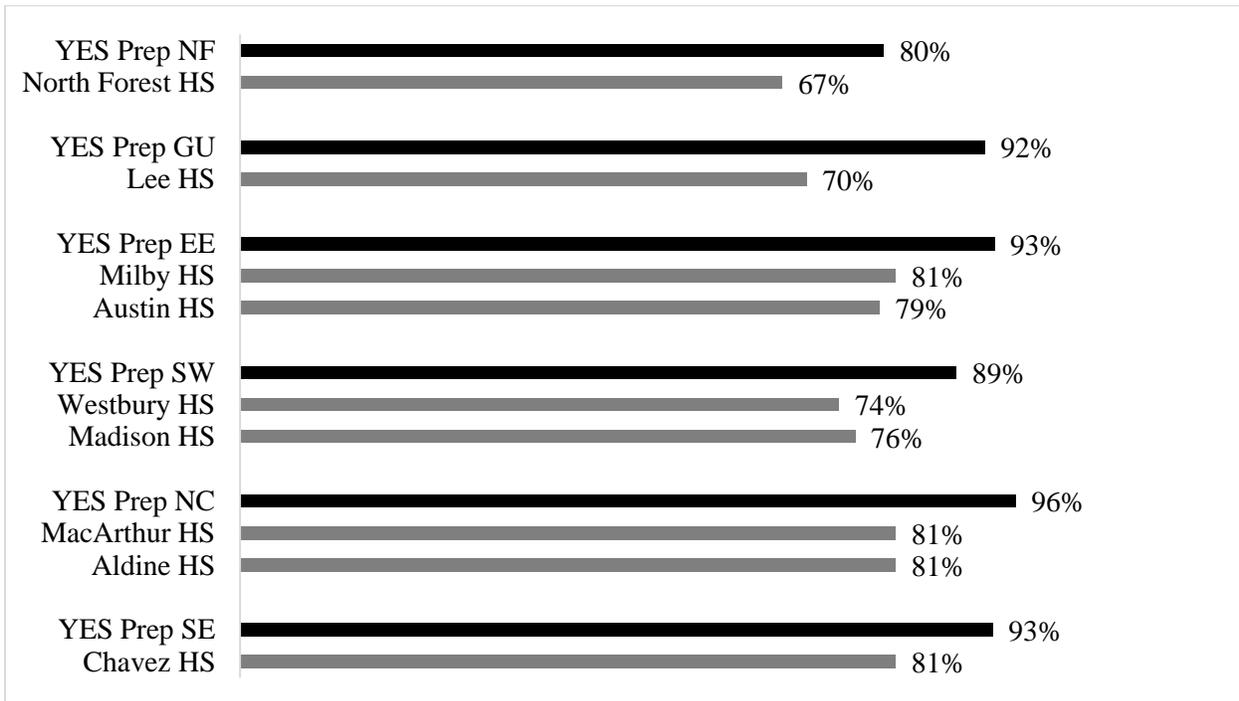
Middle School Attrition / Mobility Rates – All Students

Comparison to Zoned Middle Schools



High School Attrition / Mobility Rates – All Students

Comparison to Zoned High Schools



Attrition / Mobility Rates – All Students and Limited English Proficiency

	All Students			Limited English Proficiency		
	2010-11	2011-12	2012-13	2010-11	2011-12	2012-13
Houston ISD	80%	80%	Not avail.	Not avail.	Not avail.	Not avail.
YES Prep	89%	91%	90%	88%	92%	92%
YES Prep SE	93%	93%	94%	87%	100%	100%
YES Prep NC	90%	96%	95%	89%	94%	99%
YES Prep SW	88%	89%	92%	84%	88%	95%
YES Prep EE	88%	93%	90%	86%	93%	87%
YES Prep GU	90%	92%	92%	93%	89%	91%
YES Prep WE	90%	88%	90%	92%	90%	94%
YES Prep BO	84%	89%	85%	79%	91%	89%
YES Prep NF	82%	80%	80%	94%	91%	85%
YES Prep NS	Not open	91%	92%	Not open	100%	88%
YES Prep FW	Not open	91%	89%	Not open	100%	96%
YES Prep NB	Not open	Not open	85%	Not open	Not open	93%
YES Prep WO	Not open	Not open	Not open	Not open	Not open	Not open
YES Prep HF	Not open	Not open	Not open	Not open	Not open	Not open

Attrition / Mobility Rates – African American and Hispanic

	African American			Hispanic		
	2010-11	2011-12	2012-13	2010-11	2011-12	2012-13
Houston ISD	Not avail.	Not avail.	Not avail.	91%	93%	92%
YES Prep	80%	81%	80%	Not avail.	Not avail.	95%
YES Prep SE	Not avail.	Not avail.	88%	Not avail.	Not avail.	96%
YES Prep NC	Not avail.	Not avail.	70%	Not avail.	Not avail.	94%
YES Prep SW	Not avail.	Not avail.	81%	Not avail.	Not avail.	90%
YES Prep EE	Not avail.	Not avail.	87%	Not avail.	Not avail.	93%
YES Prep GU	Not avail.	Not avail.	84%	Not avail.	Not avail.	93%
YES Prep WE	Not avail.	Not avail.	83%	Not avail.	Not avail.	87%
YES Prep BO	Not avail.	Not avail.	81%	Not avail.	Not avail.	83%
YES Prep NF	Not avail.	Not avail.	76%	Not avail.	Not avail.	93%
YES Prep NS	Not open	Not avail.	86%	Not open	Not avail.	90%
YES Prep FW	Not open	Not avail.	83%	Not open	Not avail.	88%
YES Prep NB	Not open	Not open	70%	Not open	Not open	95%
YES Prep WO	Not open	Not open	Not open	Not open	Not open	Not open
YES Prep HF	Not open	Not open	Not open	Not open	Not open	Not open

Attrition / Mobility Rates – Special Education

	2010-11	2011-12	2012-13
Houston ISD	Not avail.	Not avail.	Not avail.
YES Prep	85%	85%	86%
YES Prep SE	92%	86%	93%
YES Prep NC	93%	90%	92%
YES Prep SW	80%	85%	90%
YES Prep EE	90%	90%	86%
YES Prep GU	82%	93%	87%
YES Prep WE	89%	80%	89%
YES Prep BO	79%	86%	84%
YES Prep NF	69%	65%	74%
YES Prep NS	Not open	82%	85%
YES Prep FW	Not open	100%	83%
YES Prep NB	Not open	Not open	Not avail.
YES Prep WO	Not open	Not open	Not open
YES Prep HF	Not open	Not open	Not open

Retention

The following are the most recent retention data available from the TEA, which reports retention rates up to Grade 8 and for only one subgroup, special education. Our retention rates are higher because our students are not promoted to the next grade level until they make significant gains, which may require repeating a grade level. The majority of sixth graders enter YES Prep performing below grade-level – some more than two or more grade levels below. YES Prep provides students with the time they need to close the achievement gap.

YES Prep Retention Rates – All Students and Special Education

	All Students			Special Education Students		
	2009-10	2010-11	2011-12	2009-10	2010-11	2011-12
GRADE 6						
State	0.7%	0.7%	0.6%	1.2%	1.0%	1.0%
Houston ISD	1.8%	2.0%	1.1%	2.1%	1.8%	1.7%
YES Prep	6.1%	6.2%	4.7%	6.6%	6.5%	8.3%
YES Prep SE	10.0%	3.4%	1.9%	0.0%	0.0%	0.0%
YES Prep NC	7.2%	9.3%	4.5%	9.1%	16.7%	28.6%
YES Prep SW	6.8%	15.1%	14.1%	21.4%	0.0%	0.0%
YES Prep EE	4.3%	9.0%	4.1%	0.0%	0.0%	0.0%

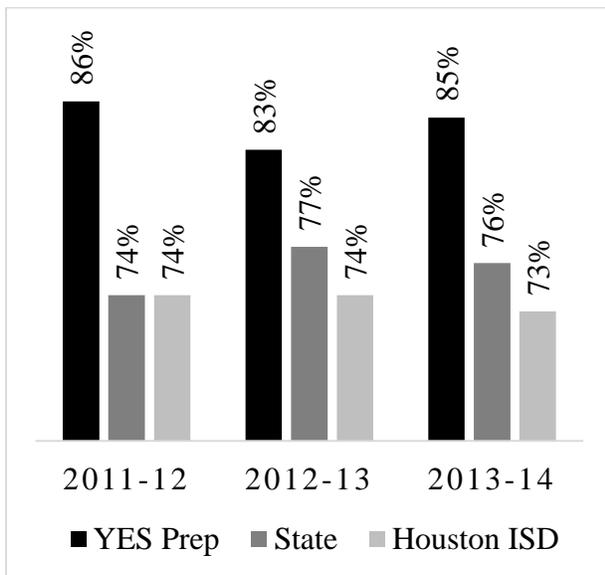
YES Prep GU	7.1%	0.7%	3.4%	0.0%	0.0%	0.0%
YES Prep WE	0.8%	1.6%	1.5%	0.0%	22.2%	12.5%
YES Prep BO	6.3%	5.2%	2.3%	0.0%	6.7%	0.0%
YES Prep NF	Not open	11.2%	9.4%	Not open	33.3%	20.0%
YES Prep NS	Not open	Not open	4.1%	Not open	Not open	0.0%
YES Prep FW	Not open	Not open	7.6%	Not open	Not open	37.5%
YES Prep NB	Not open	Not open	Not open	Not open	Not open	Not open
YES Prep WO	Not open	Not open	Not open	Not open	Not open	Not open
YES Prep HF	Not open	Not open	Not open	Not open	Not open	Not open
	GRADE 7					
State	1.0%	1.0%	1.0%	1.4%	1.2%	1.4%
Houston ISD	2.3%	2.1%	1.9%	2.1%	1.9%	1.3%
YES Prep	10.2%	5.4%	3.6%	15.8%	11.4%	1.6%
YES Prep SE	4.6%	2.9%	1.4%	0.0%	0.0%	0.0%
YES Prep NC	13.1%	6.8%	5.6%	16.7%	15.4%	0.0%
YES Prep SW	6.5%	5.0%	4.2%	33.3%	16.7%	0.0%
YES Prep EE	9.6%	6.6%	1.6%	20.0%	16.7%	0.0%
YES Prep GU	15.8%	3.8%	6.4%	12.5%	0.0%	12.5%
YES Prep WE	Grade NA	4.3%	0.0%	Grade NA	33.3%	0.0%
YES Prep BO	Grade NA	9.3%	5.7%	Grade NA	0.0%	0.0%
YES Prep NF	Not open	Grade NA	12.7%	Not open	Grade NA	33.3%
YES Prep NS	Not open	Not open	Grade NA	Not open	Not open	Grade NA
YES Prep FW	Not open	Not open	Grade NA	Not open	Not open	Grade NA
YES Prep NB	Not open	Not open	Not open	Not open	Not open	Not open
YES Prep WO	Not open	Not open	Not open	Not open	Not open	Not open
YES Prep HF	Not open	Not open	Not open	Not open	Not open	Not open
	GRADE 8					
State	1.2%	1.1%	0.7%	2.1%	1.8%	1.5%
Houston ISD	1.7%	1.1%	0.8%	2.3%	1.5%	1.6%
YES Prep	1.9%	4.8%	0.9%	14.3%	0.0%	2.0%
YES Prep SE	0.9%	4.7%	0.0%	33.3%	0.0%	0.0%
YES Prep NC	2.6%	7.3%	0.0%	14.3%	0.0%	0.0%
YES Prep SW	2.0%	4.7%	0.9%	0.0%	0.0%	0.0%
YES Prep EE	3.6%	0.0%	1.6%	0.0%	0.0%	0.0%
YES Prep GU	0.0%	NA	0.8%	16.7%	0.0%	7.7%
YES Prep WE	Grade NA	Grade NA	0.0%	Grade NA	Grade NA	0.0%
YES Prep BO	Grade NA	Grade NA	3.4%	Grade NA	Grade NA	0.0%
YES Prep NF	Not open	Grade NA	Grade NA	Not open	Grade NA	Grade NA
YES Prep NS	Not open	Not open	Grade NA	Not open	Not open	Grade NA
YES Prep FW	Not open	Not open	Grade NA	Not open	Not open	Grade NA
YES Prep NB	Not open	Not open	Not open	Not open	Not open	Not open
YES Prep WO	Not open	Not open	Not open	Not open	Not open	Not open
YES Prep HF	Not open	Not open	Not open	Not open	Not open	Not open

State of Texas Assessments of Academic Readiness (STAAR)

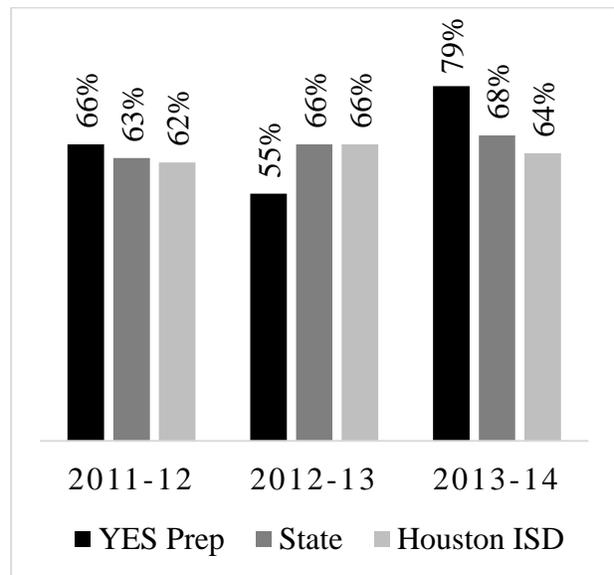
In Spring 2012, the State of Texas Assessments of Academic Readiness (STAAR) replaced the Texas Assessment of Knowledge and Skills (TAKS) as Texas' required standardized test. The STAAR for elementary and middle school includes annual assessments for Grades 3-8 in reading and mathematics, Grades 4 and 7 in writing, Grades 5 and 8 in science, and Grade 8 in social studies.

The following graphs highlight some of our results; complete results are available at the end of this attachment.

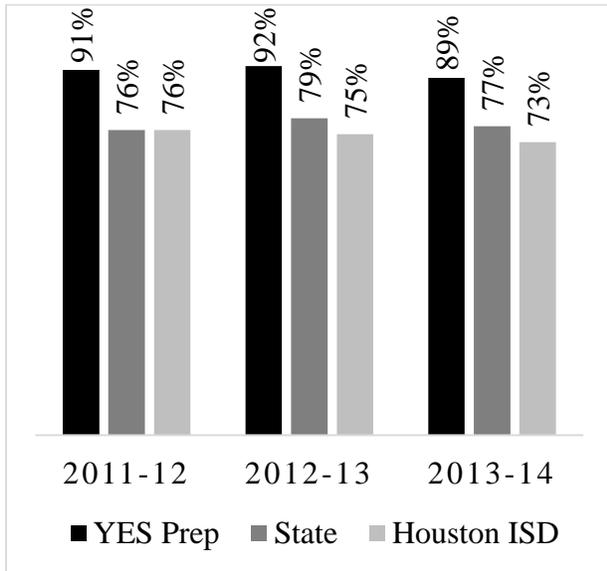
Grade 8 Reading – African American



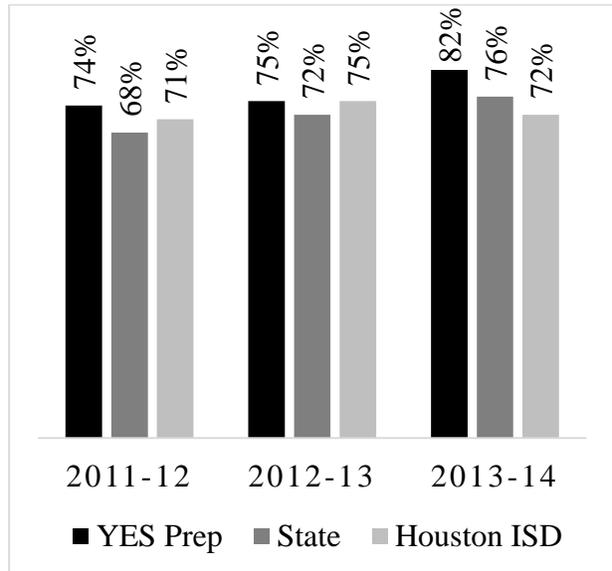
Grade 8 Math – African American



Grade 8 Reading – Hispanic

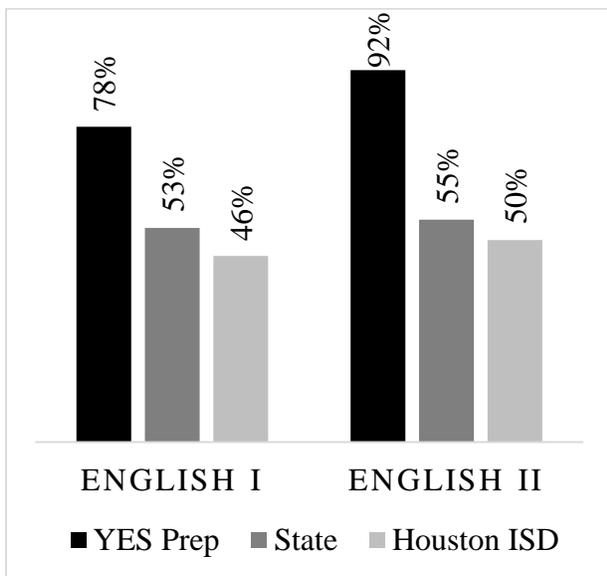


Grade 8 Math – Hispanic

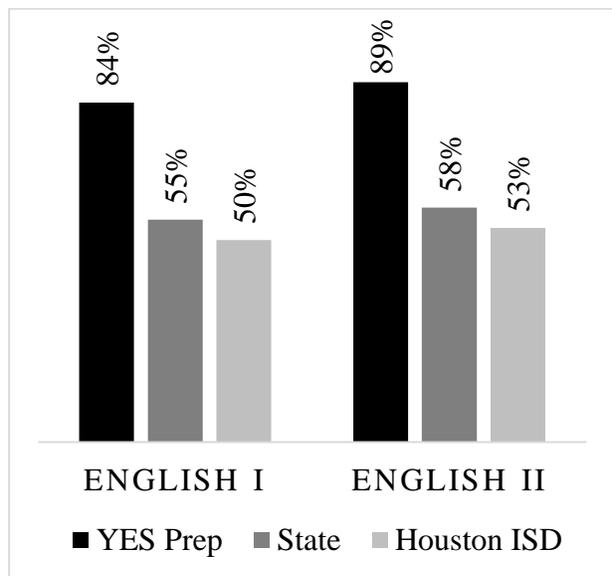


The STAAR for high school includes end-of-course assessments in multiple subjects, some of which have been phased-in and phased-out. YES Prep has provided STAAR data for the years and subjects available. Again, complete results are available near the end of this attachment.

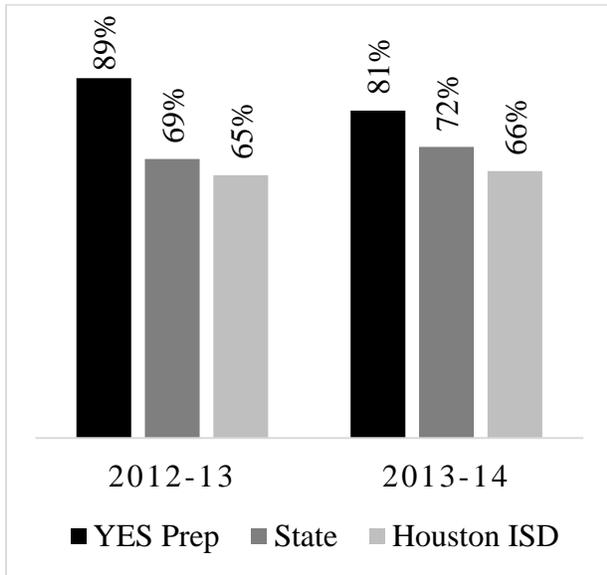
2013-14 EOC English – African American



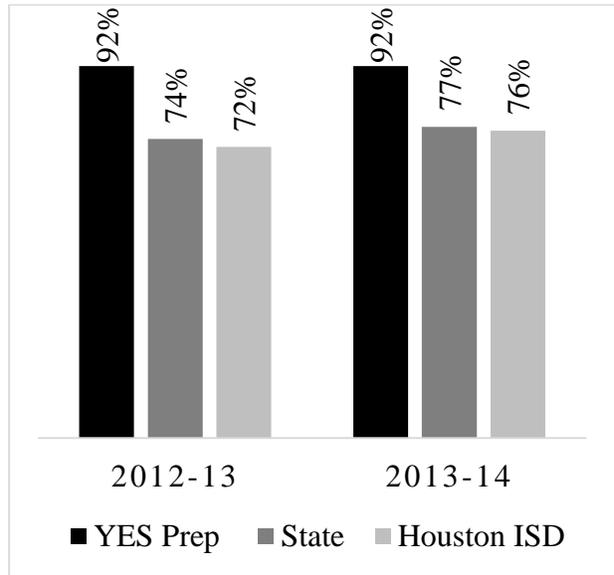
2013-14 EOC English – Hispanic



2013-14 EOC Algebra I – African American

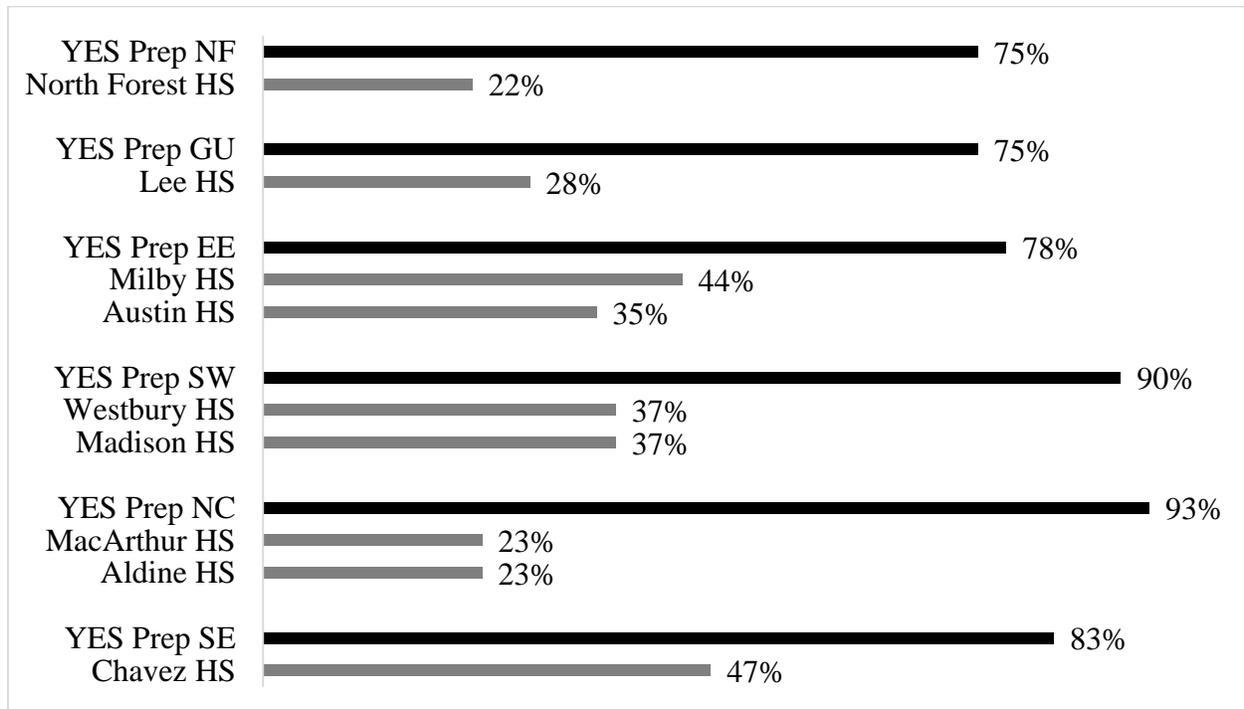


2013-14 EOC Algebra I – Hispanic



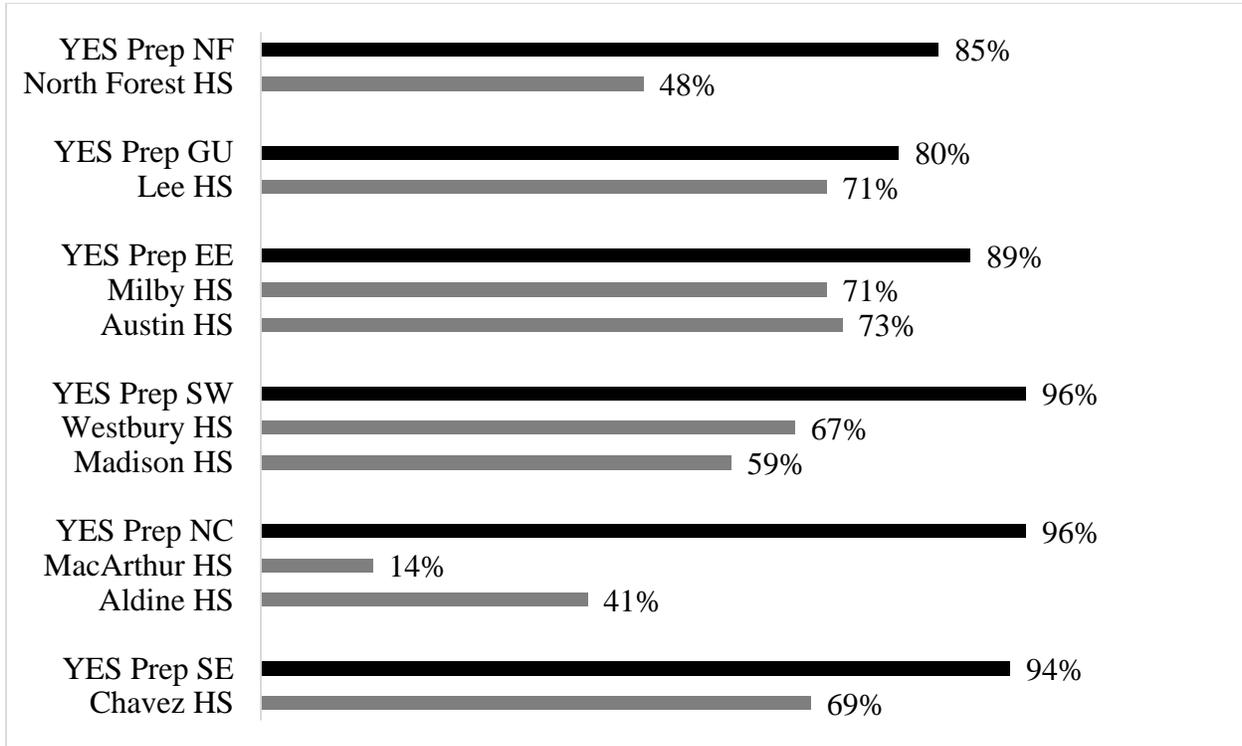
2013-14 EOC English I – Economically Disadvantaged

Comparison to Zoned High Schools



2013-14 EOC Algebra I – Hispanic

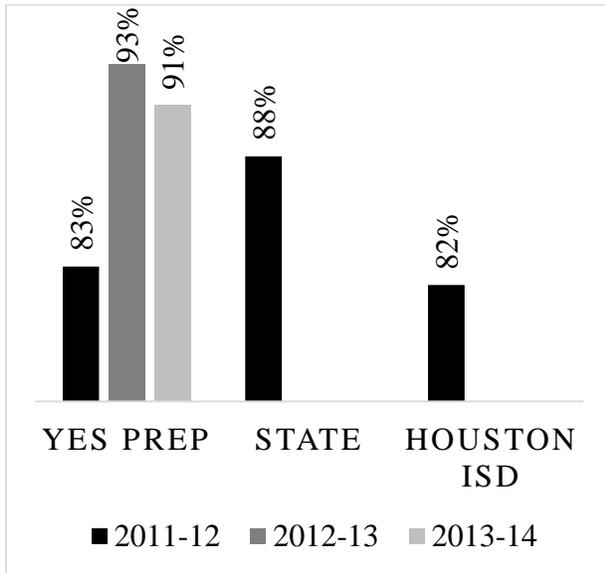
Comparison to Zoned High Schools



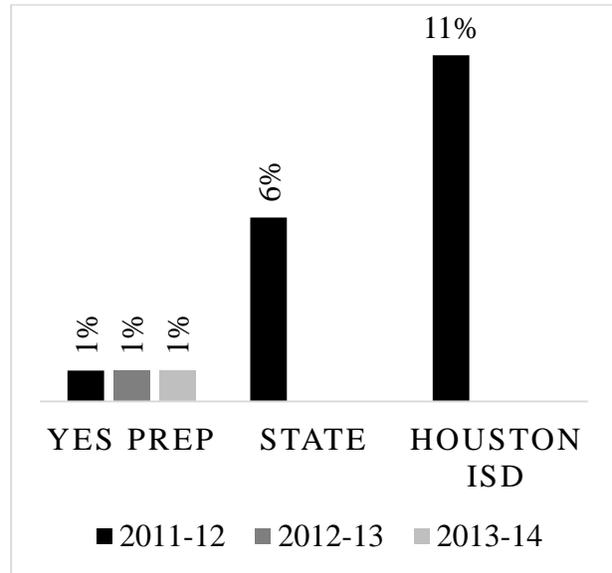
High School Graduation

YES Prep has maintained a one percent high school dropout rate, and our graduation rate has remained in the 90th percentile despite us increasing the number of fully grown out schools every year. In 2011-12, two of our schools graduated senior classes; in 2012-13, that number rose to four; and in 2013-14, it rose again to six.

Graduation Rates – All Students



Dropout Rates – All Students



High School Graduation Rates – All Students

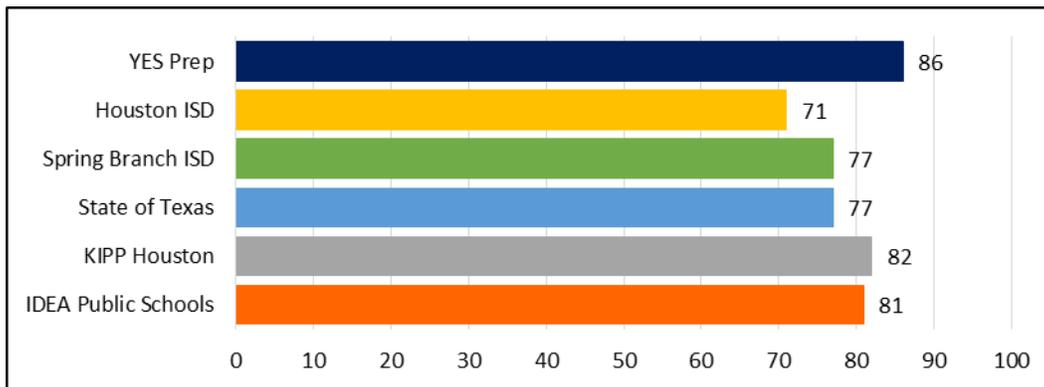
	Graduated			Dropped Out		
	2011-12	2012-13	2013-14	2011-12	2012-13	2013-14
State	88%	Not avail.	Not avail.	6%	Not avail.	Not avail.
Houston ISD	82%	Not avail.	Not avail.	11%	Not avail.	Not avail.
YES Prep	83%	93%	91%	1%	1%	1%
YES Prep SE	91%	90%	91%	0%	1%	2%
YES Prep NC	79%	96%	93%	3%	0%	2%
YES Prep SW	Grade NA	97%	89%	Grade NA	2%	0%
YES Prep EE	Grade NA	89%	90%	Grade NA	0%	2%
YES Prep GU	Grade NA	Grade NA	93%	Grade NA	Grade NA	0%
YES Prep WE	Grade NA	Grade NA	Grade NA	Grade NA	Grade NA	Grade NA
YES Prep BO	Grade NA	Grade NA	Grade NA	Grade NA	Grade NA	Grade NA
YES Prep NF	Grade NA	Grade NA	82%	Grade NA	Grade NA	0%
YES Prep NS	Grade NA	Grade NA	Grade NA	Grade NA	Grade NA	Grade NA
YES Prep FW	Grade NA	Grade NA	Grade NA	Grade NA	Grade NA	Grade NA
YES Prep NB	Not open	Grade NA	Grade NA	Not open	Grade NA	Grade NA
YES Prep WO	Not open	Not open	Grade NA	Not open	Not open	Grade NA
YES Prep HF	Not open	Not open	Grade NA	Not open	Not open	Grade NA

State Student Achievement Performance Index

Student Achievement and Standardized Test Scores

The TEA rates every district in Texas on a Student Achievement Performance Index, with a score ranging from 0-100. This index measures the overall performance of all students in the district on every subject of the STAAR test. The graph illustrates YES Prep's remarkable results.

2012-13 Student Achievement Ratings

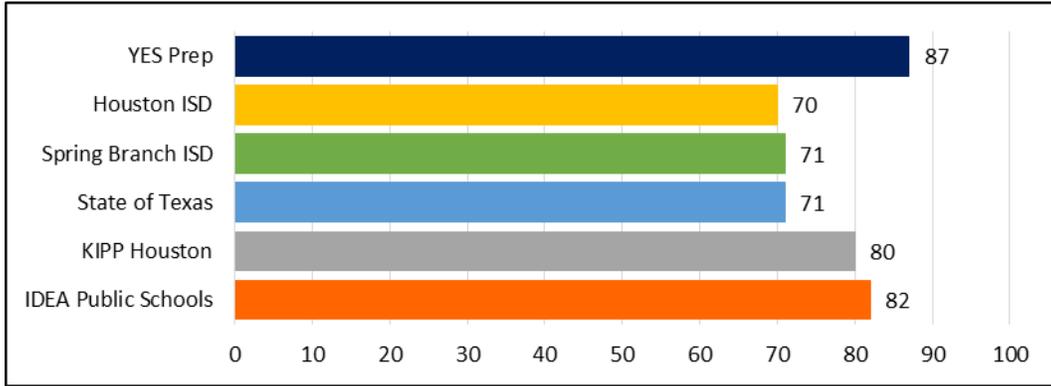


Given that the majority of YES Prep students enter at least one grade level behind in reading and/or mathematics, the fact that our student achievement is higher than the state, surrounding districts, and comparable CMOs is a testament to our strategic student interventions and rigorous academic curriculum.

Progress in Closing the Achievement Gap

The TEA also assigns each district a rating of 0-100 on a Closing Performance Gaps Index, which is measured by the academic performance of economically disadvantaged students and the two lowest performing race/ethnicity groups. YES Prep serves a population of which 87% are economically disadvantaged and 97% are Hispanic and African American. We strategically locate our schools in Houston's most disadvantaged communities in an effort to close the achievement gap and change educational opportunities and outcomes. As such, this metric is particularly important to YES Prep.

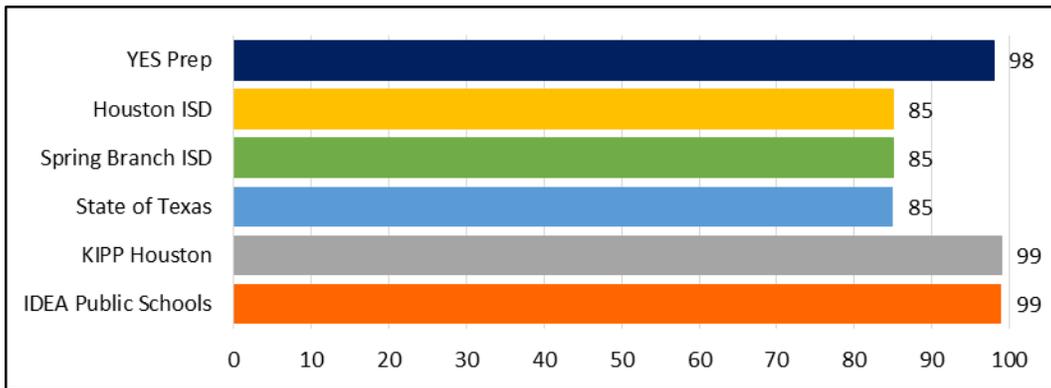
2012-13 Ratings on Closing Performance Gaps



College Readiness and Acquisition

The TEA assigns a 0-100 rating to each district on the Postsecondary Readiness Index. This index combines a number of metrics, including graduation rates, dropout rates, and the rate of graduates with the Distinguished Achievement Program or Recommended High School Program distinction.

2012-13 Postsecondary Readiness Ratings

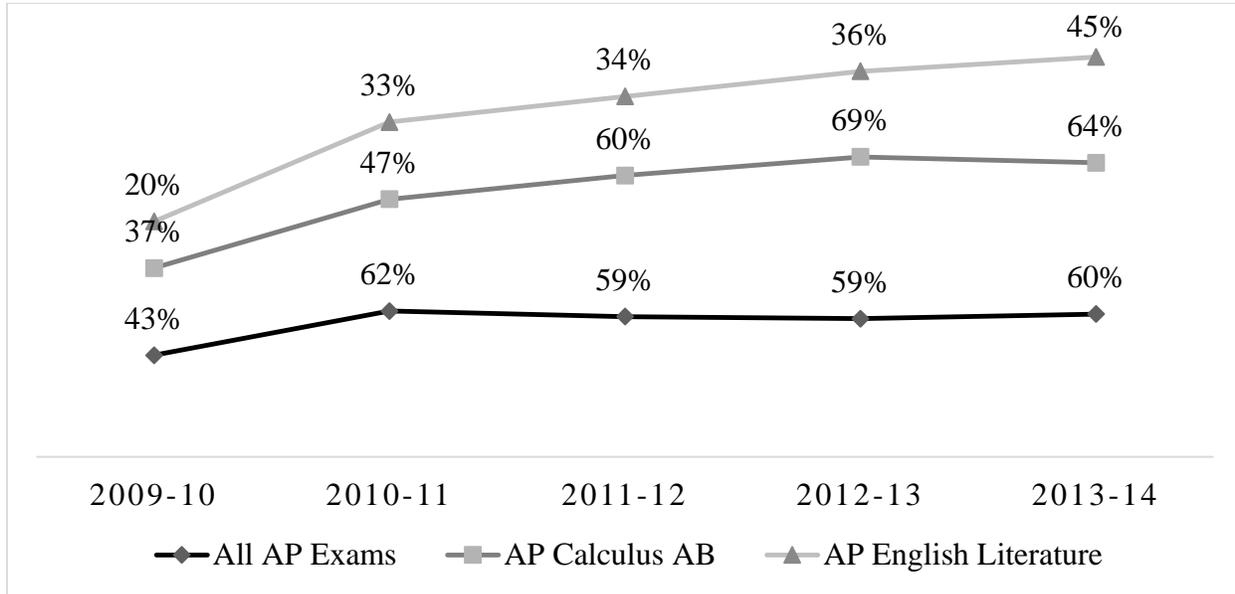


YES Prep's ratings are significantly higher than surrounding districts and consistent with comparable CMOs.

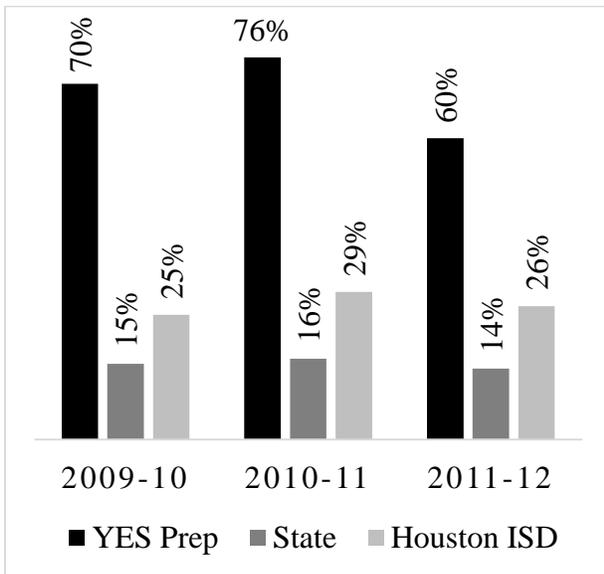
AP Examination

All YES Prep schools provide AP courses and students are required to take at least one AP course in high school. We continue to see a steady increase in our passing rates and scores. Our common assessments have led to significant improvement in AP scores.

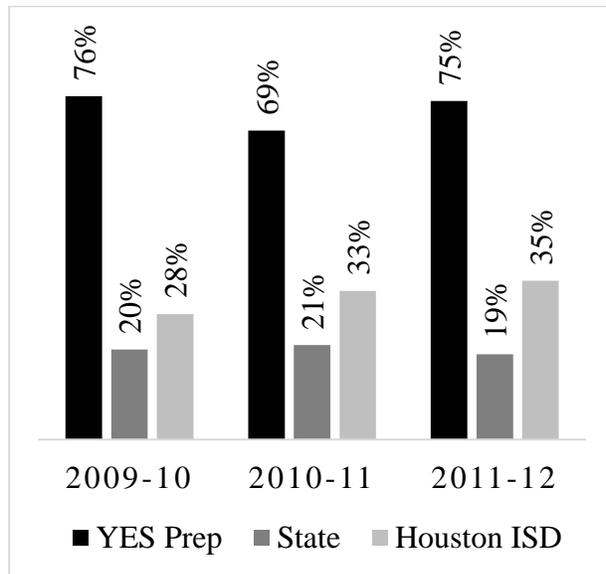
YES Prep AP Passing Rates – All Students



AP/IB Tested Rates – African American



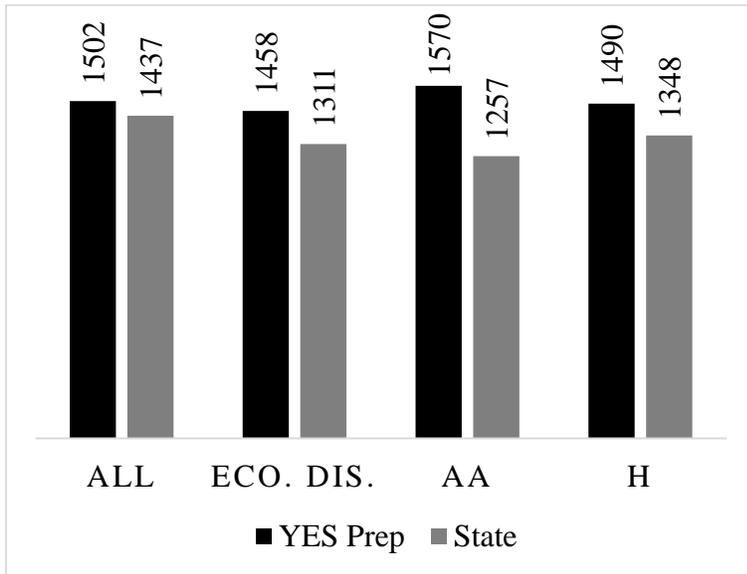
AP/IB Tested Rates – Hispanic



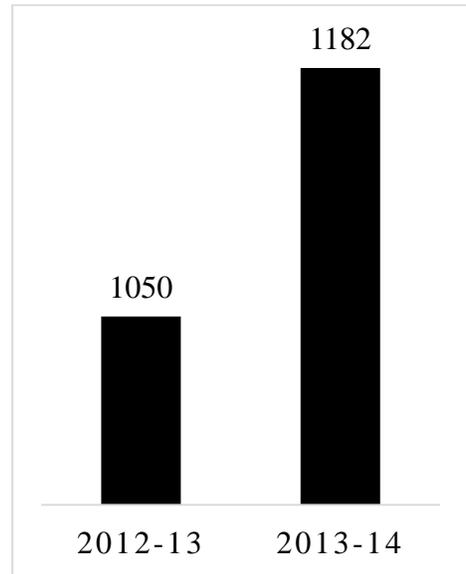
SAT College Admission Test

YES Prep provides SAT test preparation classes during the school day as part of our curriculum. In contrast to most other districts, 100% of our high school seniors take the SAT. The Class of 2013 exceeded state averages for all students and subgroups. (Class of 2014 state averages are not available.)

2012-13 SAT Average Scores



SAT Average Scores - LEP



YES Prep SAT Average Scores – All Students and Economically Disadvantaged

	All Students			Economically Disadvantaged		
	2011-12	2012-13	2013-14	2011-12	2012-13	2013-14
District	1470	1502	1401	1488	1458	1402
YES Prep SE	1493	1494	1397	Not avail.	1435	1397
YES Prep NC	1500	1491	1473	Not avail.	1448	1461
YES Prep SW	1445	1576	1412	Not avail.	1558	1401
YES Prep EE	1386	1463	1305	Not avail.	1428	1306
YES Prep GU	Grade NA	Grade NA	1382	Grade NA	Grade NA	1385
YES Prep WE	Grade NA	Grade NA	Grade NA	Grade NA	Grade NA	Grade NA
YES Prep BO	Grade NA	Grade NA	Grade NA	Grade NA	Grade NA	Grade NA
YES Prep NF	Grade NA	Grade NA	1364	Grade NA	Grade NA	1399
YES Prep NS	Grade NA	Grade NA	Grade NA	Grade NA	Grade NA	Grade NA
YES Prep FW	Grade NA	Grade NA	Grade NA	Grade NA	Grade NA	Grade NA
YES Prep NB	Not open	Grade NA	Grade NA	Not open	Grade NA	Grade NA
YES Prep WO	Not open	Not open	Grade NA	Not open	Not open	Grade NA

YES Prep HF	Not open	Not open	Grade NA	Not open	Not open	Grade NA
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YES Prep SAT Average Scores – African American and Hispanic

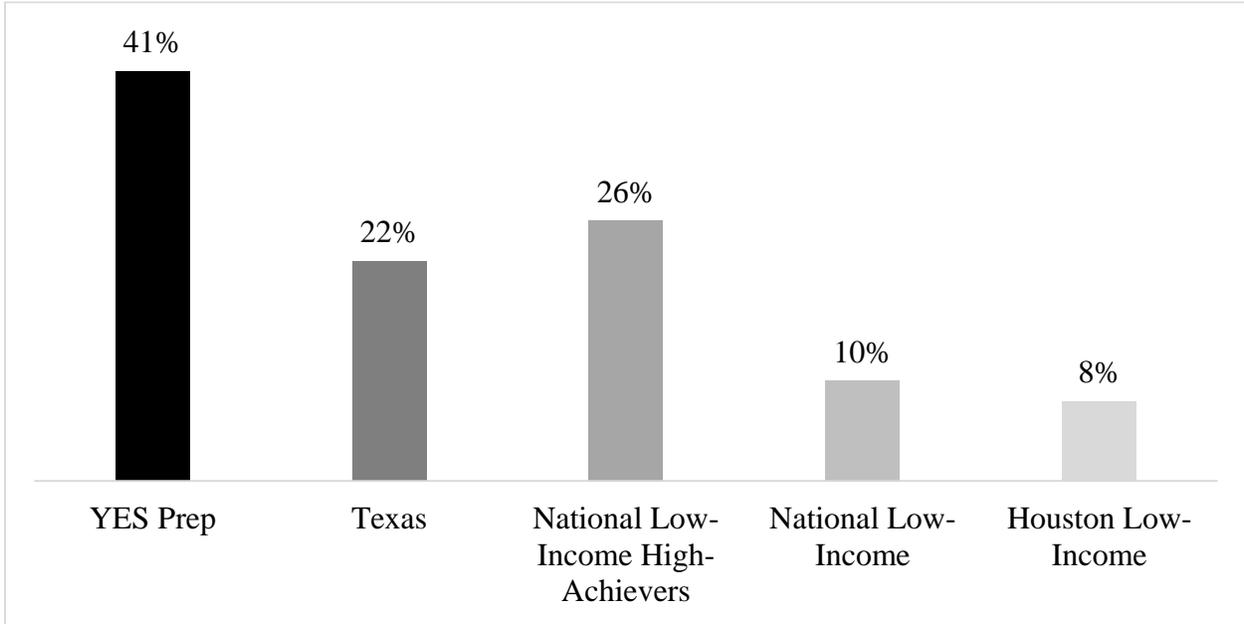
	African American			Hispanic		
	2011-12	2012-13	2013-14	2011-12	2012-13	2013-14
District	1483	1570	1389	1468	1490	1402
YES Prep SE	Not avail.	1470	1370	1496	1487	1398
YES Prep NC	Not avail.	2040	1610	1499	1486	1472
YES Prep SW	1526	1552	1439	1389	1568	1404
YES Prep EE	Not avail.	1570	1342	1400	1455	1304
YES Prep GU	Grade NA	Grade NA	1342	Grade NA	Grade NA	1389
YES Prep WE	Grade NA	Grade NA	Grade NA	Grade NA	Grade NA	Grade NA
YES Prep BO	Grade NA	Grade NA	Grade NA	Grade NA	Grade NA	Grade NA
YES Prep NF	Grade NA	Grade NA	1353	Grade NA	Grade NA	1369
YES Prep NS	Grade NA	Grade NA	Grade NA	Grade NA	Grade NA	Grade NA
YES Prep FW	Grade NA	Grade NA	Grade NA	Grade NA	Grade NA	Grade NA
YES Prep NB	Not open	Grade NA	Grade NA	Not open	Grade NA	Grade NA
YES Prep WO	Not open	Not open	Grade NA	Not open	Not open	Grade NA
YES Prep HF	Not open	Not open	Grade NA	Not open	Not open	Grade NA

College Acceptance, Matriculation, Persistence, and Completion

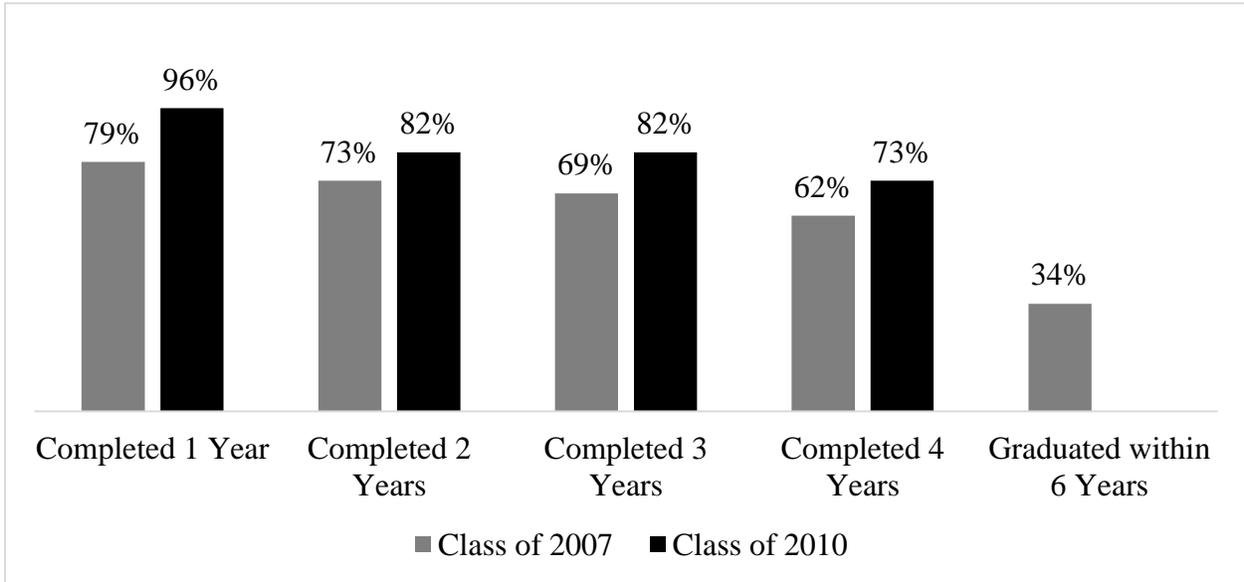
YES Prep ensures that our students are *accepted* to college, *matriculate* to college, and *graduate* from college. Unlike the experience of most students in underserved neighborhoods across the country, our students are provided with a highly personalized approach to college counseling (also see Page 9).

- 100% of graduating seniors are accepted to at least one college/university
- 97% of alumni matriculate to college within one year of high school graduation
- 72% of alumni are currently enrolled in college or have already earned their degree – more than six times the national average for economically disadvantaged students
- Less than 15% of alumni require remedial classes at college, compared to 60% nationwide

YES Prep Six-Year College Graduation Rate



YES Prep's Improved College Persistence Rates



**Other Attachments - Student Academic Achievement
STAAR Middle School Results - YES Prep, State, and Houston ISD**

The following are the Phase-in 1 - Level II: Satisfactory or Above rates (i.e., Passing Rates).

Grade 6 Reading - All Students

	2011-12	2012-13	2013-14
YES Prep	76%	72%	73%
State	76%	72%	77%
Houston ISD	69%	65%	68%

Grade 6 Mathematics - All Students

	2011-12	2012-13	2013-14
YES Prep	87%	83%	81%
State	77%	74%	79%
Houston ISD	74%	69%	73%

Grade 7 Reading - All Students

	2011-12	2012-13	2013-14
YES Prep	86%	79%	77%
State	77%	78%	75%
Houston ISD	72%	73%	67%

Grade 7 Mathematics - All Students

	2011-12	2012-13	2013-14
YES Prep	87%	86%	81%
State	71%	72%	67%
Houston ISD	55%	57%	62%

Grade 7 Writing - All Students

	2011-12	2012-13	2013-14
YES Prep	79%	73%	73%
State	73%	71%	70%
Houston ISD	69%	66%	66%

Grade 8 Reading - All Students

	2011-12	2012-13	2013-14
YES Prep	91%	91%	88%
State	81%	83%	82%
Houston ISD	78%	77%	75%

Grade 8 Mathematics - All Students

	2011-12	2012-13	2013-14
YES Prep	72%	71%	81%
State	73%	76%	79%
Houston ISD	71%	74%	72%

Grade 8 Science - All Students

	2011-12	2012-13	2013-14
YES Prep	81%	85%	76%
State	71%	75%	71%
Houston ISD	67%	68%	64%

Grade 8 Social Studies - All Students

	2011-12	2012-13	2013-14
YES Prep	76%	78%	64%
State	61%	64%	62%
Houston ISD	54%	57%	54%

Grade 6 Reading - Economically Disadvantaged			
	2011-12	2012-13	2013-14
YES Prep	75%	71%	72%
State	68%	63%	69%
Houston ISD	65%	60%	64%

Grade 6 Mathematics - Economically Disadvantaged			
	2011-12	2012-13	2013-14
YES Prep	87%	83%	81%
State	70%	66%	72%
Houston ISD	71%	66%	69%

Grade 7 Reading - Economically Disadvantaged			
	2011-12	2012-13	2013-14
YES Prep	86%	78%	77%
State	70%	70%	65%
Houston ISD	68%	69%	63%

Grade 7 Mathematics - Economically Disadvantaged			
	2011-12	2012-13	2013-14
YES Prep	88%	86%	81%
State	63%	64%	58%
Houston ISD	54%	55%	58%

Grade 7 Writing - Economically Disadvantaged			
	2011-12	2012-13	2013-14
YES Prep	78%	72%	74%
State	64%	62%	61%
Houston ISD	65%	62%	62%

Grade 8 Reading - Economically Disadvantaged			
	2011-12	2012-13	2013-14
YES Prep	90%	91%	88%
State	74%	77%	75%
Houston ISD	74%	73%	72%

Grade 8 Mathematics - Economically Disadvantaged			
	2011-12	2012-13	2013-14
YES Prep	74%	72%	79%
State	66%	70%	73%
Houston ISD	68%	72%	70%

Grade 8 Science - Economically Disadvantaged			
	2011-12	2012-13	2013-14
YES Prep	81%	85%	75%
State	61%	67%	61%
Houston ISD	64%	65%	59%

Grade 8 Social Studies - Economically Disadvantaged			
	2011-12	2012-13	2013-14
YES Prep	76%	77%	64%
State	49%	54%	50%
Houston ISD	49%	53%	48%

Grade 6 Reading - Limited English Proficiency			
	2011-12	2012-13	2013-14
YES Prep	56%	49%	57%
State	43%	37%	48%
Houston ISD	42%	38%	39%

Grade 6 Mathematics - Limited English Proficiency			
	2011-12	2012-13	2013-14
YES Prep	82%	75%	75%
State	59%	53%	62%
Houston ISD	60%	57%	56%

Grade 7 Reading - Limited English Proficiency

	2011-12	2012-13	2013-14
YES Prep	68%	60%	59%
State	42%	43%	34%
Houston ISD	43%	40%	31%

Grade 7 Writing - Limited English Proficiency

	2011-12	2012-13	2013-14
YES Prep	51%	51%	51%
State	35%	35%	30%
Houston ISD	39%	33%	32%

Grade 8 Reading - Limited English Proficiency

	2011-12	2012-13	2013-14
YES Prep	71%	75%	71%
State	40%	47%	43%
Houston ISD	41%	45%	33%

Grade 8 Science - Limited English Proficiency

	2011-12	2012-13	2013-14
YES Prep	60%	75%	51%
State	34%	44%	35%
Houston ISD	37%	43%	29%

Grade 6 Reading - Special Education

	2011-12	2012-13	2013-14
YES Prep	43%	33%	24%
State	56%	52%	41%
Houston ISD	57%	47%	34%

Grade 7 Reading - Special Education

	2011-12	2012-13	2013-14
YES Prep	45%	38%	35%
State	53%	53%	37%
Houston ISD	54%	52%	32%

Grade 7 Mathematics - Limited English Proficiency

	2011-12	2012-13	2013-14
YES Prep	78%	78%	75%
State	46%	50%	41%
Houston ISD	46%	44%	42%

Grade 8 Mathematics - Limited English Proficiency

	2011-12	2012-13	2013-14
YES Prep	79%	64%	73%
State	50%	54%	60%
Houston ISD	52%	56%	56%

Grade 8 Social Studies - Limited English Proficiency

	2011-12	2012-13	2013-14
YES Prep	58%	55%	41%
State	24%	30%	25%
Houston ISD	26%	30%	20%

Grade 6 Mathematics - Special Education

	2011-12	2012-13	2013-14
YES Prep	51%	45%	51%
State	53%	51%	47%
Houston ISD	52%	48%	40%

Grade 7 Mathematics - Special Education

	2011-12	2012-13	2013-14
YES Prep	44%	48%	29%
State	52%	51%	34%
Houston ISD	53%	47%	25%

Grade 7 Writing - Special Education

	2011-12	2012-13	2013-14
YES Prep	52%	39%	24%
State	49%	48%	27%
Houston ISD	59%	49%	28%

Grade 8 Reading - Special Education

	2011-12	2012-13	2013-14
YES Prep	38%	48%	44%
State	55%	55%	47%
Houston ISD	57%	53%	37%

Grade 8 Science - Special Education

	2011-12	2012-13	2013-14
YES Prep	35%	35%	40%
State	50%	52%	31%
Houston ISD	53%	45%	26%

Grade 6 Reading - African American

	2011-12	2012-13	2013-14
YES Prep	82%	73%	67%
State	70%	64%	68%
Houston ISD	66%	63%	62%

Grade 7 Reading - African American

	2011-12	2012-13	2013-14
YES Prep	83%	80%	74%
State	71%	71%	66%
Houston ISD	68%	71%	64%

Grade 7 Writing - African American

	2011-12	2012-13	2013-14
YES Prep	78%	73%	73%
State	66%	64%	63%
Houston ISD	67%	65%	62%

Grade 8 Mathematics - Special Education

	2011-12	2012-13	2013-14
YES Prep	35%	43%	58%
State	53%	54%	52%
Houston ISD	53%	48%	41%

Grade 8 Social Studies - Special Education

	2011-12	2012-13	2013-14
YES Prep	37%	47%	24%
State	43%	45%	27%
Houston ISD	47%	40%	19%

Grade 6 Mathematics - African American

	2011-12	2012-13	2013-14
YES Prep	81%	74%	70%
State	65%	61%	66%
Houston ISD	65%	62%	63%

Grade 7 Mathematics - African American

	2011-12	2012-13	2013-14
YES Prep	78%	78%	70%
State	58%	58%	54%
Houston ISD	46%	51%	53%

Grade 8 Reading - African American

	2011-12	2012-13	2013-14
YES Prep	86%	83%	85%
State	74%	77%	76%
Houston ISD	74%	74%	73%

Grade 8 Science - African American

	2011-12	2012-13	2013-14
YES Prep	73%	72%	68%
State	59%	65%	59%
Houston ISD	60%	62%	57%

Grade 6 Reading - Hispanic

	2011-12	2012-13	2013-14
YES Prep	75%	71%	73%
State	69%	65%	71%
Houston ISD	66%	61%	67%

Grade 7 Reading - Hispanic

	2011-12	2012-13	2013-14
YES Prep	87%	79%	78%
State	72%	72%	68%
Houston ISD	69%	70%	65%

Grade 7 Writing - Hispanic

	2011-12	2012-13	2013-14
YES Prep	80%	73%	75%
State	66%	65%	64%
Houston ISD	66%	63%	64%

Grade 8 Reading - Hispanic

	2011-12	2012-13	2013-14
YES Prep	91%	92%	89%
State	76%	79%	77%
Houston ISD	76%	75%	73%

Grade 8 Mathematics - African American

	2011-12	2012-13	2013-14
YES Prep	66%	55%	79%
State	63%	66%	68%
Houston ISD	62%	66%	64%

Grade 8 Social Studies - African American

	2011-12	2012-13	2013-14
YES Prep	73%	74%	65%
State	52%	56%	51%
Houston ISD	48%	53%	46%

Grade 6 Mathematics - Hispanic

	2011-12	2012-13	2013-14
YES Prep	88%	84%	82%
State	73%	69%	74%
Houston ISD	74%	69%	73%

Grade 7 Mathematics - Hispanic

	2011-12	2012-13	2013-14
YES Prep	89%	86%	82%
State	66%	67%	61%
Houston ISD	58%	57%	62%

Grade 8 Mathematics - Hispanic

	2011-12	2012-13	2013-14
YES Prep	74%	75%	82%
State	68%	72%	76%
Houston ISD	71%	75%	72%

Grade 8 Science - Hispanic

	2011-12	2012-13	2013-14
YES Prep	82%	87%	77%
State	64%	69%	64%
Houston ISD	66%	67%	61%

Grade 8 Social Studies - Hispanic

	2011-12	2012-13	2013-14
YES Prep	76%	78%	64%
State	51%	56%	53%
Houston ISD	51%	54%	50%

~ Zero observations reported for this subgroup

* Results are masked due to small numbers to protect confidentiality

NA - Data not available

Not open - School not yet open

Grade NA - School open but grade level not yet added

**Other Attachments - Student Academic Achievement
STAAR Middle School Results - YES Prep's Current Schools**

The following are the Phase-in 1 - Level II: Satisfactory or Above rates (i.e., Passing Rates).

Grade 6 Reading - All Students

	2011-12	2012-13	2013-14
YES Prep Southeast	88%	80%	82%
YES North Central	73%	73%	75%
YES Prep Southwest	81%	67%	83%
YES Prep East End	73%	80%	76%
YES Prep Gulfton	61%	65%	64%
YES Prep West	81%	87%	89%
YES Prep Brays Oaks	72%	76%	70%
YES Prep North Forest	62%	58%	64%
YES Prep Northside	75%	54%	65%
YES Prep Fifth Ward	76%	58%	66%
YES Prep Northbrook	Not open	65%	51%
YES Prep White Oak	Not open	Not open	64%
YES Prep Hoffman	Not open	Not open	86%

Grade 6 Mathematics - All Students

	2011-12	2012-13	2013-14
YES Prep Southeast	94%	88%	88%
YES North Central	91%	89%	88%
YES Prep Southwest	90%	87%	95%
YES Prep East End	84%	90%	83%
YES Prep Gulfton	91%	86%	77%
YES Prep West	93%	93%	93%
YES Prep Brays Oaks	79%	71%	78%
YES Prep North Forest	78%	54%	64%
YES Prep Northside	75%	78%	64%
YES Prep Fifth Ward	81%	62%	69%
YES Prep Northbrook	Not open	65%	76%
YES Prep White Oak	Not open	Not open	87%
YES Prep Hoffman	Not open	Not open	90%

Grade 7 Reading - All Students

	2011-12	2012-13	2013-14
YES Prep Southeast	91%	86%	79%
YES North Central	89%	78%	80%
YES Prep Southwest	92%	84%	80%
YES Prep East End	81%	75%	84%
YES Prep Gulfton	79%	72%	83%
YES Prep West	90%	86%	84%
YES Prep Brays Oaks	81%	76%	81%
YES Prep North Forest	80%	73%	67%
YES Prep Northside	Grade NA	75%	67%
YES Prep Fifth Ward	Grade NA	78%	69%
YES Prep Northbrook	Not open	Grade NA	63%
YES Prep White Oak	Not open	Not open	Grade NA

Grade 7 Mathematics - All Students

	2011-12	2012-13	2013-14
YES Prep Southeast	92%	91%	77%
YES North Central	91%	87%	82%
YES Prep Southwest	96%	91%	91%
YES Prep East End	85%	81%	90%
YES Prep Gulfton	86%	85%	85%
YES Prep West	87%	92%	88%
YES Prep Brays Oaks	72%	72%	73%
YES Prep North Forest	72%	77%	80%
YES Prep Northside	Grade NA	84%	78%
YES Prep Fifth Ward	Grade NA	86%	70%
YES Prep Northbrook	Not open	Grade NA	69%
YES Prep White Oak	Not open	Not open	Grade NA

YES Prep Hoffman Not open Not open Grade NA

YES Prep Hoffman Not open Not open Grade NA

Grade 7 Writing - All Students

	2011-12	2012-13	2013-14
YES Prep Southeast	86%	87%	78%
YES North Central	81%	72%	76%
YES Prep Southwest	85%	76%	79%
YES Prep East End	71%	66%	81%
YES Prep Gulfton	68%	61%	67%
YES Prep West	77%	79%	82%
YES Prep Brays Oaks	87%	79%	88%
YES Prep North Forest	72%	67%	73%
YES Prep Northside	Grade NA	65%	61%
YES Prep Fifth Ward	Grade NA	73%	66%
YES Prep Northbrook	Not open	Grade NA	50%
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 8 Reading - All Students

	2011-12	2012-13	2013-14
YES Prep Southeast	96%	95%	95%
YES North Central	89%	93%	80%
YES Prep Southwest	91%	91%	94%
YES Prep East End	90%	87%	93%
YES Prep Gulfton	89%	90%	84%
YES Prep West	95%	94%	94%
YES Prep Brays Oaks	83%	84%	87%
YES Prep North Forest	Grade NA	81%	79%
YES Prep Northside	Grade NA	Grade NA	85%
YES Prep Fifth Ward	Grade NA	Grade NA	92%
YES Prep Northbrook	Not open	Grade NA	Grade NA
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 8 Mathematics - All Students

	2011-12	2012-13	2013-14
YES Prep Southeast	74%	85%	86%
YES North Central	81%	78%	57%
YES Prep Southwest	62%	81%	88%
YES Prep East End	92%	47%	74%
YES Prep Gulfton	48%	69%	73%
YES Prep West	86%	76%	93%
YES Prep Brays Oaks	70%	61%	88%
YES Prep North Forest	Grade NA	72%	77%
YES Prep Northside	Grade NA	Grade NA	79%
YES Prep Fifth Ward	Grade NA	Grade NA	85%
YES Prep Northbrook	Not open	Grade NA	Grade NA
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 8 Science - All Students

	2011-12	2012-13	2013-14
YES Prep Southeast	86%	94%	88%
YES North Central	79%	87%	69%
YES Prep Southwest	90%	86%	88%
YES Prep East End	82%	81%	82%
YES Prep Gulfton	70%	88%	63%
YES Prep West	94%	85%	84%
YES Prep Brays Oaks	68%	75%	65%
YES Prep North Forest	Grade NA	64%	65%
YES Prep Northside	Grade NA	Grade NA	71%
YES Prep Fifth Ward	Grade NA	Grade NA	86%
YES Prep Northbrook	Not open	Grade NA	Grade NA
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 8 Social Studies - All Students

	2011-12	2012-13	2013-14
YES Prep Southeast	83%	91%	79%
YES North Central	68%	83%	63%
YES Prep Southwest	82%	71%	75%
YES Prep East End	75%	75%	47%
YES Prep Gulfton	68%	69%	64%
YES Prep West	85%	82%	81%
YES Prep Brays Oaks	70%	74%	51%
YES Prep North Forest	Grade NA	55%	53%
YES Prep Northside	Grade NA	Grade NA	59%
YES Prep Fifth Ward	Grade NA	Grade NA	68%
YES Prep Northbrook	Not open	Grade NA	Grade NA
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 6 Reading - Economically Disadvantaged

	2011-12	2012-13	2013-14
YES Prep Southeast	86%	78%	82%
YES North Central	72%	71%	75%
YES Prep Southwest	81%	68%	81%
YES Prep East End	74%	85%	78%
YES Prep Gulfton	61%	65%	64%
YES Prep West	81%	86%	89%
YES Prep Brays Oaks	74%	77%	68%
YES Prep North Forest	62%	58%	63%
YES Prep Northside	72%	54%	63%
YES Prep Fifth Ward	75%	58%	64%
YES Prep Northbrook	Not open	NA	51%
YES Prep White Oak	Not open	Not open	64%
YES Prep Hoffman	Not open	Not open	84%

Grade 6 Mathematics - Economically Disadvantaged

	2011-12	2012-13	2013-14
YES Prep Southeast	95%	89%	90%
YES North Central	90%	89%	87%
YES Prep Southwest	90%	87%	95%
YES Prep East End	86%	94%	84%
YES Prep Gulfton	91%	86%	77%
YES Prep West	92%	94%	93%
YES Prep Brays Oaks	80%	71%	77%
YES Prep North Forest	78%	54%	65%
YES Prep Northside	75%	77%	64%
YES Prep Fifth Ward	79%	60%	71%
YES Prep Northbrook	Not open	NA	76%
YES Prep White Oak	Not open	Not open	87%
YES Prep Hoffman	Not open	Not open	90%

Grade 7 Reading - Economically Disadvantaged

	2011-12	2012-13	2013-14
YES Prep Southeast	90%	87%	78%
YES North Central	88%	77%	79%
YES Prep Southwest	92%	84%	81%
YES Prep East End	82%	76%	83%
YES Prep Gulfton	79%	71%	83%
YES Prep West	92%	86%	84%
YES Prep Brays Oaks	80%	74%	80%
YES Prep North Forest	80%	73%	66%
YES Prep Northside	Grade NA	72%	67%
YES Prep Fifth Ward	Grade NA	77%	68%
YES Prep Northbrook	Not open	Grade NA	59%
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 7 Mathematics - Economically Disadvantaged

	2011-12	2012-13	2013-14
YES Prep Southeast	90%	91%	75%
YES North Central	91%	87%	83%
YES Prep Southwest	96%	91%	91%
YES Prep East End	88%	81%	89%
YES Prep Gulfton	86%	85%	84%
YES Prep West	86%	94%	88%
YES Prep Brays Oaks	70%	71%	74%
YES Prep North Forest	72%	77%	79%
YES Prep Northside	Grade NA	83%	77%
YES Prep Fifth Ward	Grade NA	88%	69%
YES Prep Northbrook	Not open	Grade NA	68%
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 7 Writing - Economically Disadvantaged

	2011-12	2012-13	2013-14
YES Prep Southeast	84%	91%	77%
YES North Central	79%	70%	76%
YES Prep Southwest	84%	77%	79%
YES Prep East End	74%	68%	79%
YES Prep Gulfton	68%	60%	66%
YES Prep West	76%	78%	80%
YES Prep Brays Oaks	87%	79%	87%
YES Prep North Forest	72%	67%	70%
YES Prep Northside	Grade NA	62%	61%
YES Prep Fifth Ward	Grade NA	72%	64%
YES Prep Northbrook	Not open	Grade NA	55%
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 8 Reading - Economically Disadvantaged

	2011-12	2012-13	2013-14
YES Prep Southeast	96%	96%	94%
YES North Central	87%	92%	78%
YES Prep Southwest	91%	92%	93%
YES Prep East End	90%	89%	93%
YES Prep Gulfton	89%	90%	83%
YES Prep West	96%	93%	93%
YES Prep Brays Oaks	78%	84%	88%
YES Prep North Forest	Grade NA	81%	77%
YES Prep Northside	Grade NA	Grade NA	84%
YES Prep Fifth Ward	Grade NA	Grade NA	90%
YES Prep Northbrook	Not open	Grade NA	Grade NA
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 8 Science - Economically Disadvantaged

	2011-12	2012-13	2013-14
YES Prep Southeast	87%	95%	87%
YES North Central	81%	86%	66%
YES Prep Southwest	91%	85%	87%
YES Prep East End	80%	80%	81%
YES Prep Gulfton	71%	87%	63%
YES Prep West	93%	86%	83%
YES Prep Brays Oaks	65%	74%	62%
YES Prep North Forest	Grade NA	64%	63%
YES Prep Northside	Grade NA	Grade NA	71%
YES Prep Fifth Ward	Grade NA	Grade NA	84%
YES Prep Northbrook	Not open	Grade NA	Grade NA
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 8 Mathematics - Economically Disadvantaged

	2011-12	2012-13	2013-14
YES Prep Southeast	73%	88%	86%
YES North Central	77%	81%	56%
YES Prep Southwest	65%	85%	87%
YES Prep East End	91%	42%	71%
YES Prep Gulfton	53%	69%	73%
YES Prep West	100%	74%	92%
YES Prep Brays Oaks	74%	68%	88%
YES Prep North Forest	Grade NA	72%	73%
YES Prep Northside	Grade NA	Grade NA	80%
YES Prep Fifth Ward	Grade NA	Grade NA	82%
YES Prep Northbrook	Not open	Grade NA	Grade NA
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 8 Social Studies - Economically Disadvantaged

	2011-12	2012-13	2013-14
YES Prep Southeast	82%	92%	79%
YES North Central	71%	83%	60%
YES Prep Southwest	83%	68%	76%
YES Prep East End	75%	75%	48%
YES Prep Gulfton	68%	68%	64%
YES Prep West	85%	83%	81%
YES Prep Brays Oaks	67%	74%	49%
YES Prep North Forest	Grade NA	55%	53%
YES Prep Northside	Grade NA	Grade NA	58%
YES Prep Fifth Ward	Grade NA	Grade NA	67%
YES Prep Northbrook	Not open	Grade NA	Grade NA
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 6 Reading - Limited English Proficiency

	2011-12	2012-13	2013-14
YES Prep Southeast	53%	~	61%
YES North Central	38%	62%	73%
YES Prep Southwest	68%	47%	62%
YES Prep East End	57%	70%	50%
YES Prep Gulfton	34%	37%	43%
YES Prep West	83%	72%	78%
YES Prep Brays Oaks	58%	52%	63%
YES Prep North Forest	52%	40%	42%
YES Prep Northside	50%	26%	49%
YES Prep Fifth Ward	44%	36%	47%
YES Prep Northbrook	Not open	NA	28%
YES Prep White Oak	Not open	Not open	45%
YES Prep Hoffman	Not open	Not open	47%

Grade 6 Mathematics - Limited English Proficiency

	2011-12	2012-13	2013-14
YES Prep Southeast	76%	~	70%
YES North Central	85%	90%	87%
YES Prep Southwest	88%	77%	92%
YES Prep East End	82%	85%	81%
YES Prep Gulfton	80%	69%	62%
YES Prep West	94%	89%	90%
YES Prep Brays Oaks	75%	52%	67%
YES Prep North Forest	85%	37%	54%
YES Prep Northside	78%	82%	55%
YES Prep Fifth Ward	63%	54%	59%
YES Prep Northbrook	Not open	NA	67%
YES Prep White Oak	Not open	Not open	100%
YES Prep Hoffman	Not open	Not open	79%

Grade 7 Reading - Limited English Proficiency

	2011-12	2012-13	2013-14
YES Prep Southeast	56%	58%	36%
YES North Central	89%	44%	54%
YES Prep Southwest	92%	72%	56%
YES Prep East End	50%	33%	64%
YES Prep Gulfton	64%	49%	65%
YES Prep West	78%	85%	66%
YES Prep Brays Oaks	67%	67%	59%
YES Prep North Forest	~	48%	62%
YES Prep Northside	Grade NA	~	42%
YES Prep Fifth Ward	Grade NA	~	~
YES Prep Northbrook	Not open	Grade NA	21%
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 7 Mathematics - Limited English Proficiency

	2011-12	2012-13	2013-14
YES Prep Southeast	~	67%	55%
YES North Central	89%	75%	69%
YES Prep Southwest	92%	92%	81%
YES Prep East End	68%	60%	86%
YES Prep Gulfton	78%	72%	69%
YES Prep West	89%	89%	83%
YES Prep Brays Oaks	81%	74%	62%
YES Prep North Forest	42%	67%	80%
YES Prep Northside	Grade NA	~	80%
YES Prep Fifth Ward	Grade NA	86	~
YES Prep Northbrook	Not open	Grade NA	39%
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 7 Writing - Limited English Proficiency

	2011-12	2012-13	2013-14
YES Prep Southeast	67%	55%	27%
YES North Central	47%	38%	54%
YES Prep Southwest	92%	56%	59%
YES Prep East End	32%	~	57%
YES Prep Gulfton	45%	34%	37%
YES Prep West	33%	72%	54%
YES Prep Brays Oaks	81%	72%	76%
YES Prep North Forest	~	52%	65%
YES Prep Northside	Grade NA	~	32%
YES Prep Fifth Ward	Grade NA	~	~
YES Prep Northbrook	Not open	Grade NA	9%
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 8 Reading - Limited English Proficiency

	2011-12	2012-13	2013-14
YES Prep Southeast	~	89%	67%
YES North Central	86%	69%	44%
YES Prep Southwest	~	100%	86%
YES Prep East End	64%	52%	80%
YES Prep Gulfton	78%	78%	71%
YES Prep West	100%	78%	78%
YES Prep Brays Oaks	~	83%	78%
YES Prep North Forest	Grade NA	50%	63%
YES Prep Northside	Grade NA	Grade NA	17%
YES Prep Fifth Ward	Grade NA	Grade NA	~
YES Prep Northbrook	Not open	Grade NA	Grade NA
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 8 Mathematics - Limited English Proficiency

	2011-12	2012-13	2013-14
YES Prep Southeast	*	71%	~
YES North Central	~	~	50%
YES Prep Southwest	~	83%	100%
YES Prep East End	100%	45%	~
YES Prep Gulfton	~	67%	60%
YES Prep West	*	67%	89%
YES Prep Brays Oaks	~	60%	82%
YES Prep North Forest	Grade NA	60%	69%
YES Prep Northside	Grade NA	Grade NA	~
YES Prep Fifth Ward	Grade NA	Grade NA	~
YES Prep Northbrook	Not open	Grade NA	Grade NA
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 8 Science - Limited English Proficiency

	2011-12	2012-13	2013-14
YES Prep Southeast	~	75%	17%
YES North Central	~	77%	22%
YES Prep Southwest	~	73%	90%
YES Prep East End	58%	56%	80%
YES Prep Gulfton	56%	80%	27%
YES Prep West	100%	80%	77%
YES Prep Brays Oaks	~	91%	33%
YES Prep North Forest	Grade NA	~	58%
YES Prep Northside	Grade NA	Grade NA	33%
YES Prep Fifth Ward	Grade NA	Grade NA	~
YES Prep Northbrook	Not open	Grade NA	Grade NA
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 8 Social Studies - Limited English Proficiency

	2011-12	2012-13	2013-14
YES Prep Southeast	~	63%	50%
YES North Central	~	69%	33%
YES Prep Southwest	~	55%	52%
YES Prep East End	50%	52%	40%
YES Prep Gulfton	56%	52%	41%
YES Prep West	100%	60%	64%
YES Prep Brays Oaks	~	45%	22%
YES Prep North Forest	Grade NA	~	26%
YES Prep Northside	Grade NA	Grade NA	17%
YES Prep Fifth Ward	Grade NA	Grade NA	~
YES Prep Northbrook	Not open	Grade NA	Grade NA
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 6 Reading - Special Education

	2011-12	2012-13	2013-14
YES Prep Southeast	~	~	~
YES North Central	~	~	40%
YES Prep Southwest	~	~	~
YES Prep East End	~	~	~
YES Prep Gulfton	~	~	~
YES Prep West	100%	63%	~
YES Prep Brays Oaks	~	~	50%
YES Prep North Forest	50%	50%	~
YES Prep Northside	56%	~	~
YES Prep Fifth Ward	63%	~	0%
YES Prep Northbrook	Not open	NA	17%
YES Prep White Oak	Not open	Not open	0%
YES Prep Hoffman	Not open	Not open	~

Grade 6 Mathematics - Special Education

	2011-12	2012-13	2013-14
YES Prep Southeast	~	~	~
YES North Central	86%	60%	40%
YES Prep Southwest	~	~	~
YES Prep East End	~	50%	~
YES Prep Gulfton	90%	~	~
YES Prep West	100%	~	~
YES Prep Brays Oaks	~	~	73%
YES Prep North Forest	50%	~	~
YES Prep Northside	~	~	40%
YES Prep Fifth Ward	~	50%	50%
YES Prep Northbrook	Not open	NA	33%
YES Prep White Oak	Not open	Not open	60%
YES Prep Hoffman	Not open	Not open	~

Grade 7 Reading - Special Education

	2011-12	2012-13	2013-14
YES Prep Southeast	71%	~	~
YES North Central	71%	~	0%
YES Prep Southwest	~	~	38%
YES Prep East End	~	~	~
YES Prep Gulfton	~	~	33%
YES Prep West	~	63%	60%
YES Prep Brays Oaks	44%	54%	63%
YES Prep North Forest	~	~	~
YES Prep Northside	Grade NA	~	~
YES Prep Fifth Ward	Grade NA	~	20%
YES Prep Northbrook	Not open	Grade NA	33%
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 7 Mathematics - Special Education

	2011-12	2012-13	2013-14
YES Prep Southeast	71%	~	~
YES North Central	71%	~	14%
YES Prep Southwest	63%	~	~
YES Prep East End	~	~	38%
YES Prep Gulfton	~	55%	60%
YES Prep West	~	75%	33%
YES Prep Brays Oaks	~	38%	20%
YES Prep North Forest	~	~	~
YES Prep Northside	Grade NA	~	~
YES Prep Fifth Ward	Grade NA	~	33%
YES Prep Northbrook	Not open	Grade NA	0%
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 7 Writing - Special Education

	2011-12	2012-13	2013-14
YES Prep Southeast	~	~	~
YES North Central	71%	~	0%
YES Prep Southwest	63%	~	50%
YES Prep East End	~	~	~
YES Prep Gulfton	~	~	17%
YES Prep West	~	~	40%
YES Prep Brays Oaks	56%	62%	50%
YES Prep North Forest	~	~	~
YES Prep Northside	Grade NA	~	~
YES Prep Fifth Ward	Grade NA	~	20%
YES Prep Northbrook	Not open	Grade NA	0%
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 8 Reading - Special Education

	2011-12	2012-13	2013-14
YES Prep Southeast	~	67%	~
YES North Central	56%	71%	~
YES Prep Southwest	~	71%	~
YES Prep East End	~	20%	40%
YES Prep Gulfton	~	33%	33%
YES Prep West	~	57%	~
YES Prep Brays Oaks	~	38%	44%
YES Prep North Forest	Grade NA	~	~
YES Prep Northside	Grade NA	Grade NA	44%
YES Prep Fifth Ward	Grade NA	Grade NA	~
YES Prep Northbrook	Not open	Grade NA	Grade NA
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 8 Science - Special Education

	2011-12	2012-13	2013-14
YES Prep Southeast	~	~	~
YES North Central	78%	71%	~
YES Prep Southwest	~	~	~
YES Prep East End	~	~	40%
YES Prep Gulfton	~	~	50%
YES Prep West	~	~	~
YES Prep Brays Oaks	~	~	44%
YES Prep North Forest	Grade NA	~	~
YES Prep Northside	Grade NA	Grade NA	33%
YES Prep Fifth Ward	Grade NA	Grade NA	~
YES Prep Northbrook	Not open	Grade NA	Grade NA
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 8 Mathematics - Special Education

	2011-12	2012-13	2013-14
YES Prep Southeast	~	60%	~
YES North Central	~	~	~
YES Prep Southwest	~	71%	~
YES Prep East End	~	30%	~
YES Prep Gulfton	~	~	60%
YES Prep West	~	60%	~
YES Prep Brays Oaks	~	15%	50%
YES Prep North Forest	Grade NA	~	~
YES Prep Northside	Grade NA	Grade NA	50%
YES Prep Fifth Ward	Grade NA	Grade NA	~
YES Prep Northbrook	Not open	Grade NA	Grade NA
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 8 Social Studies - Special Education

	2011-12	2012-13	2013-14
YES Prep Southeast	~	~	~
YES North Central	56%	71%	~
YES Prep Southwest	~	~	~
YES Prep East End	~	~	0%
YES Prep Gulfton	~	~	17%
YES Prep West	~	71%	~
YES Prep Brays Oaks	~	46%	33%
YES Prep North Forest	Grade NA	~	~
YES Prep Northside	Grade NA	Grade NA	33%
YES Prep Fifth Ward	Grade NA	Grade NA	~
YES Prep Northbrook	Not open	Grade NA	Grade NA
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 6 Reading - African American

	2011-12	2012-13	2013-14
YES Prep Southeast	~	~	50%
YES North Central	~	63%	~
YES Prep Southwest	79%	64%	94%
YES Prep East End	~	*	~
YES Prep Gulfton	~	100%	67%
YES Prep West	81%	88%	75%
YES Prep Brays Oaks	81%	76%	70%
YES Prep North Forest	67%	59%	71%
YES Prep Northside	78%	~	44%
YES Prep Fifth Ward	80%	69%	56%
YES Prep Northbrook	Not open	NA	50%
YES Prep White Oak	Not open	Not open	59%
YES Prep Hoffman	Not open	Not open	82%

Grade 6 Mathematics - African American

	2011-12	2012-13	2013-14
YES Prep Southeast	~	~	88%
YES North Central	~	63%	~
YES Prep Southwest	82%	82%	88%
YES Prep East End	~	*	~
YES Prep Gulfton	~	100%	100%
YES Prep West	90%	90%	88%
YES Prep Brays Oaks	78%	71%	71%
YES Prep North Forest	64%	54%	61%
YES Prep Northside	~	~	44%
YES Prep Fifth Ward	67%	54%	44%
YES Prep Northbrook	Not open	NA	80%
YES Prep White Oak	Not open	Not open	70%
YES Prep Hoffman	Not open	Not open	84%

Grade 7 Reading - African American

	2011-12	2012-13	2013-14
YES Prep Southeast	100%	~	43%
YES North Central	~	~	60%
YES Prep Southwest	86%	71%	79%
YES Prep East End	~	~	~
YES Prep Gulfton	85%	~	100%
YES Prep West	88%	83%	83%
YES Prep Brays Oaks	79%	89%	88%
YES Prep North Forest	88%	72%	69%
YES Prep Northside	Grade NA	90%	29%
YES Prep Fifth Ward	Grade NA	64%	50%
YES Prep Northbrook	Not open	Grade NA	78%
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 7 Mathematics - African American

	2011-12	2012-13	2013-14
YES Prep Southeast	100%	~	57%
YES North Central	83%	~	40%
YES Prep Southwest	91%	79%	86%
YES Prep East End	~	~	~
YES Prep Gulfton	77%	~	100%
YES Prep West	91%	96%	86%
YES Prep Brays Oaks	61%	59%	79%
YES Prep North Forest	74%	66%	60%
YES Prep Northside	Grade NA	78%	14%
YES Prep Fifth Ward	Grade NA	86%	40%
YES Prep Northbrook	Not open	Grade NA	44%
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 7 Writing - African American

	2011-12	2012-13	2013-14
YES Prep Southeast	~	~	57%
YES North Central	~	~	60%
YES Prep Southwest	77%	75%	86%
YES Prep East End	~	~	~
YES Prep Gulfton	62%	~	100%
YES Prep West	80%	83%	78%
YES Prep Brays Oaks	84%	70%	82%
YES Prep North Forest	70%	64%	71%
YES Prep Northside	Grade NA	60%	43%
YES Prep Fifth Ward	Grade NA	64%	30%
YES Prep Northbrook	Not open	Grade NA	56%
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 8 Reading - African American

	2011-12	2012-13	2013-14
YES Prep Southeast	~	100%	~
YES North Central	~	60%	~
YES Prep Southwest	86%	81%	87%
YES Prep East End	100%	~	~
YES Prep Gulfton	89%	75%	~
YES Prep West	90%	100%	100%
YES Prep Brays Oaks	78%	78%	84%
YES Prep North Forest	Grade NA	81%	79%
YES Prep Northside	Grade NA	Grade NA	71%
YES Prep Fifth Ward	Grade NA	Grade NA	77%
YES Prep Northbrook	Not open	Grade NA	Grade NA
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 8 Mathematics - African American

	2011-12	2012-13	2013-14
YES Prep Southeast	*	~	~
YES North Central	*	~	~
YES Prep Southwest	~	60%	83%
YES Prep East End	*	~	~
YES Prep Gulfton	~	~	~
YES Prep West	~	89%	100%
YES Prep Brays Oaks	73%	43%	84%
YES Prep North Forest	Grade NA	69%	70%
YES Prep Northside	Grade NA	Grade NA	~
YES Prep Fifth Ward	Grade NA	Grade NA	~
YES Prep Northbrook	Not open	Grade NA	Grade NA
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 8 Science - African American

	2011-12	2012-13	2013-14
YES Prep Southeast	~	100%	~
YES North Central	~	~	~
YES Prep Southwest	76%	65%	83%
YES Prep East End	~	~	~
YES Prep Gulfton	67%	75%	~
YES Prep West	93%	89%	89%
YES Prep Brays Oaks	58%	69%	65%
YES Prep North Forest	Grade NA	62%	52%
YES Prep Northside	Grade NA	Grade NA	57%
YES Prep Fifth Ward	Grade NA	Grade NA	69%
YES Prep Northbrook	Not open	Grade NA	Grade NA
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 8 Social Studies - African American

	2011-12	2012-13	2013-14
YES Prep Southeast	~	100%	~
YES North Central	~	~	~
YES Prep Southwest	62%	70%	83%
YES Prep East End	~	~	NA
YES Prep Gulfton	56%	~	NA
YES Prep West	87%	86%	84%
YES Prep Brays Oaks	78%	75%	52%
YES Prep North Forest	Grade NA	55%	55%
YES Prep Northside	Grade NA	Grade NA	57%
YES Prep Fifth Ward	Grade NA	Grade NA	62%
YES Prep Northbrook	Not open	Grade NA	Grade NA
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 6 Reading - Hispanic

	2011-12	2012-13	2013-14
YES Prep Southeast	87%	80%	85%
YES North Central	73%	74%	76%
YES Prep Southwest	83%	67%	82%
YES Prep East End	73%	79%	76%
YES Prep Gulfton	58%	61%	64%
YES Prep West	82%	87%	90%
YES Prep Brays Oaks	69%	76%	69%
YES Prep North Forest	60%	57%	61%
YES Prep Northside	75%	58%	65%
YES Prep Fifth Ward	75%	57%	66%
YES Prep Northbrook	Not open	NA	50%
YES Prep White Oak	Not open	Not open	65%
YES Prep Hoffman	Not open	Not open	86%

Grade 6 Mathematics - Hispanic

	2011-12	2012-13	2013-14
YES Prep Southeast	94%	88%	89%
YES North Central	91%	90%	89%
YES Prep Southwest	93%	87%	96%
YES Prep East End	84%	90%	84%
YES Prep Gulfton	90%	84%	76%
YES Prep West	93%	94%	94%
YES Prep Brays Oaks	79%	72%	80%
YES Prep North Forest	88%	54%	65%
YES Prep Northside	76%	82%	66%
YES Prep Fifth Ward	83%	63%	71%
YES Prep Northbrook	Not open	NA	75%
YES Prep White Oak	Not open	Not open	94%
YES Prep Hoffman	Not open	Not open	93%

Grade 7 Reading - Hispanic

	2011-12	2012-13	2013-14
YES Prep Southeast	91%	86%	79%
YES North Central	91%	78%	80%
YES Prep Southwest	93%	88%	80%
YES Prep East End	81%	75%	84%
YES Prep Gulfton	78%	71%	81%
YES Prep West	90%	87%	84%
YES Prep Brays Oaks	85%	73%	78%
YES Prep North Forest	71%	73%	67%
YES Prep Northside	Grade NA	75%	69%
YES Prep Fifth Ward	Grade NA	80%	71%
YES Prep Northbrook	Not open	Grade NA	59%
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 7 Mathematics - Hispanic

	2011-12	2012-13	2013-14
YES Prep Southeast	91%	92%	76%
YES North Central	92%	87%	83%
YES Prep Southwest	97%	95%	91%
YES Prep East End	85%	81%	90%
YES Prep Gulfton	87%	84%	83%
YES Prep West	83%	92%	87%
YES Prep Brays Oaks	80%	75%	69%
YES Prep North Forest	70%	84%	89%
YES Prep Northside	Grade NA	85%	81%
YES Prep Fifth Ward	Grade NA	86%	72%
YES Prep Northbrook	Not open	Grade NA	69%
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 7 Writing - Hispanic

	2011-12	2012-13	2013-14
YES Prep Southeast	88%	87%	77%
YES North Central	82%	72%	76%
YES Prep Southwest	86%	77%	78%
YES Prep East End	71%	66%	81%
YES Prep Gulfton	69%	60%	66%
YES Prep West	78%	77%	83%
YES Prep Brays Oaks	90%	81%	89%
YES Prep North Forest	74%	69%	72%
YES Prep Northside	Grade NA	66%	61%
YES Prep Fifth Ward	Grade NA	75%	69%
YES Prep Northbrook	Not open	Grade NA	47%
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 8 Reading - Hispanic

	2011-12	2012-13	2013-14
YES Prep Southeast	96%	95%	95%
YES North Central	89%	94%	80%
YES Prep Southwest	92%	93%	95%
YES Prep East End	89%	88%	93%
YES Prep Gulfton	88%	91%	83%
YES Prep West	98%	92%	94%
YES Prep Brays Oaks	85%	88%	88%
YES Prep North Forest	Grade NA	81%	80%
YES Prep Northside	Grade NA	Grade NA	86%
YES Prep Fifth Ward	Grade NA	Grade NA	94%
YES Prep Northbrook	Not open	Grade NA	Grade NA
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 8 Mathematics - Hispanic

	2011-12	2012-13	2013-14
YES Prep Southeast	73%	84%	86%
YES North Central	81%	89%	57%
YES Prep Southwest	67%	91%	89%
YES Prep East End	92%	50%	76%
YES Prep Gulfton	44%	64%	72%
YES Prep West	~	72%	95%
YES Prep Brays Oaks	70%	77%	90%
YES Prep North Forest	Grade NA	75%	84%
YES Prep Northside	Grade NA	Grade NA	80%
YES Prep Fifth Ward	Grade NA	Grade NA	86%
YES Prep Northbrook	Not open	Grade NA	Grade NA
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 8 Science - Hispanic

	2011-12	2012-13	2013-14
YES Prep Southeast	87%	94%	87%
YES North Central	78%	89%	69%
YES Prep Southwest	93%	90%	89%
YES Prep East End	84%	82%	82%
YES Prep Gulfton	68%	88%	62%
YES Prep West	94%	83%	85%
YES Prep Brays Oaks	71%	78%	65%
YES Prep North Forest	Grade NA	67%	73%
YES Prep Northside	Grade NA	Grade NA	72%
YES Prep Fifth Ward	Grade NA	Grade NA	88%
YES Prep Northbrook	Not open	Grade NA	Grade NA
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

Grade 8 Social Studies - Hispanic

	2011-12	2012-13	2013-14
YES Prep Southeast	83%	91%	79%
YES North Central	68%	85%	62%
YES Prep Southwest	86%	71%	73%
YES Prep East End	76%	74%	47%
YES Prep Gulfton	68%	69%	63%
YES Prep West	85%	78%	80%
YES Prep Brays Oaks	64%	71%	51%
YES Prep North Forest	Grade NA	56%	52%
YES Prep Northside	Grade NA	Grade NA	59%
YES Prep Fifth Ward	Grade NA	Grade NA	69%
YES Prep Northbrook	Not open	Grade NA	Grade NA
YES Prep White Oak	Not open	Not open	Grade NA
YES Prep Hoffman	Not open	Not open	Grade NA

~ Zero observations reported for this subgroup

* Results are masked due to small numbers to protect confidentiality

NA - Data not available

Not open - School not yet open

Grade NA - School open but grade level not yet added

**Other Attachments - Student Academic Achievement
STAAR Middle School Results - YES Prep's Comparison Schools**

The following are the Phase-in 1 - Level II: Satisfactory or Above rates (i.e., Passing Rates).

Grade 6 Reading - All Students

	2011-12	2012-13	2013-14
Black MS	56%	66%	69%
Clifton MS	68%	67%	66%
Johnston MS	80%	87%	86%
Marshall MS	66%	54%	52%
McReynolds MS	64%	50%	47%
Fondren MS	50%	53%	47%
Fleming MS	61%	39%	53%
Key MS	63%	53%	52%
Alief MS	72%	70%	67%
Olle MS	OG	OG	OG
Hoffman MS	OG	OG	OG
Northbrook MS	51%	48%	51%

Grade 6 Mathematics - All Students

	2011-12	2012-13	2013-14
Black MS	54%	46%	63%
Clifton MS	80%	74%	73%
Johnston MS	80%	78%	74%
Marshall MS	72%	72%	71%
McReynolds MS	73%	55%	51%
Fondren MS	56%	69%	69%
Fleming MS	61%	53%	51%
Key MS	80%	73%	70%
Alief MS	85%	75%	79%
Olle MS	OG	OG	OG
Hoffman MS	OG	OG	OG
Northbrook MS	50%	59%	69%

Grade 7 Reading - All Students

	2011-12	2012-13	2013-14
Black MS	71%	62%	71%
Clifton MS	78%	75%	74%
Johnston MS	90%	85%	89%
Marshall MS	69%	61%	59%
McReynolds MS	60%	65%	62%
Fondren MS	56%	54%	51%
Fleming MS	54%	62%	63%
Key MS	65%	69%	54%
Alief MS	78%	74%	62%
Olle MS	70%	72%	57%
Hoffman MS	66%	63%	56%
Northbrook MS	50%	49%	54%

Grade 7 Mathematics - All Students

	2011-12	2012-13	2013-14
Black MS	37%	45%	52%
Clifton MS	40%	60%	55%
Johnston MS	62%	59%	77%
Marshall MS	71%	46%	44%
McReynolds MS	54%	74%	71%
Fondren MS	35%	37%	35%
Fleming MS	33%	28%	56%
Key MS	48%	68%	47%
Alief MS	70%	78%	69%
Olle MS	59%	66%	61%
Hoffman MS	61%	55%	41%
Northbrook MS	55%	55%	61%

Grade 7 Writing - All Students

	2011-12	2012-13	2013-14
Black MS	55%	53%	68%
Clifton MS	71%	67%	65%
Johnston MS	89%	80%	87%
Marshall MS	67%	61%	60%
McReynolds MS	68%	68%	63%
Fondren MS	50%	50%	45%
Fleming MS	59%	57%	56%
Key MS	57%	64%	52%
Alief MS	66%	66%	53%
Olle MS	55%	65%	54%
Hoffman MS	62%	53%	48%
Northbrook MS	47%	39%	43%

Grade 8 Reading - All Students

	2011-12	2012-13	2013-14
Black MS	72%	74%	62%
Clifton MS	87%	86%	79%
Johnston MS	90%	92%	89%
Marshall MS	74%	74%	59%
McReynolds MS	72%	62%	66%
Fondren MS	62%	64%	61%
Fleming MS	65%	64%	71%
Key MS	67%	64%	68%
Alief MS	74%	75%	69%
Olle MS	70%	74%	70%
Hoffman MS	70%	71%	61%
Northbrook MS	54%	62%	54%

Grade 8 Mathematics - All Students

	2011-12	2012-13	2013-14
Black MS	59%	55%	39%
Clifton MS	76%	79%	72%
Johnston MS	75%	85%	84%
Marshall MS	63%	81%	60%
McReynolds MS	67%	66%	70%
Fondren MS	55%	62%	53%
Fleming MS	68%	62%	70%
Key MS	76%	73%	71%
Alief MS	78%	72%	78%
Olle MS	59%	70%	60%
Hoffman MS	68%	63%	58%
Northbrook MS	40%	36%	54%

Grade 8 Science - All Students

	2011-12	2012-13	2013-14
Black MS	56%	53%	41%
Clifton MS	82%	87%	84%
Johnston MS	77%	77%	76%
Marshall MS	66%	72%	72%
McReynolds MS	82%	50%	47%
Fondren MS	68%	70%	68%
Fleming MS	62%	55%	42%
Key MS	72%	79%	71%
Alief MS	72%	77%	68%
Olle MS	66%	79%	64%
Hoffman MS	51%	57%	43%
Northbrook MS	48%	60%	45%

Grade 8 Social Studies - All Students

	2011-12	2012-13	2013-14
Black MS	26%	33%	32%
Clifton MS	59%	69%	69%
Johnston MS	72%	70%	63%
Marshall MS	55%	38%	38%
McReynolds MS	40%	43%	39%
Fondren MS	64%	54%	54%
Fleming MS	45%	43%	50%
Key MS	40%	45%	24%
Alief MS	48%	52%	46%
Olle MS	49%	54%	47%
Hoffman MS	40%	44%	31%
Northbrook MS	32%	36%	26%

Grade 6 Reading - Economically Disadvantaged

	2011-12	2012-13	2013-14
Black MS	52%	60%	58%
Clifton MS	68%	64%	64%
Johnston MS	73%	82%	83%
Marshall MS	66%	53%	51%
McReynolds MS	63%	50%	47%
Fondren MS	50%	53%	46%
Fleming MS	60%	37%	54%
Key MS	63%	53%	52%
Alief MS	70%	69%	62%
Olle MS	OG	OG	OG
Hoffman MS	OG	OG	OG
Northbrook MS	50%	47%	50%

Grade 6 Mathematics - Economically Disadvantaged

	2011-12	2012-13	2013-14
Black MS	51%	39%	53%
Clifton MS	81%	73%	73%
Johnston MS	74%	74%	69%
Marshall MS	72%	72%	71%
McReynolds MS	73%	56%	51%
Fondren MS	55%	70%	68%
Fleming MS	60%	52%	52%
Key MS	80%	73%	71%
Alief MS	84%	73%	75%
Olle MS	OG	OG	OG
Hoffman MS	OG	OG	OG
Northbrook MS	48%	58%	69%

Grade 7 Reading - Economically Disadvantaged

	2011-12	2012-13	2013-14
Black MS	73%	58%	63%
Clifton MS	77%	74%	73%
Johnston MS	89%	79%	86%
Marshall MS	69%	62%	60%
McReynolds MS	60%	64%	61%
Fondren MS	56%	54%	48%
Fleming MS	54%	62%	62%
Key MS	64%	69%	55%
Alief MS	76%	72%	61%
Olle MS	68%	72%	57%
Hoffman MS	65%	62%	57%
Northbrook MS	48%	48%	53%

Grade 7 Mathematics - Economically Disadvantaged

	2011-12	2012-13	2013-14
Black MS	37%	38%	48%
Clifton MS	39%	64%	59%
Johnston MS	62%	56%	73%
Marshall MS	71%	47%	45%
McReynolds MS	54%	74%	71%
Fondren MS	35%	37%	35%
Fleming MS	32%	28%	55%
Key MS	48%	68%	50%
Alief MS	67%	77%	68%
Olle MS	59%	66%	60%
Hoffman MS	61%	55%	43%
Northbrook MS	54%	54%	60%

Grade 7 Writing - Economically Disadvantaged

	2011-12	2012-13	2013-14
Black MS	55%	49%	60%
Clifton MS	69%	65%	63%
Johnston MS	86%	75%	83%
Marshall MS	68%	62%	61%
McReynolds MS	68%	67%	63%
Fondren MS	50%	48%	44%
Fleming MS	60%	57%	57%
Key MS	56%	65%	51%
Alief MS	64%	62%	52%
Olle MS	55%	65%	53%
Hoffman MS	60%	51%	48%
Northbrook MS	45%	38%	42%

Grade 8 Reading - Economically Disadvantaged

	2011-12	2012-13	2013-14
Black MS	71%	74%	59%
Clifton MS	86%	85%	78%
Johnston MS	86%	90%	85%
Marshall MS	74%	74%	57%
McReynolds MS	71%	62%	66%
Fondren MS	63%	64%	61%
Fleming MS	64%	64%	70%
Key MS	68%	67%	67%
Alief MS	73%	74%	66%
Olle MS	68%	75%	70%
Hoffman MS	70%	71%	58%
Northbrook MS	54%	62%	52%

Grade 8 Science - Economically Disadvantaged

	2011-12	2012-13	2013-14
Black MS	55%	53%	38%
Clifton MS	82%	85%	84%
Johnston MS	72%	68%	69%
Marshall MS	66%	71%	72%
McReynolds MS	83%	51%	47%
Fondren MS	68%	71%	71%
Fleming MS	61%	55%	42%
Key MS	71%	80%	71%
Alief MS	70%	74%	66%
Olle MS	64%	79%	63%
Hoffman MS	51%	56%	42%
Northbrook MS	48%	59%	45%

Grade 8 Mathematics - Economically Disadvantaged

	2011-12	2012-13	2013-14
Black MS	60%	54%	39%
Clifton MS	77%	79%	72%
Johnston MS	69%	80%	84%
Marshall MS	63%	81%	59%
McReynolds MS	66%	66%	70%
Fondren MS	54%	63%	55%
Fleming MS	68%	62%	69%
Key MS	76%	74%	72%
Alief MS	79%	72%	77%
Olle MS	59%	70%	60%
Hoffman MS	68%	63%	57%
Northbrook MS	39%	37%	53%

Grade 8 Social Studies - Economically

	2011-12	2012-13	2013-14
Black MS	23%	31%	29%
Clifton MS	58%	67%	67%
Johnston MS	65%	60%	55%
Marshall MS	55%	39%	38%
McReynolds MS	40%	43%	40%
Fondren MS	65%	54%	54%
Fleming MS	46%	42%	49%
Key MS	41%	46%	20%
Alief MS	48%	48%	42%
Olle MS	47%	54%	45%
Hoffman MS	39%	44%	28%
Northbrook MS	31%	32%	25%

Grade 6 Reading - Limited English Proficiency

	2011-12	2012-13	2013-14
Black MS	24%	39%	23%
Clifton MS	45%	43%	40%
Johnston MS	41%	61%	64%
Marshall MS	38%	30%	21%
McReynolds MS	33%	33%	31%
Fondren MS	32%	39%	31%
Fleming MS	38%	37%	17%
Key MS	53%	55%	38%
Alief MS	64%	31%	35%
Olle MS	OG	OG	OG
Hoffman MS	OG	OG	OG
Northbrook MS	29%	21%	29%

Grade 6 Mathematics - Limited English Proficiency

	2011-12	2012-13	2013-14
Black MS	46%	27%	28%
Clifton MS	65%	67%	66%
Johnston MS	46%	57%	50%
Marshall MS	58%	60%	57%
McReynolds MS	61%	40%	36%
Fondren MS	54%	62%	64%
Fleming MS	~	53%	30%
Key MS	87%	77%	82%
Alief MS	86%	69%	67%
Olle MS	OG	OG	OG
Hoffman MS	OG	OG	OG
Northbrook MS	36%	38%	56%

Grade 7 Reading - Limited English Proficiency

	2011-12	2012-13	2013-14
Black MS	53%	30%	29%
Clifton MS	46%	28%	28%
Johnston MS	44%	25%	48%
Marshall MS	43%	~	7%
McReynolds MS	34%	38%	23%
Fondren MS	35%	31%	29%
Fleming MS	~	~	13%
Key MS	58%	46%	42%
Alief MS	57%	46%	29%
Olle MS	49%	38%	21%
Hoffman MS	47%	28%	28%
Northbrook MS	24%	24%	19%

Grade 7 Mathematics - Limited English Proficiency

	2011-12	2012-13	2013-14
Black MS	44%	24%	35%
Clifton MS	25%	55%	54%
Johnston MS	23%	25%	41%
Marshall MS	72%	50%	41%
McReynolds MS	46%	75%	67%
Fondren MS	42%	24%	25%
Fleming MS	~	~	33%
Key MS	56%	67%	52%
Alief MS	65%	72%	53%
Olle MS	45%	50%	44%
Hoffman MS	49%	52%	34%
Northbrook MS	31%	36%	37%

Grade 7 Writing - Limited English Proficiency

	2011-12	2012-13	2013-14
Black MS	30%	29%	31%
Clifton MS	29%	15%	12%
Johnston MS	44%	~	20%
Marshall MS	47%	21%	24%
McReynolds MS	43%	47%	33%
Fondren MS	26%	29%	26%
Fleming MS	~	~	7%
Key MS	42%	38%	39%
Alief MS	42%	33%	19%
Olle MS	29%	30%	23%
Hoffman MS	39%	24%	18%
Northbrook MS	18%	19%	13%

Grade 8 Reading - Limited English Proficiency

	2011-12	2012-13	2013-14
Black MS	39%	50%	30%
Clifton MS	38%	59%	51%
Johnston MS	~	31%	21%
Marshall MS	47%	45%	18%
McReynolds MS	31%	27%	7%
Fondren MS	28%	34%	31%
Fleming MS	~	0%	17%
Key MS	67%	45%	8%
Alief MS	30%	39%	25%
Olle MS	20%	41%	26%
Hoffman MS	44%	45%	23%
Northbrook MS	24%	36%	19%

Grade 8 Mathematics - Limited English Proficiency

	2011-12	2012-13	2013-14
Black MS	44%	40%	28%
Clifton MS	63%	63%	58%
Johnston MS	47%	50%	33%
Marshall MS	32%	70%	44%
McReynolds MS	41%	52%	59%
Fondren MS	43%	41%	45%
Fleming MS	50%	0%	57%
Key MS	70%	70%	58%
Alief MS	66%	57%	68%
Olle MS	32%	50%	46%
Hoffman MS	46%	63%	54%
Northbrook MS	28%	28%	35%

Grade 8 Science - Limited English Proficiency

	2011-12	2012-13	2013-14
Black MS	36%	26%	4%
Clifton MS	46%	71%	73%
Johnston MS	~	~	13%
Marshall MS	48%	46%	48%
McReynolds MS	64%	50%	33%
Fondren MS	55%	60%	50%
Fleming MS	55%	~	14%
Key MS	67%	86%	42%
Alief MS	42%	45%	38%
Olle MS	30%	60%	26%
Hoffman MS	23%	35%	20%
Northbrook MS	30%	38%	13%

Grade 8 Social Studies - Limited English Proficiency

	2011-12	2012-13	2013-14
Black MS	~	~	11%
Clifton MS	~	32%	35%
Johnston MS	~	~	9%
Marshall MS	29%	9%	9%
McReynolds MS	~	30%	16%
Fondren MS	48%	33%	23%
Fleming MS	~	~	14%
Key MS	~	29%	8%
Alief MS	18%	9%	13%
Olle MS	11%	28%	15%
Hoffman MS	27%	15%	13%
Northbrook MS	13%	18%	8%

Grade 6 Reading - Special Education

	2011-12	2012-13	2013-14
Black MS	42%	43%	19%
Clifton MS	27%	36%	29%
Johnston MS	83%	62%	52%
Marshall MS	67%	55%	50%
McReynolds MS	76%	49%	0%
Fondren MS	43%	52%	14%
Fleming MS	60%	60%	50%
Key MS	66%	63%	~
Alief MS	63%	50%	~
Olle MS	OG	OG	OG
Hoffman MS	OG	OG	OG
Northbrook MS	60%	56%	11%

Grade 6 Mathematics - Special Education

	2011-12	2012-13	2013-14
Black MS	54%	37%	25%
Clifton MS	36%	61%	57%
Johnston MS	50%	46%	29%
Marshall MS	37%	68%	61%
McReynolds MS	66%	54%	21%
Fondren MS	27%	58%	57%
Fleming MS	43%	45%	50%
Key MS	83%	81%	~
Alief MS	75%	67%	40%
Olle MS	OG	OG	OG
Hoffman MS	OG	OG	OG
Northbrook MS	35%	56%	20%

Grade 7 Reading - Special Education

	2011-12	2012-13	2013-14
Black MS	48%	24%	43%
Clifton MS	35%	29%	20%
Johnston MS	87%	73%	41%
Marshall MS	74%	60%	33%
McReynolds MS	47%	77%	60%
Fondren MS	35%	38%	9%
Fleming MS	46%	45%	33%
Key MS	75%	68%	~
Alief MS	78%	48%	29%
Olle MS	67%	69%	38%
Hoffman MS	27%	40%	47%
Northbrook MS	57%	32%	33%

Grade 7 Mathematics - Special Education

	2011-12	2012-13	2013-14
Black MS	42%	21%	26%
Clifton MS	48%	46%	38%
Johnston MS	66%	35%	38%
Marshall MS	77%	47%	18%
McReynolds MS	55%	76%	33%
Fondren MS	22%	38%	15%
Fleming MS	32%	28%	0%
Key MS	81%	76%	40%
Alief MS	56%	57%	60%
Olle MS	65%	63%	40%
Hoffman MS	18%	~	20%
Northbrook MS	46%	41%	13%

Grade 7 Writing - Special Education

	2011-12	2012-13	2013-14
Black MS	46%	20%	20%
Clifton MS	46%	33%	10%
Johnston MS	87%	76%	47%
Marshall MS	81%	50%	20%
McReynolds MS	66%	77%	57%
Fondren MS	38%	46%	8%
Fleming MS	64%	52%	0%
Key MS	78%	76%	~
Alief MS	59%	38%	14%
Olle MS	80%	80%	15%
Hoffman MS	30%	40%	29%
Northbrook MS	45%	41%	0%

Grade 8 Reading - Special Education

	2011-12	2012-13	2013-14
Black MS	57%	50%	14%
Clifton MS	50%	64%	31%
Johnston MS	90%	75%	59%
Marshall MS	71%	61%	50%
McReynolds MS	48%	26%	45%
Fondren MS	23%	42%	22%
Fleming MS	46%	44%	44%
Key MS	69%	57%	38%
Alief MS	59%	76%	63%
Olle MS	75%	76%	82%
Hoffman MS	29%	45%	44%
Northbrook MS	33%	48%	0%

Grade 8 Science - Special Education

	2011-12	2012-13	2013-14
Black MS	43%	35%	0%
Clifton MS	52%	59%	22%
Johnston MS	62%	48%	31%
Marshall MS	86%	54%	30%
McReynolds MS	65%	46%	11%
Fondren MS	45%	29%	17%
Fleming MS	40%	28%	18%
Key MS	67%	77%	71%
Alief MS	55%	67%	63%
Olle MS	79%	88%	50%
Hoffman MS	25%	39%	20%
Northbrook MS	42%	50%	0%

Grade 8 Mathematics - Special Education

	2011-12	2012-13	2013-14
Black MS	57%	35%	5%
Clifton MS	54%	67%	46%
Johnston MS	57%	56%	42%
Marshall MS	47%	68%	25%
McReynolds MS	36%	39%	53%
Fondren MS	41%	42%	22%
Fleming MS	54%	32%	67%
Key MS	76%	55%	43%
Alief MS	74%	81%	71%
Olle MS	67%	78%	25%
Hoffman MS	33%	32%	25%
Northbrook MS	37%	24%	~

Grade 8 Social Studies - Special Education

	2011-12	2012-13	2013-14
Black MS	41%	31%	0%
Clifton MS	42%	41%	11%
Johnston MS	76%	66%	25%
Marshall MS	55%	36%	0%
McReynolds MS	48%	40%	11%
Fondren MS	36%	~	17%
Fleming MS	48%	32%	9%
Key MS	58%	51%	0%
Alief MS	42%	58%	25%
Olle MS	63%	70%	36%
Hoffman MS	28%	39%	11%
Northbrook MS	29%	47%	11%

Grade 6 Reading - African American

	2011-12	2012-13	2013-14
Black MS	53%	63%	71%
Clifton MS	70%	76%	79%
Johnston MS	85%	88%	85%
Marshall MS	62%	58%	54%
McReynolds MS	60%	35%	32%
Fondren MS	50%	58%	54%
Fleming MS	61%	44%	53%
Key MS	60%	50%	54%
Alief MS	71%	66%	73%
Olle MS	OG	OG	OG
Hoffman MS	OG	OG	OG
Northbrook MS	~	67%	~

Grade 7 Reading - African American

	2011-12	2012-13	2013-14
Black MS	71%	68%	64%
Clifton MS	83%	84%	83%
Johnston MS	91%	88%	91%
Marshall MS	70%	55%	50%
McReynolds MS	55%	71%	69%
Fondren MS	60%	59%	56%
Fleming MS	56%	62%	64%
Key MS	64%	71%	54%
Alief MS	77%	76%	65%
Olle MS	71%	77%	59%
Hoffman MS	61%	64%	54%
Northbrook MS	~	~	64%

Grade 6 Mathematics - African American

	2011-12	2012-13	2013-14
Black MS	52%	46%	49%
Clifton MS	81%	66%	70%
Johnston MS	81%	72%	69%
Marshall MS	65%	74%	74%
McReynolds MS	45%	50%	36%
Fondren MS	51%	63%	60%
Fleming MS	59%	54%	48%
Key MS	78%	74%	66%
Alief MS	79%	54%	76%
Olle MS	OG	OG	OG
Hoffman MS	OG	OG	OG
Northbrook MS	~	~	~

Grade 7 Mathematics - African American

	2011-12	2012-13	2013-14
Black MS	36%	38%	38%
Clifton MS	46%	50%	45%
Johnston MS	60%	62%	73%
Marshall MS	68%	36%	32%
McReynolds MS	67%	54%	50%
Fondren MS	29%	36%	35%
Fleming MS	38%	27%	59%
Key MS	50%	68%	46%
Alief MS	59%	71%	65%
Olle MS	54%	57%	52%
Hoffman MS	50%	46%	39%
Northbrook MS	~	~	42%

Grade 7 Writing - African American

	2011-12	2012-13	2013-14
Black MS	72%	59%	57%
Clifton MS	70%	75%	74%
Johnston MS	89%	82%	92%
Marshall MS	50%	61%	50%
McReynolds MS	75%	86%	75%
Fondren MS	55%	52%	46%
Fleming MS	61%	58%	59%
Key MS	60%	66%	52%
Alief MS	69%	66%	63%
Olle MS	65%	69%	55%
Hoffman MS	57%	51%	47%
Northbrook MS	~	~	55%

Grade 8 Reading - African American

	2011-12	2012-13	2013-14
Black MS	74%	70%	61%
Clifton MS	87%	90%	83%
Johnston MS	88%	94%	92%
Marshall MS	74%	69%	59%
McReynolds MS	68%	50%	85%
Fondren MS	62%	71%	64%
Fleming MS	64%	64%	72%
Key MS	64%	65%	70%
Alief MS	77%	75%	83%
Olle MS	70%	80%	79%
Hoffman MS	63%	68%	59%
Northbrook MS	~	~	80%

Grade 8 Mathematics - African American

	2011-12	2012-13	2013-14
Black MS	56%	53%	45%
Clifton MS	80%	81%	83%
Johnston MS	71%	83%	83%
Marshall MS	68%	77%	44%
McReynolds MS	62%	50%	46%
Fondren MS	48%	62%	52%
Fleming MS	67%	64%	65%
Key MS	74%	71%	72%
Alief MS	77%	69%	66%
Olle MS	54%	70%	59%
Hoffman MS	60%	51%	50%
Northbrook MS	~	*	~

Grade 8 Science - African American

	2011-12	2012-13	2013-14
Black MS	50%	53%	48%
Clifton MS	84%	85%	82%
Johnston MS	72%	77%	71%
Marshall MS	76%	69%	73%
McReynolds MS	70%	42%	30%
Fondren MS	70%	65%	67%
Fleming MS	58%	55%	42%
Key MS	66%	78%	72%
Alief MS	70%	69%	63%
Olle MS	73%	74%	66%
Hoffman MS	43%	48%	38%
Northbrook MS	~	~	40%

Grade 8 Social Studies - African American

	2011-12	2012-13	2013-14
Black MS	26%	38%	36%
Clifton MS	60%	69%	69%
Johnston MS	66%	75%	64%
Marshall MS	67%	38%	38%
McReynolds MS	35%	53%	40%
Fondren MS	66%	55%	59%
Fleming MS	41%	42%	54%
Key MS	39%	47%	26%
Alief MS	52%	56%	45%
Olle MS	56%	60%	53%
Hoffman MS	31%	40%	36%
Northbrook MS	~	~	60%

Grade 6 Reading - Hispanic

	2011-12	2012-13	2013-14
Black MS	50%	59%	61%
Clifton MS	68%	61%	60%
Johnston MS	71%	84%	84%
Marshall MS	67%	53%	52%
McReynolds MS	64%	52%	49%
Fondren MS	49%	52%	44%
Fleming MS	62%	30%	52%
Key MS	71%	56%	50%
Alief MS	67%	67%	74%
Olle MS	OG	OG	OG
Hoffman MS	OG	OG	OG
Northbrook MS	48%	46%	51%

Grade 6 Mathematics - Hispanic

	2011-12	2012-13	2013-14
Black MS	49%	43%	59%
Clifton MS	79%	75%	74%
Johnston MS	74%	78%	71%
Marshall MS	73%	72%	71%
McReynolds MS	75%	56%	53%
Fondren MS	58%	79%	78%
Fleming MS	63%	50%	58%
Key MS	89%	68%	77%
Alief MS	84%	76%	78%
Olle MS	OG	OG	OG
Hoffman MS	OG	OG	OG
Northbrook MS	47%	59%	69%

Grade 7 Reading - Hispanic

	2011-12	2012-13	2013-14
Black MS	72%	55%	63%
Clifton MS	75%	72%	71%
Johnston MS	85%	78%	87%
Marshall MS	69%	61%	60%
McReynolds MS	60%	65%	61%
Fondren MS	54%	50%	48%
Fleming MS	48%	63%	63%
Key MS	67%	61%	51%
Alief MS	78%	69%	59%
Olle MS	68%	70%	56%
Hoffman MS	68%	62%	56%
Northbrook MS	49%	48%	53%

Grade 7 Mathematics - Hispanic

	2011-12	2012-13	2013-14
Black MS	39%	35%	49%
Clifton MS	38%	63%	60%
Johnston MS	61%	55%	76%
Marshall MS	71%	47%	46%
McReynolds MS	51%	75%	62%
Fondren MS	41%	36%	32%
Fleming MS	25%	28%	49%
Key MS	45%	64%	53%
Alief MS	70%	78%	66%
Olle MS	59%	68%	62%
Hoffman MS	70%	63%	43%
Northbrook MS	53%	56%	60%

Grade 7 Writing - Hispanic

	2011-12	2012-13	2013-14
Black MS	48%	46%	64%
Clifton MS	70%	63%	62%
Johnston MS	85%	74%	83%
Marshall MS	69%	61%	62%
McReynolds MS	67%	66%	62%
Fondren MS	44%	48%	45%
Fleming MS	55%	54%	49%
Key MS	51%	59%	47%
Alief MS	62%	60%	49%
Olle MS	49%	61%	51%
Hoffman MS	65%	54%	48%
Northbrook MS	46%	39%	41%

Grade 8 Reading - Hispanic

	2011-12	2012-13	2013-14
Black MS	67%	74%	57%
Clifton MS	87%	85%	77%
Johnston MS	86%	89%	83%
Marshall MS	74%	74%	59%
McReynolds MS	73%	63%	65%
Fondren MS	64%	70%	62%
Fleming MS	68%	65%	68%
Key MS	73%	63%	63%
Alief MS	70%	78%	68%
Olle MS	69%	71%	67%
Hoffman MS	74%	73%	61%
Northbrook MS	51%	62%	52%

Grade 8 Mathematics - Hispanic

	2011-12	2012-13	2013-14
Black MS	61%	52%	35%
Clifton MS	73%	78%	70%
Johnston MS	71%	82%	83%
Marshall MS	63%	82%	62%
McReynolds MS	67%	68%	71%
Fondren MS	59%	72%	52%
Fleming MS	70%	59%	76%
Key MS	83%	75%	68%
Alief MS	78%	70%	80%
Olle MS	60%	70%	60%
Hoffman MS	73%	72%	62%
Northbrook MS	38%	37%	52%

Grade 8 Science - Hispanic

	2011-12	2012-13	2013-14
Black MS	54%	49%	33%
Clifton MS	82%	86%	86%
Johnston MS	72%	70%	72%
Marshall MS	65%	72%	72%
McReynolds MS	84%	50%	48%
Fondren MS	68%	75%	70%
Fleming MS	69%	56%	41%
Key MS	86%	82%	67%
Alief MS	68%	78%	64%
Olle MS	62%	80%	63%
Hoffman MS	55%	62%	46%
Northbrook MS	46%	60%	45%

Grade 8 Social Studies - Hispanic

	2011-12	2012-13	2013-14
Black MS	18%	28%	22%
Clifton MS	58%	67%	67%
Johnston MS	67%	61%	54%
Marshall MS	53%	38%	37%
McReynolds MS	40%	41%	39%
Fondren MS	63%	52%	49%
Fleming MS	51%	42%	41%
Key MS	44%	41%	20%
Alief MS	41%	45%	40%
Olle MS	44%	49%	43%
Hoffman MS	44%	46%	26%
Northbrook MS	30%	35%	25%

~ Zero observations reported for this subgroup

* Results are masked due to small numbers to protect confidentiality

NA - Data not available

Not open - School not yet open

Grade NA - School open but grade level not yet added

**Other Attachments - Student Academic Achievement
STAAR End-of-Course Results - YES Prep, State, and Houston ISD**

The following are the Phase-in 1 - Level II: Satisfactory or Above rates (i.e., Passing Rates).

The STAAR End-of-Course tests were first administered during the 2012-13 school year; however, some tests administered that year were phased-out and not administered again in 2013-14.

ELA Reading I - All		ELA Reading II - All		Algebra I - All Students	
	2012-13		2012-13	2012-13	2013-14
YES Prep	84%	YES Prep	93%	YES Prep	92%
State	69%	State	79%	State	81%
Houston ISD	63%	Houston ISD	72%	Houston ISD	75%

Algebra II - All Students		Geometry - All Students		ELA Writing I - All	
	2012-13		2012-13		2012-13
YES Prep	98%	YES Prep	95%	YES Prep	76%
State	97%	State	85%	State	55%
Houston ISD	94%	Houston ISD	81%	Houston ISD	51%

ELA Writing II - All		Chemistry - All Students		Biology - All Students	
	2012-13		2012-13	2012-13	2013-14
YES Prep	80%	YES Prep	96%	YES Prep	97%
State	55%	State	84%	State	91%
Houston ISD	47%	Houston ISD	76%	Houston ISD	85%

World Geography - All Students		World History - All		U.S. History - All Students	
	2012-13		2012-13		2013-14
YES Prep	94%	YES Prep	92%	YES Prep	99%
State	75%	State	71%	State	92%
Houston ISD	67%	Houston ISD	63%	Houston ISD	90%

English I - All Students	
	2013-14
YES Prep	83%
State	62%
Houston ISD	52%

English II - All Students	
	2013-14
YES Prep	90%
State	66%
Houston ISD	56%

ELA Reading I - Eco. Dis.	
	2012-13
YES Prep	83%
State	60%
Houston ISD	59%

ELA Reading II - Eco. Dis.	
	2012-13
YES Prep	93%
State	70%
Houston ISD	69%

Algebra I - Eco. Dis.		
	2012-13	2013-14
YES Prep	93%	91%
State	71%	75%
Houston ISD	70%	73%

Algebra II - Eco. Dis.	
	2012-13
YES Prep	97%
State	95%
Houston ISD	93%

Geometry - Eco. Dis.	
	2012-13
YES Prep	95%
State	80%
Houston ISD	79%

ELA Writing I - Eco. Dis.	
	2012-13
YES Prep	76%
State	45%
Houston ISD	46%

ELA Writing II - Eco. Dis.	
	2012-13
YES Prep	79%
State	43%
Houston ISD	42%

Chemistry - Eco. Dis.	
	2012-13
YES Prep	96%
State	78%
Houston ISD	74%

Biology - Eco. Dis.		
	2012-13	2013-14
YES Prep	97%	96%
State	78%	87%
Houston ISD	75%	83%

World Geography - Eco.	
	2012-13
YES Prep	94%
State	67%
Houston ISD	64%

World History - Eco. Dis.	
	2012-13
YES Prep	93%
State	60%
Houston ISD	58%

U.S. History - Eco. Dis.	
	2013-14
YES Prep	99%
State	88%
Houston ISD	88%

English I - Eco. Dis.	
	2013-14
YES Prep	83%
State	52%
Houston ISD	47%

English II - Eco. Dis.	
	2013-14
YES Prep	89%
State	55%
Houston ISD	51%

ELA Reading I - LEP	
	2012-13
YES Prep	62%
State	29%
Houston ISD	25%

ELA Reading II - LEP	
	2012-13
YES Prep	67%
State	36%
Houston ISD	33%

Algebra I - LEP		
	2012-13	2013-14
YES Prep	87%	78%
State	52%	56%
Houston ISD	50%	50%

Algebra II - LEP	
	2012-13
YES Prep	89%
State	84%
Houston ISD	70%

Geometry - LEP	
	2012-13
YES Prep	84%
State	63%
Houston ISD	60%

ELA Writing I - LEP	
	2012-13
YES Prep	43%
State	18%
Houston ISD	16%

ELA Writing II - LEP	
	2012-13
YES Prep	56%
State	15%
Houston ISD	14%

Chemistry - LEP	
	2012-13
YES Prep	88%
State	56%
Houston ISD	48%

Biology - LEP		
	2012-13	2013-14
YES Prep	92%	90%
State	54%	69%
Houston ISD	51%	63%

World Geography - LEP	
	2012-13
YES Prep	95%
State	40%
Houston ISD	36%

World History - LEP	
	2012-13
YES Prep	63%
State	32%
Houston ISD	28%

U.S. History - LEP	
	2013-14
YES Prep	100%
State	70%
Houston ISD	63%

English I - LEP	
	2013-14
YES Prep	59%
State	21%
Houston ISD	14%

English II - LEP	
	2013-14
YES Prep	57%
State	20%
Houston ISD	12%

ELA Reading I - Special	
	2012-13
YES Prep	25%
State	44%
Houston ISD	42%

ELA Reading II - Special	
	2012-13
YES Prep	76%
State	52%
Houston ISD	48%

Algebra I - Special Edu.		
	2012-13	2013-14
YES Prep	56%	36%
State	47%	46%
Houston ISD	42%	35%

Algebra II - Special Edu.	
	2012-13
YES Prep	83%
State	79%
Houston ISD	67%

Geometry - Special Edu.	
	2012-13
YES Prep	50%
State	52%
Houston ISD	48%

ELA Writing I - Special	
	2012-13
YES Prep	30%
State	29%
Houston ISD	29%

ELA Writing II - Special	
	2012-13
YES Prep	52%
State	39%
Houston ISD	39%

Chemistry - Special Edu.	
	2012-13
YES Prep	68%
State	49%
Houston ISD	39%

Biology - Special Edu.		
	2012-13	2013-14
YES Prep	67%	71%
State	55%	66%
Houston ISD	49%	54%

World Geography - Special Edu.	
	2012-13
YES Prep	65%
State	48%
Houston ISD	44%

World History - Special	
	2012-13
YES Prep	70%
State	40%
Houston ISD	40%

U.S. History - Special Edu.	
	2013-14
YES Prep	90%
State	67%
Houston ISD	60%

English I - Special Edu.	
	2013-14
YES Prep	34%
State	23%
Houston ISD	16%

English II - Special Edu.	
	2013-14
YES Prep	26%
State	22%
Houston ISD	18%

ELA Reading I - African	
	2012-13
YES Prep	84%
State	60%
Houston ISD	58%

ELA Reading II - African	
	2012-13
YES Prep	97%
State	71%
Houston ISD	69%

Algebra I - African Am.		
	2012-13	2013-14
YES Prep	89%	81%
State	69%	72%
Houston ISD	65%	66%

Algebra II - African Am.	
	2012-13
YES Prep	100%
State	96%
Houston ISD	91%

Geometry - African Am.	
	2012-13
YES Prep	91%
State	76%
Houston ISD	73%

ELA Writing I - African	
	2012-13
YES Prep	78%
State	46%
Houston ISD	45%

ELA Writing II - African	
	2012-13
YES Prep	84%
State	41%
Houston ISD	39%

Chemistry - African Am.	
	2012-13
YES Prep	100%
State	79%
Houston ISD	72%

Biology - African Am.		
	2012-13	2013-14
YES Prep	93%	91%
State	78%	86%
Houston ISD	73%	81%

World Geography - African Am.	
	2012-13
YES Prep	91%
State	65%
Houston ISD	59%

World History - African	
	2012-13
YES Prep	93%
State	61%
Houston ISD	57%

U.S. History - African Am.	
	2013-14
YES Prep	100%
State	89%
Houston ISD	88%

English I - African Am.	
	2013-14
YES Prep	78%
State	53%
Houston ISD	46%

English II - African Am.	
	2013-14
YES Prep	92%
State	55%
Houston ISD	50%

ELA Reading I - Hispanic	
	2012-13
YES Prep	83%
State	63%
Houston ISD	61%

ELA Reading II - Hispanic	
	2012-13
YES Prep	92%
State	73%
Houston ISD	69%

Algebra I - Hispanic		
	2012-13	2013-14
YES Prep	92%	92%
State	74%	77%
Houston ISD	72%	76%

Algebra II - Hispanic	
	2012-13
YES Prep	97%
State	96%
Houston ISD	93%

Geometry - Hispanic	
	2012-13
YES Prep	95%
State	82%
Houston ISD	81%

ELA Writing I - Hispanic	
	2012-13
YES Prep	75%
State	48%
Houston ISD	48%

ELA Writing II - Hispanic	
	2012-13
YES Prep	80%
State	46%
Houston ISD	43%

Chemistry - Hispanic	
	2012-13
YES Prep	96%
State	80%
Houston ISD	74%

Biology - Hispanic		
	2012-13	2013-14
YES Prep	97%	97%
State	80%	88%
Houston ISD	76%	85%

World Geography -	2012-13
YES Prep	95%
State	70%
Houston ISD	67%

World History - Hispanic	2012-13
YES Prep	92%
State	63%
Houston ISD	59%

U.S. History - Hispanic	2013-14
YES Prep	99%
State	89%
Houston ISD	89%

English I - Hispanic	2013-14
YES Prep	84%
State	55%
Houston ISD	50%

English II - Hispanic	2013-14
YES Prep	89%
State	58%
Houston ISD	53%

~ Zero observations reported for this subgroup
 * Results are masked due to small numbers to protect confidentiality
 NA - Data not available
 Not open - School not yet open
 Grade NA - School open but grade level not yet added

**Other Attachments - Student Academic Achievement
STAAR End-of-Course Results - YES Prep's Current Schools**

The following are the Phase-in 1 - Level II: Satisfactory or Above rates (i.e., Passing Rates).

The STAAR End-of-Course tests were first administered during the 2012-13 school year; however, some tests administered that year were phased-out and not administered again in 2013-14.

ELA Reading I - All Students		ELA Reading II - All Students		Algebra I - All Students	
	2012-13		2012-13	2012-13	2013-14
YES Prep Southeast	81%	YES Prep Southeast	94%	YES Prep Southeast	92% 94%
YES Prep North Central	89%	YES Prep North Central	97%	YES Prep North Central	95% 96%
YES Prep Southwest	89%	YES Prep Southwest	97%	YES Prep Southwest	94% 93%
YES Prep East End	77%	YES Prep East End	84%	YES Prep East End	89% 89%
YES Prep Gulfton	78%	YES Prep Gulfton	94%	YES Prep Gulfton	87% 80%
YES Prep West	91%	YES Prep West	Grade NA	YES Prep West	95% 97%
YES Prep Brays Oaks	82%	YES Prep Brays Oaks	Grade NA	YES Prep Brays Oaks	90% 86%
YES Prep North Forest	62%	YES Prep North Forest	80%	YES Prep North Forest	78% 82%
YES Prep Northside	Grade NA	YES Prep Northside	Grade NA	YES Prep Northside	Grade NA Grade NA
YES Prep Fifth Ward	Grade NA	YES Prep Fifth Ward	Grade NA	YES Prep Fifth Ward	Grade NA Grade NA
YES Prep Northbrook	Grade NA	YES Prep Northbrook	Grade NA	YES Prep Northbrook	Grade NA Grade NA
YES Prep White Oak	Not open	YES Prep White Oak	Not open	YES Prep White Oak	Not open Grade NA
YES Prep Hoffman	Not open	YES Prep Hoffman	Not open	YES Prep Hoffman	Not open Grade NA
Algebra II - All Students		Geometry - All Students		ELA Writing I - All Students	
	2012-13		2012-13		2012-13
YES Prep Southeast	99%	YES Prep Southeast	98%	YES Prep Southeast	74%
YES Prep North Central	100%	YES Prep North Central	96%	YES Prep North Central	77%
YES Prep Southwest	100%	YES Prep Southwest	98%	YES Prep Southwest	84%
YES Prep East End	94%	YES Prep East End	89%	YES Prep East End	74%
YES Prep Gulfton	96%	YES Prep Gulfton	92%	YES Prep Gulfton	68%
YES Prep West	Grade NA	YES Prep West	98%	YES Prep West	83%
YES Prep Brays Oaks	Grade NA	YES Prep Brays Oaks	96%	YES Prep Brays Oaks	66%
YES Prep North Forest	100%	YES Prep North Forest	90%	YES Prep North Forest	43%
YES Prep Northside	Grade NA	YES Prep Northside	Grade NA	YES Prep Northside	Grade NA

YES Prep Fifth Ward Grade NA
YES Prep Northbrook Grade NA
YES Prep White Oak Not open
YES Prep Hoffman Not open

YES Prep Fifth Ward Grade NA
YES Prep Northbrook Grade NA
YES Prep White Oak Not open
YES Prep Hoffman Not open

YES Prep Fifth Ward Grade NA
YES Prep Northbrook Grade NA
YES Prep White Oak Not open
YES Prep Hoffman Not open

ELA Writing II - All Students

2012-13

YES Prep Southeast 83%
YES Prep North Central 88%
YES Prep Southwest 87%
YES Prep East End 69%
YES Prep Gulfton 75%
YES Prep West Grade NA
YES Prep Brays Oaks Grade NA
YES Prep North Forest 60%
YES Prep Northside Grade NA
YES Prep Fifth Ward Grade NA
YES Prep Northbrook Grade NA
YES Prep White Oak Not open
YES Prep Hoffman Not open

Chemistry - All Students

2012-13

YES Prep Southeast 98%
YES Prep North Central 99%
YES Prep Southwest 100%
YES Prep East End 85%
YES Prep Gulfton 100%
YES Prep West Grade NA
YES Prep Brays Oaks Grade NA
YES Prep North Forest 100%
YES Prep Northside Grade NA
YES Prep Fifth Ward Grade NA
YES Prep Northbrook Grade NA
YES Prep White Oak Not open
YES Prep Hoffman Not open

Biology - All Students

2012-13

2013-14

YES Prep Southeast 98% 98%
YES Prep North Central 97% 97%
YES Prep Southwest 97% 94%
YES Prep East End 97% 96%
YES Prep Gulfton 94% 95%
YES Prep West 100% 96%
YES Prep Brays Oaks 96% 99%
YES Prep North Forest 90% 93%
YES Prep Northside Grade NA Grade NA
YES Prep Fifth Ward Grade NA Grade NA
YES Prep Northbrook Grade NA Grade NA
YES Prep White Oak Not open Grade NA
YES Prep Hoffman Not open Grade NA

World Geography - All Students

2012-13

YES Prep Southeast 93%
YES Prep North Central 93%
YES Prep Southwest 95%
YES Prep East End 98%
YES Prep Gulfton 91%
YES Prep West 97%
YES Prep Brays Oaks 94%
YES Prep North Forest 65%
YES Prep Northside Grade NA
YES Prep Fifth Ward Grade NA
YES Prep Northbrook Grade NA
YES Prep White Oak Not open

World History - All Students

2012-13

YES Prep Southeast 92%
YES Prep North Central 90%
YES Prep Southwest 92%
YES Prep East End 93%
YES Prep Gulfton 94%
YES Prep West Grade NA
YES Prep Brays Oaks Grade NA
YES Prep North Forest 83%
YES Prep Northside Grade NA
YES Prep Fifth Ward Grade NA
YES Prep Northbrook Grade NA
YES Prep White Oak Not open

U.S. History - All Students

2013-14

YES Prep Southeast 99%
YES Prep North Central 100%
YES Prep Southwest 99%
YES Prep East End 98%
YES Prep Gulfton 99%
YES Prep West Grade NA
YES Prep Brays Oaks Grade NA
YES Prep North Forest 100%
YES Prep Northside Grade NA
YES Prep Fifth Ward Grade NA
YES Prep Northbrook Grade NA
YES Prep White Oak Grade NA

YES Prep Hoffman	Not open	YES Prep Hoffman	Not open	YES Prep Hoffman	Grade NA
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English I - All Students

2013-14

YES Prep Southeast	81%
YES Prep North Central	93%
YES Prep Southwest	90%
YES Prep East End	76%
YES Prep Gulfton	76%
YES Prep West	86%
YES Prep Brays Oaks	85%
YES Prep North Forest	77%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Grade NA
YES Prep Hoffman	Grade NA

English II - All Students

2013-14

YES Prep Southeast	91%
YES Prep North Central	88%
YES Prep Southwest	92%
YES Prep East End	85%
YES Prep Gulfton	80%
YES Prep West	98%
YES Prep Brays Oaks	94%
YES Prep North Forest	88%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Grade NA
YES Prep Hoffman	Grade NA

ELA Reading I - Eco. Dis.

2012-13

YES Prep Southeast	81%
YES Prep North Central	90%
YES Prep Southwest	89%
YES Prep East End	77%
YES Prep Gulfton	80%
YES Prep West	90%
YES Prep Brays Oaks	76%
YES Prep North Forest	62%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

ELA Reading II - Eco. Dis.

2012-13

YES Prep Southeast	94%
YES Prep North Central	97%
YES Prep Southwest	99%
YES Prep East End	83%
YES Prep Gulfton	94%
YES Prep West	Grade NA
YES Prep Brays Oaks	Grade NA
YES Prep North Forest	80%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

Algebra I - Eco. Dis.

2012-13 2013-14

YES Prep Southeast	94%	94%
YES Prep North Central	96%	96%
YES Prep Southwest	95%	94%
YES Prep East End	89%	88%
YES Prep Gulfton	88%	79%
YES Prep West	97%	98%
YES Prep Brays Oaks	90%	85%
YES Prep North Forest	78%	84%
YES Prep Northside	Grade NA	Grade NA
YES Prep Fifth Ward	Grade NA	Grade NA
YES Prep Northbrook	Grade NA	Grade NA
YES Prep White Oak	Not open	Grade NA
YES Prep Hoffman	Not open	Grade NA

Algebra II - Eco. Dis.

	2012-13
YES Prep Southeast	98%
YES Prep North Central	100%
YES Prep Southwest	100%
YES Prep East End	95%
YES Prep Gulfton	96%
YES Prep West	Grade NA
YES Prep Brays Oaks	Grade NA
YES Prep North Forest	100%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

Geometry - Eco. Dis.

	2012-13
YES Prep Southeast	97%
YES Prep North Central	96%
YES Prep Southwest	98%
YES Prep East End	88%
YES Prep Gulfton	91%
YES Prep West	99%
YES Prep Brays Oaks	95%
YES Prep North Forest	90%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

ELA Writing I - Eco. Dis.

	2012-13
YES Prep Southeast	78%
YES Prep North Central	78%
YES Prep Southwest	85%
YES Prep East End	72%
YES Prep Gulfton	68%
YES Prep West	83%
YES Prep Brays Oaks	62%
YES Prep North Forest	43%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

ELA Writing II - Eco. Dis.

	2012-13
YES Prep Southeast	80%
YES Prep North Central	89%
YES Prep Southwest	86%
YES Prep East End	68%
YES Prep Gulfton	74%
YES Prep West	Grade NA
YES Prep Brays Oaks	Grade NA
YES Prep North Forest	60%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

Chemistry - Eco. Dis.

	2012-13
YES Prep Southeast	99%
YES Prep North Central	99%
YES Prep Southwest	100%
YES Prep East End	86%
YES Prep Gulfton	100%
YES Prep West	Grade NA
YES Prep Brays Oaks	Grade NA
YES Prep North Forest	100%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

Biology - Eco. Dis.

	2012-13	2013-14
YES Prep Southeast	99%	98%
YES Prep North Central	98%	98%
YES Prep Southwest	97%	95%
YES Prep East End	96%	96%
YES Prep Gulfton	94%	95%
YES Prep West	100%	97%
YES Prep Brays Oaks	95%	100%
YES Prep North Forest	90%	91%
YES Prep Northside	Grade NA	Grade NA
YES Prep Fifth Ward	Grade NA	Grade NA
YES Prep Northbrook	Grade NA	Grade NA
YES Prep White Oak	Not open	Grade NA
YES Prep Hoffman	Not open	Grade NA

World Geography - Eco. Dis.**2012-13**

YES Prep Southeast	94%
YES Prep North Central	93%
YES Prep Southwest	97%
YES Prep East End	97%
YES Prep Gulfton	91%
YES Prep West	97%
YES Prep Brays Oaks	92%
YES Prep North Forest	65%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

World History - Eco. Dis.**2012-13**

YES Prep Southeast	94%
YES Prep North Central	90%
YES Prep Southwest	93%
YES Prep East End	92%
YES Prep Gulfton	93%
YES Prep West	Grade NA
YES Prep Brays Oaks	Grade NA
YES Prep North Forest	83%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

U.S. History - Eco. Dis.**2013-14**

YES Prep Southeast	99%
YES Prep North Central	100%
YES Prep Southwest	98%
YES Prep East End	98%
YES Prep Gulfton	99%
YES Prep West	Grade NA
YES Prep Brays Oaks	Grade NA
YES Prep North Forest	100%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Grade NA
YES Prep Hoffman	Grade NA

English I - Eco. Dis.**2013-14**

YES Prep Southeast	83%
YES Prep North Central	93%
YES Prep Southwest	90%
YES Prep East End	78%
YES Prep Gulfton	75%
YES Prep West	86%
YES Prep Brays Oaks	87%
YES Prep North Forest	75%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Grade NA
YES Prep Hoffman	Grade NA

English II - Eco. Dis.**2013-14**

YES Prep Southeast	93%
YES Prep North Central	86%
YES Prep Southwest	92%
YES Prep East End	83%
YES Prep Gulfton	79%
YES Prep West	99%
YES Prep Brays Oaks	94%
YES Prep North Forest	90%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Grade NA
YES Prep Hoffman	Grade NA

ELA Reading I - LEP

	2012-13
YES Prep Southeast	~
YES Prep North Central	75%
YES Prep Southwest	~
YES Prep East End	~
YES Prep Gulfton	67%
YES Prep West	~
YES Prep Brays Oaks	~
YES Prep North Forest	~
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

ELA Reading II - LEP

	2012-13
YES Prep Southeast	~
YES Prep North Central	100%
YES Prep Southwest	*
YES Prep East End	~
YES Prep Gulfton	~
YES Prep West	Grade NA
YES Prep Brays Oaks	Grade NA
YES Prep North Forest	~
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

Algebra I - LEP

	2012-13	2013-14
YES Prep Southeast	~	71%
YES Prep North Central	88%	83%
YES Prep Southwest	75%	80%
YES Prep East End	88%	71%
YES Prep Gulfton	88%	59%
YES Prep West	89%	95%
YES Prep Brays Oaks	100%	85%
YES Prep North Forest	~	100%
YES Prep Northside	Grade NA	Grade NA
YES Prep Fifth Ward	Grade NA	Grade NA
YES Prep Northbrook	Grade NA	Grade NA
YES Prep White Oak	Not open	Grade NA
YES Prep Hoffman	Not open	Grade NA

Algebra II - LEP

	2012-13
YES Prep Southeast	~
YES Prep North Central	~
YES Prep Southwest	*
YES Prep East End	~
YES Prep Gulfton	~
YES Prep West	Grade NA
YES Prep Brays Oaks	Grade NA
YES Prep North Forest	~
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

Geometry - LEP

	2012-13
YES Prep Southeast	~
YES Prep North Central	83%
YES Prep Southwest	~
YES Prep East End	75%
YES Prep Gulfton	88%
YES Prep West	~
YES Prep Brays Oaks	~
YES Prep North Forest	~
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

ELA Writing I - LEP

	2012-13
YES Prep Southeast	~
YES Prep North Central	~
YES Prep Southwest	~
YES Prep East End	~
YES Prep Gulfton	~
YES Prep West	~
YES Prep Brays Oaks	~
YES Prep North Forest	~
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

ELA Writing II - LEP

	2012-13
YES Prep Southeast	~
YES Prep North Central	~
YES Prep Southwest	*
YES Prep East End	~
YES Prep Gulfton	~
YES Prep West	Grade NA
YES Prep Brays Oaks	Grade NA
YES Prep North Forest	~
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

Chemistry - LEP

	2012-13
YES Prep Southeast	~
YES Prep North Central	100%
YES Prep Southwest	*
YES Prep East End	75%
YES Prep Gulfton	~
YES Prep West	Grade NA
YES Prep Brays Oaks	Grade NA
YES Prep North Forest	~
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

Biology - LEP

	2012-13	2013-14
YES Prep Southeast	~	80%
YES Prep North Central	100%	100%
YES Prep Southwest	~	63%
YES Prep East End	86%	94%
YES Prep Gulfton	92%	86%
YES Prep West	~	92%
YES Prep Brays Oaks	~	100%
YES Prep North Forest	~	100%
YES Prep Northside	Grade NA	Grade NA
YES Prep Fifth Ward	Grade NA	Grade NA
YES Prep Northbrook	Grade NA	Grade NA
YES Prep White Oak	Not open	Grade NA
YES Prep Hoffman	Not open	Grade NA

World Geography - LEP

	2012-13
YES Prep Southeast	~
YES Prep North Central	100%
YES Prep Southwest	~
YES Prep East End	86%
YES Prep Gulfton	92%
YES Prep West	~
YES Prep Brays Oaks	~
YES Prep North Forest	*
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

World History - LEP

	2012-13
YES Prep Southeast	~
YES Prep North Central	~
YES Prep Southwest	*
YES Prep East End	88%
YES Prep Gulfton	~
YES Prep West	Grade NA
YES Prep Brays Oaks	Grade NA
YES Prep North Forest	~
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

U.S. History - LEP

	2013-14
YES Prep Southeast	~
YES Prep North Central	~
YES Prep Southwest	~
YES Prep East End	~
YES Prep Gulfton	~
YES Prep West	Grade NA
YES Prep Brays Oaks	Grade NA
YES Prep North Forest	~
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Grade NA
YES Prep Hoffman	Grade NA

English I - LEP

	2013-14
YES Prep Southeast	80%
YES Prep North Central	73%
YES Prep Southwest	56%
YES Prep East End	50%
YES Prep Gulfton	54%
YES Prep West	50%
YES Prep Brays Oaks	87%
YES Prep North Forest	43%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Grade NA
YES Prep Hoffman	Grade NA

English II - LEP

	2013-14
YES Prep Southeast	~
YES Prep North Central	~
YES Prep Southwest	~
YES Prep East End	13%
YES Prep Gulfton	44%
YES Prep West	~
YES Prep Brays Oaks	~
YES Prep North Forest	86%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Grade NA
YES Prep Hoffman	Grade NA

ELA Reading I - Special Edu.

	2012-13
YES Prep Southeast	~
YES Prep North Central	~
YES Prep Southwest	~
YES Prep East End	~
YES Prep Gulfton	31%
YES Prep West	~
YES Prep Brays Oaks	~
YES Prep North Forest	~
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

ELA Reading II - Special Edu.

	2012-13
YES Prep Southeast	~
YES Prep North Central	83%
YES Prep Southwest	~
YES Prep East End	~
YES Prep Gulfton	~
YES Prep West	Grade NA
YES Prep Brays Oaks	Grade NA
YES Prep North Forest	~
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

Algebra I - Special Edu.

	2012-13	2013-14
YES Prep Southeast	70%	40%
YES Prep North Central	70%	~
YES Prep Southwest	~	14%
YES Prep East End	~	20%
YES Prep Gulfton	47%	17%
YES Prep West	~	60%
YES Prep Brays Oaks	~	38%
YES Prep North Forest	~	~
YES Prep Northside	Grade NA	Grade NA
YES Prep Fifth Ward	Grade NA	Grade NA
YES Prep Northbrook	Grade NA	Grade NA
YES Prep White Oak	Not open	Grade NA
YES Prep Hoffman	Not open	Grade NA

Algebra II - Special Edu.

	2012-13
YES Prep Southeast	~
YES Prep North Central	~
YES Prep Southwest	*
YES Prep East End	~
YES Prep Gulfton	~
YES Prep West	Grade NA
YES Prep Brays Oaks	Grade NA
YES Prep North Forest	~
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

Geometry - Special Edu.

	2012-13
YES Prep Southeast	~
YES Prep North Central	63%
YES Prep Southwest	~
YES Prep East End	~
YES Prep Gulfton	63%
YES Prep West	~
YES Prep Brays Oaks	~
YES Prep North Forest	~
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

ELA Writing I - Special Edu.

	2012-13
YES Prep Southeast	~
YES Prep North Central	~
YES Prep Southwest	~
YES Prep East End	~
YES Prep Gulfton	35%
YES Prep West	~
YES Prep Brays Oaks	~
YES Prep North Forest	~
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

ELA Writing II - Special Edu.

	2012-13
YES Prep Southeast	~
YES Prep North Central	~
YES Prep Southwest	~
YES Prep East End	~
YES Prep Gulfton	~
YES Prep West	Grade NA
YES Prep Brays Oaks	Grade NA
YES Prep North Forest	~
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

Chemistry - Special Edu.

	2012-13
YES Prep Southeast	~
YES Prep North Central	~
YES Prep Southwest	~
YES Prep East End	~
YES Prep Gulfton	~
YES Prep West	Grade NA
YES Prep Brays Oaks	Grade NA
YES Prep North Forest	~
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

Biology - Special Edu.

	2012-13	2013-14
YES Prep Southeast	86%	83%
YES Prep North Central	71%	83%
YES Prep Southwest	~	40%
YES Prep East End	~	60%
YES Prep Gulfton	71%	~
YES Prep West	~	67%
YES Prep Brays Oaks	~	100%
YES Prep North Forest	56%	~
YES Prep Northside	Grade NA	Grade NA
YES Prep Fifth Ward	Grade NA	Grade NA
YES Prep Northbrook	Grade NA	Grade NA
YES Prep White Oak	Not open	Grade NA
YES Prep Hoffman	Not open	Grade NA

World Geography - Special Edu.**2012-13**

YES Prep Southeast	~
YES Prep North Central	71%
YES Prep Southwest	56%
YES Prep East End	~
YES Prep Gulfton	73%
YES Prep West	~
YES Prep Brays Oaks	~
YES Prep North Forest	~
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

World History - Special Edu.**2012-13**

YES Prep Southeast	~
YES Prep North Central	~
YES Prep Southwest	~
YES Prep East End	~
YES Prep Gulfton	~
YES Prep West	Grade NA
YES Prep Brays Oaks	Grade NA
YES Prep North Forest	~
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

U.S. History - Special Edu.**2013-14**

YES Prep Southeast	~
YES Prep North Central	100%
YES Prep Southwest	~
YES Prep East End	100%
YES Prep Gulfton	~
YES Prep West	Grade NA
YES Prep Brays Oaks	Grade NA
YES Prep North Forest	~
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Grade NA
YES Prep Hoffman	Grade NA

English I - Special Edu.**2013-14**

YES Prep Southeast	10%
YES Prep North Central	86%
YES Prep Southwest	22%
YES Prep East End	0%
YES Prep Gulfton	45%
YES Prep West	~
YES Prep Brays Oaks	50%
YES Prep North Forest	~
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Grade NA
YES Prep Hoffman	Grade NA

English II - Special Edu.**2013-14**

YES Prep Southeast	20%
YES Prep North Central	14%
YES Prep Southwest	29%
YES Prep East End	0%
YES Prep Gulfton	36%
YES Prep West	~
YES Prep Brays Oaks	~
YES Prep North Forest	~
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Grade NA
YES Prep Hoffman	Grade NA

ELA Reading I - African Am.**2012-13**

YES Prep Southeast	~
YES Prep North Central	~
YES Prep Southwest	76%
YES Prep East End	~
YES Prep Gulfton	79%
YES Prep West	96%
YES Prep Brays Oaks	79%
YES Prep North Forest	48%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

ELA Reading II - African Am.**2012-13**

YES Prep Southeast	~
YES Prep North Central	~
YES Prep Southwest	94%
YES Prep East End	~
YES Prep Gulfton	100%
YES Prep West	Grade NA
YES Prep Brays Oaks	Grade NA
YES Prep North Forest	77%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

Algebra I - African Am.**2012-13****2013-14**

YES Prep Southeast	~	~
YES Prep North Central	~	80%
YES Prep Southwest	90%	79%
YES Prep East End	~	~
YES Prep Gulfton	75%	~
YES Prep West	95%	100%
YES Prep Brays Oaks	89%	72%
YES Prep North Forest	75%	78%
YES Prep Northside	Grade NA	Grade NA
YES Prep Fifth Ward	Grade NA	Grade NA
YES Prep Northbrook	Grade NA	Grade NA
YES Prep White Oak	Not open	Grade NA
YES Prep Hoffman	Not open	Grade NA

Algebra II - African Am.**2012-13**

YES Prep Southeast	*
YES Prep North Central	~
YES Prep Southwest	100%
YES Prep East End	*
YES Prep Gulfton	100%
YES Prep West	Grade NA
YES Prep Brays Oaks	Grade NA
YES Prep North Forest	~
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

Geometry - African Am.**2012-13**

YES Prep Southeast	~
YES Prep North Central	~
YES Prep Southwest	89%
YES Prep East End	~
YES Prep Gulfton	70%
YES Prep West	100%
YES Prep Brays Oaks	92%
YES Prep North Forest	85%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

ELA Writing I - African Am.**2012-13**

YES Prep Southeast	~
YES Prep North Central	~
YES Prep Southwest	72%
YES Prep East End	~
YES Prep Gulfton	73%
YES Prep West	96%
YES Prep Brays Oaks	71%
YES Prep North Forest	46%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

ELA Writing II - African Am.**2012-13**

YES Prep Southeast	~
YES Prep North Central	~
YES Prep Southwest	83%
YES Prep East End	~
YES Prep Gulfton	100%
YES Prep West	Grade NA
YES Prep Brays Oaks	Grade NA
YES Prep North Forest	46%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

Chemistry - African Am.**2012-13**

YES Prep Southeast	~
YES Prep North Central	~
YES Prep Southwest	100%
YES Prep East End	~
YES Prep Gulfton	100%
YES Prep West	Grade NA
YES Prep Brays Oaks	Grade NA
YES Prep North Forest	100%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

Biology - African Am.**2012-13****2013-14**

YES Prep Southeast	~	~
YES Prep North Central	~	100%
YES Prep Southwest	89%	81%
YES Prep East End	~	~
YES Prep Gulfton	85%	88%
YES Prep West	100%	95%
YES Prep Brays Oaks	93%	97%
YES Prep North Forest	86%	88%
YES Prep Northside	Grade NA	Grade NA
YES Prep Fifth Ward	Grade NA	Grade NA
YES Prep Northbrook	Grade NA	Grade NA
YES Prep White Oak	Not open	Grade NA
YES Prep Hoffman	Not open	Grade NA

World Geography - African Am.**2012-13**

YES Prep Southeast	~
YES Prep North Central	~
YES Prep Southwest	85%
YES Prep East End	~
YES Prep Gulfton	86%
YES Prep West	100%
YES Prep Brays Oaks	88%
YES Prep North Forest	65%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

World History - African Am.**2012-13**

YES Prep Southeast	~
YES Prep North Central	~
YES Prep Southwest	89%
YES Prep East End	~
YES Prep Gulfton	100%
YES Prep West	Grade NA
YES Prep Brays Oaks	Grade NA
YES Prep North Forest	69%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

U.S. History - African Am.**2013-14**

YES Prep Southeast	~
YES Prep North Central	~
YES Prep Southwest	100%
YES Prep East End	~
YES Prep Gulfton	100%
YES Prep West	Grade NA
YES Prep Brays Oaks	Grade NA
YES Prep North Forest	100%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Grade NA
YES Prep Hoffman	Grade NA

English I - African Am.**2013-14**

YES Prep Southeast	~
YES Prep North Central	80%
YES Prep Southwest	71%
YES Prep East End	~
YES Prep Gulfton	67%
YES Prep West	85%
YES Prep Brays Oaks	84%
YES Prep North Forest	76%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Grade NA
YES Prep Hoffman	Grade NA

English II - African Am.**2013-14**

YES Prep Southeast	~
YES Prep North Central	~
YES Prep Southwest	89%
YES Prep East End	~
YES Prep Gulfton	78%
YES Prep West	100%
YES Prep Brays Oaks	97%
YES Prep North Forest	88%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Grade NA
YES Prep Hoffman	Grade NA

ELA Reading I - Hispanic**2012-13**

YES Prep Southeast	80%
YES Prep North Central	88%
YES Prep Southwest	92%
YES Prep East End	77%
YES Prep Gulfton	77%
YES Prep West	87%
YES Prep Brays Oaks	85%
YES Prep North Forest	73%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

ELA Reading II - Hispanic**2012-13**

YES Prep Southeast	94%
YES Prep North Central	97%
YES Prep Southwest	97%
YES Prep East End	84%
YES Prep Gulfton	93%
YES Prep West	Grade NA
YES Prep Brays Oaks	Grade NA
YES Prep North Forest	82%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

Algebra I - Hispanic**2012-13****2013-14**

YES Prep Southeast	93%	94%
YES Prep North Central	95%	96%
YES Prep Southwest	95%	96%
YES Prep East End	89%	89%
YES Prep Gulfton	89%	80%
YES Prep West	95%	96%
YES Prep Brays Oaks	91%	91%
YES Prep North Forest	82%	85%
YES Prep Northside	Grade NA	Grade NA
YES Prep Fifth Ward	Grade NA	Grade NA
YES Prep Northbrook	Grade NA	Grade NA
YES Prep White Oak	Not open	Grade NA
YES Prep Hoffman	Not open	Grade NA

Algebra II - Hispanic

	2012-13
YES Prep Southeast	99%
YES Prep North Central	100%
YES Prep Southwest	100%
YES Prep East End	94%
YES Prep Gulfton	96%
YES Prep West	Grade NA
YES Prep Brays Oaks	Grade NA
YES Prep North Forest	100%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

Geometry - Hispanic

	2012-13
YES Prep Southeast	98%
YES Prep North Central	96%
YES Prep Southwest	100%
YES Prep East End	89%
YES Prep Gulfton	93%
YES Prep West	97%
YES Prep Brays Oaks	97%
YES Prep North Forest	93%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

ELA Writing I - Hispanic

	2012-13
YES Prep Southeast	75%
YES Prep North Central	77%
YES Prep Southwest	87%
YES Prep East End	74%
YES Prep Gulfton	66%
YES Prep West	79%
YES Prep Brays Oaks	61%
YES Prep North Forest	42%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

ELA Writing II - Hispanic

	2012-13
YES Prep Southeast	84%
YES Prep North Central	89%
YES Prep Southwest	88%
YES Prep East End	68%
YES Prep Gulfton	73%
YES Prep West	Grade NA
YES Prep Brays Oaks	Grade NA
YES Prep North Forest	68%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

Chemistry - Hispanic

	2012-13
YES Prep Southeast	99%
YES Prep North Central	99%
YES Prep Southwest	100%
YES Prep East End	85%
YES Prep Gulfton	100%
YES Prep West	Grade NA
YES Prep Brays Oaks	Grade NA
YES Prep North Forest	100%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

Biology - Hispanic

	2012-13	2013-14
YES Prep Southeast	98%	98%
YES Prep North Central	96%	98%
YES Prep Southwest	98%	96%
YES Prep East End	97%	96%
YES Prep Gulfton	95%	96%
YES Prep West	100%	96%
YES Prep Brays Oaks	99%	100%
YES Prep North Forest	93%	97%
YES Prep Northside	Grade NA	Grade NA
YES Prep Fifth Ward	Grade NA	Grade NA
YES Prep Northbrook	Grade NA	Grade NA
YES Prep White Oak	Not open	Grade NA
YES Prep Hoffman	Not open	Grade NA

World Geography - Hispanic**2012-13**

YES Prep Southeast	93%
YES Prep North Central	93%
YES Prep Southwest	97%
YES Prep East End	98%
YES Prep Gulfton	91%
YES Prep West	96%
YES Prep Brays Oaks	97%
YES Prep North Forest	67%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

World History - Hispanic**2012-13**

YES Prep Southeast	93%
YES Prep North Central	89%
YES Prep Southwest	93%
YES Prep East End	93%
YES Prep Gulfton	93%
YES Prep West	Grade NA
YES Prep Brays Oaks	Grade NA
YES Prep North Forest	91%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Not open
YES Prep Hoffman	Not open

U.S. History - Hispanic**2013-14**

YES Prep Southeast	99%
YES Prep North Central	100%
YES Prep Southwest	98%
YES Prep East End	98%
YES Prep Gulfton	99%
YES Prep West	Grade NA
YES Prep Brays Oaks	Grade NA
YES Prep North Forest	100%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Grade NA
YES Prep Hoffman	Grade NA

English I - Hispanic**2013-14**

YES Prep Southeast	83%
YES Prep North Central	93%
YES Prep Southwest	93%
YES Prep East End	75%
YES Prep Gulfton	76%
YES Prep West	87%
YES Prep Brays Oaks	85%
YES Prep North Forest	77%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Grade NA
YES Prep Hoffman	Grade NA

English II - Hispanic**2013-14**

YES Prep Southeast	92%
YES Prep North Central	88%
YES Prep Southwest	93%
YES Prep East End	85%
YES Prep Gulfton	79%
YES Prep West	98%
YES Prep Brays Oaks	91%
YES Prep North Forest	87%
YES Prep Northside	Grade NA
YES Prep Fifth Ward	Grade NA
YES Prep Northbrook	Grade NA
YES Prep White Oak	Grade NA
YES Prep Hoffman	Grade NA

~ Zero observations reported for this subgroup

* Results are masked due to small numbers to protect confidentiality

NA - Data not available

Not open - School not yet open

Grade NA - School open but grade level not yet added

**Other Attachments - Student Academic Achievement
STAAR End-of-Course Results - YES Prep's Comparison Schools**

The following are the Phase-in 1 - Level II: Satisfactory or Above rates (i.e., Passing Rates).

The STAAR End-of-Course tests were first administered during the 2012-13 school year; however, some tests administered that year were phased-out and not administered again in 2013-14.

ELA Reading I - All Stu.		ELA Reading II - All Stu.		Algebra I - All Stu.	
	2012-13		2012-13	2012-13	2013-14
Austin HS	50%	Austin HS	60%	Austin HS	65% 73%
Lee HS	52%	Lee HS	59%	Lee HS	69% 66%
Madison HS	54%	Madison HS	64%	Madison HS	53% 54%
Milby HS	55%	Milby HS	59%	Milby HS	56% 70%
Westbury HS	55%	Westbury HS	63%	Westbury HS	59% 61%
Chavez HS	58%	Chavez HS	65%	Chavez HS	63% 68%
Aldine HS	41%	Aldine HS	72%	Aldine HS	33% 45%
MacArthur HS	64%	MacArthur HS	71%	MacArthur HS	21% 16%
North Forest HS	24%	North Forest HS	41%	North Forest HS	32% 42%
Algebra II - All Stu.		Geometry - All Stu.		ELA Writing I - All Stu.	
	2012-13		2012-13		2012-13
Austin HS	100%	Austin HS	70%	Austin HS	38%
Lee HS	94%	Lee HS	77%	Lee HS	44%
Madison HS	93%	Madison HS	68%	Madison HS	42%
Milby HS	89%	Milby HS	70%	Milby HS	41%
Westbury HS	86%	Westbury HS	71%	Westbury HS	36%
Chavez HS	96%	Chavez HS	80%	Chavez HS	48%
Aldine HS	96%	Aldine HS	81%	Aldine HS	40%
MacArthur HS	100%	MacArthur HS	81%	MacArthur HS	57%
North Forest HS	100%	North Forest HS	62%	North Forest HS	20%

ELA Writing II - All Stu.

	2012-13
Austin HS	26%
Lee HS	33%
Madison HS	28%
Milby HS	30%
Westbury HS	31%
Chavez HS	38%
Aldine HS	38%
MacArthur HS	37%
North Forest HS	18%

Chemistry - All Stu.

	2012-13
Austin HS	63%
Lee HS	69%
Madison HS	47%
Milby HS	62%
Westbury HS	70%
Chavez HS	74%
Aldine HS	97%
MacArthur HS	97%
North Forest HS	53%

Biology - All Stu.

	2012-13	2013-14
Austin HS	67%	73%
Lee HS	70%	76%
Madison HS	62%	75%
Milby HS	61%	82%
Westbury HS	77%	84%
Chavez HS	68%	80%
Aldine HS	52%	60%
MacArthur HS	43%	51%
North Forest HS	45%	60%

World Geography - All Stu.

	2012-13
Austin HS	54%
Lee HS	61%
Madison HS	52%
Milby HS	51%
Westbury HS	56%
Chavez HS	64%
Aldine HS	26%
MacArthur HS	29%
North Forest HS	27%

World History - All Stu.

	2012-13
Austin HS	44%
Lee HS	49%
Madison HS	31%
Milby HS	53%
Westbury HS	58%
Chavez HS	55%
Aldine HS	72%
MacArthur HS	71%
North Forest HS	31%

U.S. History - All Stu.

	2013-14
Austin HS	88%
Lee HS	87%
Madison HS	89%
Milby HS	93%
Westbury HS	85%
Chavez HS	83%
Aldine HS	92%
MacArthur HS	92%
North Forest HS	84%

English I - All Stu.

	2013-14
Austin HS	36%
Lee HS	28%
Madison HS	36%
Milby HS	43%
Westbury HS	37%
Chavez HS	47%
Aldine HS	24%
MacArthur HS	23%
North Forest HS	24%

English II - All Stu.

	2013-14
Austin HS	39%
Lee HS	34%
Madison HS	40%
Milby HS	42%
Westbury HS	39%
Chavez HS	50%
Aldine HS	54%
MacArthur HS	52%
North Forest HS	24%

ELA Reading I - Eco. Dis.

	2012-13
Austin HS	48%
Lee HS	52%
Madison HS	56%
Milby HS	56%
Westbury HS	54%
Chavez HS	58%
Aldine HS	42%
MacArthur HS	65%
North Forest HS	24%

ELA Reading II - Eco. Dis.

	2012-13
Austin HS	59%
Lee HS	57%
Madison HS	65%
Milby HS	58%
Westbury HS	65%
Chavez HS	64%
Aldine HS	73%
MacArthur HS	71%
North Forest HS	41%

Algebra I - Eco. Dis.

	2012-13	2013-14
Austin HS	65%	73%
Lee HS	69%	66%
Madison HS	55%	56%
Milby HS	57%	72%
Westbury HS	59%	62%
Chavez HS	63%	69%
Aldine HS	32%	46%
MacArthur HS	19%	17%
North Forest HS	32%	41%

Algebra II - Eco. Dis.

	2012-13
Austin HS	100%
Lee HS	93%
Madison HS	92%
Milby HS	89%
Westbury HS	88%
Chavez HS	96%
Aldine HS	95%
MacArthur HS	100%
North Forest HS	100%

Geometry - Eco. Dis.

	2012-13
Austin HS	70%
Lee HS	77%
Madison HS	68%
Milby HS	71%
Westbury HS	71%
Chavez HS	82%
Aldine HS	83%
MacArthur HS	82%
North Forest HS	62%

ELA Writing I - Eco. Dis.

	2012-13
Austin HS	37%
Lee HS	43%
Madison HS	41%
Milby HS	40%
Westbury HS	36%
Chavez HS	47%
Aldine HS	39%
MacArthur HS	55%
North Forest HS	20%

ELA Writing II - Eco. Dis.

	2012-13
Austin HS	26%
Lee HS	32%
Madison HS	28%
Milby HS	31%
Westbury HS	32%
Chavez HS	40%
Aldine HS	37%
MacArthur HS	36%
North Forest HS	18%

Chemistry - Eco. Dis.

	2012-13
Austin HS	64%
Lee HS	69%
Madison HS	51%
Milby HS	62%
Westbury HS	70%
Chavez HS	73%
Aldine HS	97%
MacArthur HS	98%
North Forest HS	53%

Biology - Eco. Dis.

	2012-13	2013-14
Austin HS	66%	73%
Lee HS	70%	75%
Madison HS	64%	76%
Milby HS	60%	82%
Westbury HS	77%	83%
Chavez HS	69%	80%
Aldine HS	52%	59%
MacArthur HS	41%	53%
North Forest HS	45%	61%

World Geography - Eco. Dis.
2012-13

Austin HS	54%
Lee HS	60%
Madison HS	52%
Milby HS	51%
Westbury HS	56%
Chavez HS	64%
Aldine HS	26%
MacArthur HS	30%
North Forest HS	27%

World History - Eco. Dis.
2012-13

Austin HS	43%
Lee HS	49%
Madison HS	34%
Milby HS	55%
Westbury HS	57%
Chavez HS	54%
Aldine HS	72%
MacArthur HS	72%
North Forest HS	31%

U.S. History - Eco. Dis.
2013-14

Austin HS	88%
Lee HS	87%
Madison HS	90%
Milby HS	93%
Westbury HS	84%
Chavez HS	81%
Aldine HS	93%
MacArthur HS	92%
North Forest HS	84%

English I - Eco. Dis.
2013-14

Austin HS	35%
Lee HS	28%
Madison HS	37%
Milby HS	44%
Westbury HS	37%
Chavez HS	47%
Aldine HS	23%
MacArthur HS	23%
North Forest HS	22%

English II - Eco. Dis.
2013-14

Austin HS	38%
Lee HS	34%
Madison HS	40%
Milby HS	42%
Westbury HS	38%
Chavez HS	49%
Aldine HS	55%
MacArthur HS	51%
North Forest HS	22%

ELA Reading I - LEP
2012-13

Austin HS	26%
Lee HS	27%
Madison HS	28%
Milby HS	26%
Westbury HS	20%
Chavez HS	25%
Aldine HS	17%
MacArthur HS	32%
North Forest HS	~

ELA Reading II - LEP
2012-13

Austin HS	34%
Lee HS	38%
Madison HS	29%
Milby HS	28%
Westbury HS	25%
Chavez HS	28%
Aldine HS	29%
MacArthur HS	23%
North Forest HS	~

Algebra I - LEP
2012-13 2013-14

Austin HS	45%	62%
Lee HS	46%	57%
Madison HS	41%	36%
Milby HS	45%	52%
Westbury HS	43%	40%
Chavez HS	46%	47%
Aldine HS	27%	29%
MacArthur HS	~	7%
North Forest HS	25%	28%

Algebra II - LEP

	2012-13
Austin HS	100%
Lee HS	~
Madison HS	*
Milby HS	~
Westbury HS	*
Chavez HS	~
Aldine HS	~
MacArthur HS	*
North Forest HS	*

Geometry - LEP

	2012-13
Austin HS	56%
Lee HS	57%
Madison HS	62%
Milby HS	53%
Westbury HS	56%
Chavez HS	73%
Aldine HS	62%
MacArthur HS	62%
North Forest HS	62%

ELA Writing I - LEP

	2012-13
Austin HS	21%
Lee HS	22%
Madison HS	16%
Milby HS	12%
Westbury HS	7%
Chavez HS	15%
Aldine HS	11%
MacArthur HS	23%
North Forest HS	~

ELA Writing II - LEP

	2012-13
Austin HS	15%
Lee HS	13%
Madison HS	18%
Milby HS	12%
Westbury HS	11%
Chavez HS	~
Aldine HS	~
MacArthur HS	~
North Forest HS	~

Chemistry - LEP

	2012-13
Austin HS	51%
Lee HS	55%
Madison HS	44%
Milby HS	28%
Westbury HS	50%
Chavez HS	43%
Aldine HS	86%
MacArthur HS	~
North Forest HS	~

Biology - LEP

	2012-13	2013-14
Austin HS	46%	51%
Lee HS	45%	55%
Madison HS	44%	59%
Milby HS	41%	61%
Westbury HS	50%	70%
Chavez HS	50%	65%
Aldine HS	48%	62%
MacArthur HS	31%	38%
North Forest HS	37%	57%

World Geography - LEP

	2012-13
Austin HS	34%
Lee HS	39%
Madison HS	38%
Milby HS	26%
Westbury HS	36%
Chavez HS	38%
Aldine HS	25%
MacArthur HS	21%
North Forest HS	~

World History - LEP

	2012-13
Austin HS	20%
Lee HS	32%
Madison HS	27%
Milby HS	20%
Westbury HS	35%
Chavez HS	27%
Aldine HS	33%
MacArthur HS	28%
North Forest HS	45%

U.S. History - LEP

	2013-14
Austin HS	69%
Lee HS	76%
Madison HS	58%
Milby HS	82%
Westbury HS	63%
Chavez HS	41%
Aldine HS	64%
MacArthur HS	89%
North Forest HS	56%

English I - LEP

	2013-14
Austin HS	14%
Lee HS	9%
Madison HS	7%
Milby HS	16%
Westbury HS	8%
Chavez HS	9%
Aldine HS	12%
MacArthur HS	12%
North Forest HS	6%

English II - LEP

	2013-14
Austin HS	8%
Lee HS	7%
Madison HS	8%
Milby HS	12%
Westbury HS	9%
Chavez HS	14%
Aldine HS	10%
MacArthur HS	12%
North Forest HS	14%

ELA Reading I - SpEd

	2012-13
Austin HS	43%
Lee HS	36%
Madison HS	38%
Milby HS	27%
Westbury HS	36%
Chavez HS	37%
Aldine HS	28%
MacArthur HS	29%
North Forest HS	20%

ELA Reading II - SpEd

	2012-13
Austin HS	29%
Lee HS	20%
Madison HS	63%
Milby HS	38%
Westbury HS	54%
Chavez HS	42%
Aldine HS	55%
MacArthur HS	37%
North Forest HS	18%

Algebra I - SpEd

	2012-13	2013-14
Austin HS	40%	35%
Lee HS	47%	50%
Madison HS	22%	30%
Milby HS	24%	46%
Westbury HS	47%	34%
Chavez HS	27%	25%
Aldine HS	~	36%
MacArthur HS	~	8%
North Forest HS	27%	12%

Algebra II - SpEd

	2012-13
Austin HS	*
Lee HS	*
Madison HS	*
Milby HS	*
Westbury HS	*
Chavez HS	*
Aldine HS	*
MacArthur HS	*
North Forest HS	*

Geometry - SpEd

	2012-13
Austin HS	40%
Lee HS	45%
Madison HS	37%
Milby HS	33%
Westbury HS	43%
Chavez HS	46%
Aldine HS	49%
MacArthur HS	41%
North Forest HS	63%

ELA Writing I - SpEd

	2012-13
Austin HS	32%
Lee HS	34%
Madison HS	26%
Milby HS	20%
Westbury HS	23%
Chavez HS	22%
Aldine HS	23%
MacArthur HS	18%
North Forest HS	13%

ELA Writing II - SpEd

	2012-13
Austin HS	28%
Lee HS	~
Madison HS	54%
Milby HS	31%
Westbury HS	46%
Chavez HS	22%
Aldine HS	29%
MacArthur HS	22%
North Forest HS	~

Chemistry - SpEd

	2012-13
Austin HS	35%
Lee HS	42%
Madison HS	42%
Milby HS	26%
Westbury HS	41%
Chavez HS	21%
Aldine HS	86%
MacArthur HS	~
North Forest HS	~

Biology - SpEd

	2012-13	2013-14
Austin HS	48%	45%
Lee HS	33%	76%
Madison HS	37%	53%
Milby HS	34%	40%
Westbury HS	56%	62%
Chavez HS	37%	32%
Aldine HS	26%	29%
MacArthur HS	23%	70%
North Forest HS	23%	40%

World Geography - SpEd

	2012-13
Austin HS	40%
Lee HS	53%
Madison HS	35%
Milby HS	29%
Westbury HS	41%
Chavez HS	36%
Aldine HS	~
MacArthur HS	25%
North Forest HS	24%

World History - SpEd

	2012-13
Austin HS	~
Lee HS	33%
Madison HS	28%
Milby HS	34%
Westbury HS	42%
Chavez HS	36%
Aldine HS	38%
MacArthur HS	41%
North Forest HS	~

U.S. History - SpEd

	2013-14
Austin HS	57%
Lee HS	43%
Madison HS	53%
Milby HS	71%
Westbury HS	53%
Chavez HS	43%
Aldine HS	59%
MacArthur HS	48%
North Forest HS	~

English I - SpEd

	2013-14
Austin HS	16%
Lee HS	27%
Madison HS	7%
Milby HS	3%
Westbury HS	7%
Chavez HS	16%
Aldine HS	8%
MacArthur HS	10%
North Forest HS	2%

English II - SpEd

	2013-14
Austin HS	10%
Lee HS	12%
Madison HS	8%
Milby HS	7%
Westbury HS	9%
Chavez HS	9%
Aldine HS	7%
MacArthur HS	10%
North Forest HS	3%

ELA Reading I - Afr. Am.

	2012-13
Austin HS	59%
Lee HS	55%
Madison HS	54%
Milby HS	55%
Westbury HS	58%
Chavez HS	62%
Aldine HS	41%
MacArthur HS	76%
North Forest HS	21%

ELA Reading II - Afr. Am.

	2012-13
Austin HS	62%
Lee HS	61%
Madison HS	65%
Milby HS	36%
Westbury HS	64%
Chavez HS	66%
Aldine HS	69%
MacArthur HS	76%
North Forest HS	39%

Algebra I - Afr. Am.

	2012-13	2013-14
Austin HS	70%	73%
Lee HS	64%	40%
Madison HS	47%	50%
Milby HS	36%	59%
Westbury HS	55%	56%
Chavez HS	62%	60%
Aldine HS	25%	52%
MacArthur HS	~	27%
North Forest HS	31%	39%

Algebra II - Afr. Am.

	2012-13
Austin HS	~
Lee HS	~
Madison HS	~
Milby HS	~
Westbury HS	85%
Chavez HS	100%
Aldine HS	~
MacArthur HS	~
North Forest HS	100%

Geometry - Afr. Am.

	2012-13
Austin HS	90%
Lee HS	55%
Madison HS	62%
Milby HS	64%
Westbury HS	67%
Chavez HS	72%
Aldine HS	79%
MacArthur HS	72%
North Forest HS	58%

ELA Writing I - Afr. Am.

	2012-13
Austin HS	47%
Lee HS	40%
Madison HS	43%
Milby HS	41%
Westbury HS	33%
Chavez HS	51%
Aldine HS	41%
MacArthur HS	55%
North Forest HS	16%

ELA Writing II - Afr. Am.

	2012-13
Austin HS	~
Lee HS	33%
Madison HS	23%
Milby HS	~
Westbury HS	28%
Chavez HS	32%
Aldine HS	36%
MacArthur HS	29%
North Forest HS	18%

Chemistry - Afr. Am.

	2012-13
Austin HS	81%
Lee HS	72%
Madison HS	44%
Milby HS	48%
Westbury HS	73%
Chavez HS	78%
Aldine HS	96%
MacArthur HS	96%
North Forest HS	55%

Biology - Afr. Am.

	2012-13	2013-14
Austin HS	71%	68%
Lee HS	64%	67%
Madison HS	60%	73%
Milby HS	71%	77%
Westbury HS	76%	80%
Chavez HS	64%	74%
Aldine HS	~	63%
MacArthur HS	~	~
North Forest HS	44%	57%

World Geography - Afr. Am.
2012-13

Austin HS	45%
Lee HS	65%
Madison HS	49%
Milby HS	45%
Westbury HS	48%
Chavez HS	62%
Aldine HS	32%
MacArthur HS	~
North Forest HS	25%

World History - Afr. Am.
2012-13

Austin HS	48%
Lee HS	63%
Madison HS	27%
Milby HS	58%
Westbury HS	48%
Chavez HS	55%
Aldine HS	69%
MacArthur HS	76%
North Forest HS	24%

U.S. History - Afr. Am.
2013-14

Austin HS	100%
Lee HS	79%
Madison HS	86%
Milby HS	91%
Westbury HS	84%
Chavez HS	90%
Aldine HS	87%
MacArthur HS	91%
North Forest HS	87%

English I - Afr. Am.

2013-14

Austin HS	33%
Lee HS	22%
Madison HS	35%
Milby HS	53%
Westbury HS	40%
Chavez HS	50%
Aldine HS	18%
MacArthur HS	23%
North Forest HS	20%

English II - Afr. Am.

2013-14

Austin HS	44%
Lee HS	30%
Madison HS	40%
Milby HS	57%
Westbury HS	40%
Chavez HS	51%
Aldine HS	35%
MacArthur HS	47%
North Forest HS	19%

ELA Reading I - Hisp.

2012-13

Austin HS	50%
Lee HS	53%
Madison HS	54%
Milby HS	55%
Westbury HS	54%
Chavez HS	57%
Aldine HS	41%
MacArthur HS	64%
North Forest HS	34%

ELA Reading II - Hisp.

2012-13

Austin HS	60%
Lee HS	59%
Madison HS	63%
Milby HS	60%
Westbury HS	64%
Chavez HS	63%
Aldine HS	72%
MacArthur HS	70%
North Forest HS	51%

Algebra I - Hisp.

2012-13 2013-14

Austin HS	65%	73%
Lee HS	72%	71%
Madison HS	58%	59%
Milby HS	57%	71%
Westbury HS	64%	67%
Chavez HS	63%	69%
Aldine HS	34%	41%
MacArthur HS	21%	14%
North Forest HS	34%	48%

Algebra II - Hisp.

	2012-13
Austin HS	100%
Lee HS	92%
Madison HS	90%
Milby HS	88%
Westbury HS	85%
Chavez HS	95%
Aldine HS	95%
MacArthur HS	100%
North Forest HS	100%

Geometry - Hisp.

	2012-13
Austin HS	69%
Lee HS	80%
Madison HS	71%
Milby HS	70%
Westbury HS	74%
Chavez HS	81%
Aldine HS	82%
MacArthur HS	82%
North Forest HS	68%

ELA Writing I - Hisp.

	2012-13
Austin HS	37%
Lee HS	44%
Madison HS	40%
Milby HS	41%
Westbury HS	39%
Chavez HS	46%
Aldine HS	39%
MacArthur HS	57%
North Forest HS	28%

ELA Writing II - Hisp.

	2012-13
Austin HS	26%
Lee HS	32%
Madison HS	32%
Milby HS	32%
Westbury HS	32%
Chavez HS	37%
Aldine HS	37%
MacArthur HS	37%
North Forest HS	20%

Chemistry - Hisp.

	2012-13
Austin HS	62%
Lee HS	68%
Madison HS	50%
Milby HS	63%
Westbury HS	69%
Chavez HS	72%
Aldine HS	97%
MacArthur HS	98%
North Forest HS	53%

Biology - Hisp.

	2012-13	2013-14
Austin HS	66%	73%
Lee HS	72%	77%
Madison HS	63%	77%
Milby HS	61%	82%
Westbury HS	79%	87%
Chavez HS	69%	80%
Aldine HS	55%	58%
MacArthur HS	44%	51%
North Forest HS	50%	65%

World Geography - Hisp.

	2012-13
Austin HS	55%
Lee HS	61%
Madison HS	54%
Milby HS	52%
Westbury HS	62%
Chavez HS	64%
Aldine HS	25%
MacArthur HS	30%
North Forest HS	31%

World History - Hisp.

	2012-13
Austin HS	44%
Lee HS	46%
Madison HS	33%
Milby HS	53%
Westbury HS	64%
Chavez HS	53%
Aldine HS	71%
MacArthur HS	71%
North Forest HS	44%

U.S. History - Hisp.

	2013-14
Austin HS	88%
Lee HS	88%
Madison HS	91%
Milby HS	93%
Westbury HS	86%
Chavez HS	81%
Aldine HS	92%
MacArthur HS	92%
North Forest HS	81%

English I - Hisp.	2013-14	English II - Hisp.	2013-14
Austin HS	36%	Austin HS	39%
Lee HS	34%	Lee HS	38%
Madison HS	36%	Madison HS	39%
Milby HS	42%	Milby HS	41%
Westbury HS	36%	Westbury HS	42%
Chavez HS	46%	Chavez HS	50%
Aldine HS	25%	Aldine HS	56%
MacArthur HS	23%	MacArthur HS	52%
North Forest HS	30%	North Forest HS	37%

~ Zero observations reported for this subgroup

* Results are masked due to small numbers to protect confidentiality

NA - Data not available

Not open - School not yet open

Grade NA - School open but grade level not yet added

CHARTER SCHOOLS PROGRAM – REPLICATION & EXPANSION GRANTEE ASSURANCES

As the duly authorized representative of the grantee, I certify that the grantee has submitted to the Secretary, or will submit within 30 days of the date of the Grant Award Notification, the following items:

- 1) All items described in section V (Application Requirements) of the Notice Inviting Applications for New Awards for Fiscal Year 2012, published in the Federal Register on;
- 2) Proof that the grantee has applied to an authorized public chartering authority to operate each charter school and provided to that authority adequate and timely notice, and a copy, of this application;
- 3) Proof of the grantee’s non-profit or not for-profit status;
- 4) A statement as to whether the charter school the applicant is proposing to replicate or expand currently receives, or has previously received, funding for this program either through a State subgrant or directly from the Department;
- 5) A description of how a charter school that is considered a local educational agency under State law, or a local educational agency in which a charter school is located, will comply with sections 613(a)(5) and 613(e)(1)(B) of the Individuals with Disabilities Education Act;
- 6) A description of the State or local rules generally applicable to public schools that will be waived for, or otherwise not apply to, the charter schools the applicant proposes to create or expand; and
- 7) Such other information and assurances as the Secretary may require.

As the duly authorized representative of the grantee, I also certify to the following assurances:

- 8) That the grantee will annually provide the Secretary such information as the Secretary may require to determine if the charter schools created or expanded under this grant are making satisfactory progress toward achieving the objectives described in 5203(b)(3)(C)(i);
- 9) That the grantee will cooperate with the Secretary in evaluating this program;
- 10) That the grantee will use the funds to replicate or expand a high-quality charter school in accordance with the requirements of the CSP;
- 11) That the grantee will ensure that a charter school that receives funds under this program will not receive funds for the same purpose under section 5202(c)(2) of the ESEA, including for planning and program design or the initial implementation of a charter school; and
- 12) That the State will grant waivers of State statutory or regulatory requirements, and a description of the State or local rules, generally applicable to public schools, that will be waived for, or otherwise not apply to, the schools the applicant proposes to replicate or expand.

Jason Bernal
NAME OF AUTHORIZED OFFICIAL



SIGNATURE OF AUTHORIZED OFFICIAL
YES Prep Public Schools, Inc.
APPLICANT ORGANIZATION

President & CEO
TITLE

7-21-14
DATE

7-21-14
DATE SUBMITTED

Budget Narrative File(s)

* **Mandatory Budget Narrative Filename:**

To add more Budget Narrative attachments, please use the attachment buttons below.

BUDGET NARRATIVE

YES Prep Public Schools, Inc. (YES Prep) has prepared a budget that includes costs that are allowable, reasonable, and necessary for carrying out the objectives of the *Redefine Possible Campaign*. A line item budget is included in *Other Attachments: Supplemental Organizational Budgets and Financial Information*. With CSP grant funds, YES Prep will open 14 schools – eight in Houston, Texas and six in Memphis, Tennessee – creating 13,600 new high-quality seats, ultimately serving 23,600 students across the district, and sending more than 3,000 seniors to four-year colleges and universities annually.

The total amount requested is:

2014-15	2015-16	2016-17	2017-18	2018-19	Total
\$1,148,498	\$1,522,665	\$3,031,859	\$2,541,168	\$2,198,990	\$10,443,180

- Strategic Growth Initiative A – Open Schools in Houston, Texas

2014-15	2015-16	2016-17	2017-18	2018-19	Total
\$827,657	\$758,850	\$1,554,203	\$1,421,310	\$1,059,701	\$5,621,720

- Strategic Growth Initiative B – Open Schools in Memphis, Tennessee

2014-15	2015-16	2016-17	2017-18	2018-19	Total
\$101,200	\$426,000	\$1,118,520	\$759,056	\$774,257	\$3,179,053

- Strategic Growth Initiative C – Professional Development and Curriculum Development

2014-15	2015-16	2016-17	2017-18	2018-19	Total
\$109,000	\$222,564	\$227,015	\$231,556	\$236,187	\$1,026,322

- Strategic Growth Initiative D – Oversight & Management and Evaluation

2014-15	2015-16	2016-17	2017-18	2018-19	Total
\$110,641	\$115,252	\$132,120	\$129,227	\$128,845	\$616,085

As explained in the *Project Narrative*, YES Prep has developed a multi-year financial model to guide our growth and we achieve sustainability in the 2019-20 school year. Our seven-year philanthropic need is \$78.4 million (capital and operating); however, after committed and likely fundraising, our remaining philanthropic gap is \$17.7 million. A CSP grant would make a considerable impact and help us close that gap.

The following sections provide an itemized breakdown, by project year, for each budget category that is related to our four Strategic Growth Initiatives and the matching funds.

Strategic Growth Initiative A – Open Schools in Houston, Texas

As a state charter school district, YES Prep receives operating funds from the Texas Education Agency. According to a 2010 study conducted by R.C. Wood & Associates, Texas charter schools receive a total of \$2,009 less per student per year than surrounding, non-charter schools. This has a significant impact on our model because we open every new school with one grade level and then add one grade level per year through Grade 12. During the early years of a new school’s growth, YES Prep must raise ramp-up support to account for the limited operating funding we receive from the state. Once a school enrolls more students, it realizes the necessary economies of scale to make the school financially sustainable solely through state and federal sources. This occurs with the addition of Grade 10 at Grade 6-12 schools. In other words, each school’s fundraising needs will *decrease* as enrollment *increases*.

Personnel

Personnel is YES Prep’s area of greatest need: high-performing, world-class teachers make our work and success possible. We invest first and foremost in human capital.

School Directors

2014-15	2015-16	2016-17	2017-18	2018-19	Total
████████	████████	████████	████████	████████	████████

YES Prep budgeted a school director for every school – 100% of a school director’s salary in Year Zero and 50% in the first year of each school’s opening. CSP funds will not be used for the second year or beyond. The average school director salary in 2014-15 will be ██████████ and will increase one to three percent annually based on performance. (Northbrook High School’s school director has been identified and, based on his education and previous experience, will be paid ██████████ in 2014-15.) During Year Zero, the newly-appointed school director works with members of the national and regional teams on every aspect of the school launch, spending significant time at existing YES Prep schools and other high-quality schools to catalog best practices and build a comprehensive school design plan. The school director also works with the national and regional teams on student and staff recruitment, community awareness and strategic partnership-building, budget development, facility acquisition and preparation, and other start-up tasks. Year Zero culminates with a summer school induction program where incoming sixth graders receive an intensive three week introduction to YES Prep’s culture of high expectations and educational program components.

In the first year after a school opens, the school director’s time is split between 1) implementing and studying new school programs/projects, training and coaching new staff, and preparing for the next stage of growth (e.g., adding grade levels, hiring new staff), and 2)

performing those tasks that are standard to the position of school director. YES Prep distinguishes between these two sets of tasks and will use CSP funds to support only #1.

Teachers

2014-15	2015-16	2016-17	2017-18	2018-19	Total
█	█	█	█	█	5

YES Prep budgeted two teachers in the first year of every school’s opening (Grade 9 at Northbrook High School and Eisenhower High School and Grade 6 at Schools #14-19), and then two teachers for every grade level added. (Eisenhower budgeted three teachers based on that school’s need for additional staff to work with a higher percentage of educationally disadvantaged students.) The average teacher salary in 2015-16 will be █ and will increase one to three percent annually based on performance. Our model assumes approximately seven teachers per grade level as a school grows to full enrollment. In the early years of operation, we only receive enough state Average Daily Attendance (ADA) funding to support four to five teachers. YES Prep will use CSP funds to bridge the gap. Eventually, as previously discussed, YES Prep reaches a revenue equilibrium where the teacher count can cover multiple grade levels and the full personnel costs can be supported by student enrollment. It is also important to note that the CSP teacher budget increases per year because the number of schools increases per year; for example, in 2015-16 we will be operating three proposed schools and in 2018-19, eight schools.

Fringe Benefits

Fringe benefits in Houston are calculated at a rate of 10%.

2014-15	2015-16	2016-17	2017-18	2018-19	Total
\$29,060	\$58,441	\$67,473	\$93,574	\$96,336	\$344,884

Equipment

2014-15	2015-16	2016-17	2017-18	2018-19	Total
\$508,000	\$116,000	\$812,000	\$392,000	\$0	\$1,828,000

YES Prep budgeted initial equipment and furniture costs at each of our proposed schools. Expenses will be incurred in each school's Year Zero in preparation for opening day. These costs include:

School	Expense	Year	Total Cost
Northbrook HS	Mobile laptop lab (2 qty.) @ \$38,000 each Data cabling @ \$40,000 each	2014-15	\$116,000
School #14	Mobile laptop lab @ \$38,000 each Data cabling @ \$40,000 each Computer lab desktop @ \$22,000 each Lab furniture @ \$15,000 each Classroom projectors (45 qty.) @ \$1,800 each	2014-15	\$196,000
School #15	Mobile laptop lab @ \$38,000 each Data cabling @ \$40,000 each Computer lab desktop @ \$22,000 each Lab furniture @ \$15,000 each Classroom projectors (45 qty.) @ \$1,800 each	2014-15	\$196,000
Eisenhower HS	Mobile laptop lab (2 qty.) @ \$38,000 each Data cabling @ \$40,000 each	2015-16	\$116,000
School #16	Mobile laptop lab @ \$38,000 each	2016-17	\$406,000

	Data cabling @ \$40,000 each Computer lab desktop @ \$22,000 each Lab furniture @ \$15,000 each Classroom projectors (45 qty.) @ \$1,800 each Classroom furniture (42 qty.) @ \$210,000 each		
School #17	Mobile laptop lab @ \$38,000 each Data cabling @ \$40,000 each Computer lab desktop @ \$22,000 each Lab furniture @ \$15,000 each Classroom projectors (45 qty.) @ \$1,800 each Classroom furniture (42 qty.) @ \$210,000 each	2016-17	\$406,000
School #18	Mobile laptop lab @ \$38,000 each Data cabling @ \$40,000 each Computer lab desktop @ \$22,000 each Lab furniture @ \$15,000 each Classroom projectors (45 qty.) @ \$1,800 each	2017-18	\$196,000
School #19	Mobile laptop lab @ \$38,000 each Data cabling @ \$40,000 each Computer lab desktop @ \$22,000 each Lab furniture @ \$15,000 each Classroom projectors (45 qty.) @ \$1,800 each	2017-18	\$196,000

Strategic Growth Initiative B – Open Schools in Memphis, Tennessee

Personnel

Special Education Staff

2014-15	2015-16	2016-17	2017-18	2018-19	Total

In Memphis, we will open schools in neighborhoods where 24% of students receive special education – this is five times our special education population in Houston. This presents a unique challenge for YES Prep and requires us to add supplementary positions to enhance our services for special education students. We budgeted a school psychology specialist (average salary in 2015-16 is [REDACTED], special education specialist ([REDACTED]), and learning lab specialist ([REDACTED]) per school per year. All three salaries will increase one to three percent annually based on performance. The learning lab specialist will roll off in a school’s third year of operation. Like in Houston, our funding need in Memphis will decrease as enrollment increases, based on funding we receive from the state.

Fringe Benefits

Fringe benefits in Memphis are calculated at a rate of 20%.

2014-15	2015-16	2016-17	2017-18	2018-19	Total
\$0	\$71,000	\$72,420	\$126,513	\$129,043	\$398,976

Equipment

2014-15	2015-16	2016-17	2017-18	2018-19	Total
\$101,200	\$0	\$684,000	\$0	\$0	\$785,200

As in Houston, we have budgeted initial equipment costs at each of our proposed schools. This technology infusion is needed to make the classrooms Common Core-ready. Expenses will be incurred in each school's Year Zero in preparation for opening day. These costs include:

School	Expense	Year	Total Cost
School #1	Mobile laptop lab @ \$38,000 each Classroom projectors (7 qty.) @ \$1,800 each	2014-15	\$50,600
School #2	Mobile laptop lab @ \$38,000 each Classroom projectors (7 qty.) @ \$1,800 each	2014-15	\$50,600
School #3	Mobile laptop lab @ \$38,000 each Classroom projectors (45 qty.) @ \$1,800 each SMART boards (45 qty.) @ \$3,000 each Miscellaneous technology @ \$50,000	2016-17	\$342,000
School #4	Mobile laptop lab @ \$38,000 each Classroom projectors (45 qty.) @ \$1,800 each SMART boards (45 qty.) @ \$3,000 each Miscellaneous technology @ \$50,000	2016-17	\$342,000

Strategic Growth Initiative C – Professional Development and Curriculum Development

Personnel

Teaching Excellence Staff

2014-15	2015-16	2016-17	2017-18	2018-19	Total
■	■	■	■	■	■

In order for our students to receive the best education, our teachers must have access to comprehensive, high-quality professional learning programs that position them for success. We budgeted two *Teaching Excellence* instructional coaches per year to train and mentor novice teachers at the proposed schools in Houston. Each coach will support 15 teachers, which represents only a small portion of the coaches needed at the proposed schools. The average instructional coach salary in 2015-16 will be \$██████ and will increase one to three percent annually based on performance.

Curriculum Development Staff

2014-15	2015-16	2016-17	2017-18	2018-19	Total
██████	██████	██████	██████	██████	██████

In Memphis, we will implement a Common Core curriculum, so we budgeted an instructional development director to focus on tasks such as Common Core training, Common Core curriculum investment and development, subgroup analysis, and student intervention pilots. The average instructional development director’s salary in 2014-15 will be ██████ and will increase one to three percent annually based on performance.

Fringe Benefits

Fringe benefits are calculated at 10% in Houston and 20% in Memphis.

2014-15	2015-16	2016-17	2017-18	2018-19	Total
\$14,000	\$26,724	\$27,258	\$27,804	\$28,360	\$124,146

Equipment

2014-15	2015-16	2016-17	2017-18	2018-19	Total
\$25,000	\$0	\$0	\$0	\$0	\$25,000

YES Prep has to upgrade our technology in order to manage and operate schools in two regions, which includes the purchase, in 2014-15, of:

- Projectors (5 qty.) @ \$1,800 each
- Video conference system @ \$16,000

Strategic Growth Initiative D – Oversight & Management and Evaluation

Personnel

CSP Project Director

2014-15	2015-16	2016-17	2017-18	2018-19	Total
██████	██████	██████	██████	██████	██████

YES Prep budgeted 50% of one oversight and management position, V.P. of Operations & Growth, who will serve as the Project Director, in addition to being responsible for school growth. The average salary for this position in 2014-15 will be ██████ and will increase one to three percent annually based on performance.

Fringe Benefits

Fringe benefits in Houston are calculated at a rate of 10%.

2014-15	2015-16	2016-17	2017-18	2018-19	Total
\$ 8,670	\$8,843	\$9,020	\$9,201	\$9,385	\$45,119

Travel

2014-15	2015-16	2016-17	2017-18	2018-19	Total
\$3,900	\$3,900	\$3,900	\$3,900	\$3,900	\$19,500

YES Prep budgeted for three key staff members, Project Director, Assistant Project Director, and a member of Finance, to attend the annual CSP conference in Washington, D.C.

Contractual

2014-15	2015-16	2016-17	2017-18	2018-19	Total

We budgeted a multi-year, independent process and outcomes evaluation to be conducted by Waits Consulting Group.

Matching Funds

YES Prep will provide a 25% match from *Redefine Possible Campaign* pledges made by Charter School Growth Fund and the Laura and John Arnold Foundation.

**U.S. DEPARTMENT OF EDUCATION
BUDGET INFORMATION
NON-CONSTRUCTION PROGRAMS**

OMB Number: 1894-0008
Expiration Date: 04/30/2014

Name of Institution/Organization

YES Prep Public Schools, Inc.

Applicants requesting funding for only one year should complete the column under "Project Year 1." Applicants requesting funding for multi-year grants should complete all applicable columns. Please read all instructions before completing form.

**SECTION A - BUDGET SUMMARY
U.S. DEPARTMENT OF EDUCATION FUNDS**

Budget Categories	Project Year 1 (a)	Project Year 2 (b)	Project Year 3 (c)	Project Year 4 (d)	Project Year 5 (e)	Total (f)
1. Personnel						
2. Fringe Benefits						
3. Travel						
4. Equipment						
5. Supplies						
6. Contractual						
7. Construction						
8. Other						
9. Total Direct Costs (lines 1-8)						
10. Indirect Costs*						
11. Training Stipends						
12. Total Costs (lines 9-11)						

***Indirect Cost Information (To Be Completed by Your Business Office):**

If you are requesting reimbursement for indirect costs on line 10, please answer the following questions:

(1) Do you have an Indirect Cost Rate Agreement approved by the Federal government? Yes No

(2) If yes, please provide the following information:

Period Covered by the Indirect Cost Rate Agreement: From: To: (mm/dd/yyyy)

Approving Federal agency: ED Other (please specify):

The Indirect Cost Rate is %.

(3) For Restricted Rate Programs (check one) -- Are you using a restricted indirect cost rate that:

Is included in your approved Indirect Cost Rate Agreement? or, Complies with 34 CFR 76.564(c)(2)? The Restricted Indirect Cost Rate is %.

Name of Institution/Organization YES Prep Public Schools, Inc.	Applicants requesting funding for only one year should complete the column under "Project Year 1." Applicants requesting funding for multi-year grants should complete all applicable columns. Please read all instructions before completing form.	
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**SECTION B - BUDGET SUMMARY
NON-FEDERAL FUNDS**

Budget Categories	Project Year 1 (a)	Project Year 2 (b)	Project Year 3 (c)	Project Year 4 (d)	Project Year 5 (e)	Total (f)
1. Personnel						
2. Fringe Benefits						
3. Travel						
4. Equipment						
5. Supplies						
6. Contractual						
7. Construction						
8. Other						
9. Total Direct Costs (lines 1-8)						
10. Indirect Costs						
11. Training Stipends						
12. Total Costs (lines 9-11)						

SECTION C - BUDGET NARRATIVE (see instructions)

**U.S. DEPARTMENT OF EDUCATION
SUPPLEMENTAL INFORMATION
FOR THE SF-424**

1. Project Director:

Prefix: Mr.	First Name: Recy	Middle Name: Benjamin	Last Name: Dunn	Suffix:
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Address:

Street1:	6201 Bonhomme Road, Suite 168-N
Street2:	
City:	Houston
County:	
State:	TX: Texas
Zip Code:	77036
Country:	USA: UNITED STATES

Phone Number (give area code)	Fax Number (give area code)
	

Email Address:


2. Novice Applicant:

Are you a novice applicant as defined in the regulations in 34 CFR 75.225 (and included in the definitions page in the attached instructions)?

Yes No Not applicable to this program

3. Human Subjects Research:

a. Are any research activities involving human subjects planned at any time during the proposed project Period?

Yes No

b. Are ALL the research activities proposed designated to be exempt from the regulations?

Yes Provide Exemption(s) #: 1, 2, 3, and 4

No Provide Assurance #, if available:

c. If applicable, please attach your "Exempt Research" or "Nonexempt Research" narrative to this form as indicated in the definitions page in the attached instructions.

Exempt Research Narrative.pdf	Add Attachment	Delete Attachment	View Attachment
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EXEMPT RESEARCH NARRATIVE

YES Prep Public Schools, Inc. has hired Waits Consulting Group to conduct an independent evaluation of the *Redefine Possible Campaign*. Waits is an independent, interdisciplinary team comprised of former and current public school administrators, higher education administrators, and business professionals, with over 100 years combined experience in the public and private sectors; advanced degrees, including Ph.D., Ed.D, M.B.A., and M.Ed.; and considerable experience evaluating state and federal grants. The principal evaluator is Dr. Roger Durand who holds a Ph.D. awarded with Distinction from University of California, Berkeley and has completed post-doctoral studies in survey research, research design, and statistical modeling at the Institute for Social Research at the University of Michigan and in the formal modeling of change at a National Science Foundation Program conducted at Virginia Tech. In addition to his work with Waits, Roger serves as Professor of Public Affairs at the University of Houston-Clear Lake where his teaching has emphasized the instructing of graduate courses in program evaluation.

Waits will conduct a process evaluation and an outcomes evaluation, which are described in the *Project Narrative*. The evaluation designs, measuring instruments, informed consent procedures, associated ethics, and the means used to insure subject confidentiality will be reviewed by the Institutional Review Board (IRB) of the University of Houston-Clear Lake in Houston, Texas. The university has a process in place to review human subjects for grant projects that is in accordance with 46 CFR 45. (This IRB has received Federal-wide Assurance). Waits will be responsible for supervising the collection of all evaluation data, for insuring the safety of the data, and for protecting the confidentiality of responses involving the project's evaluation. All evaluation data will be kept secure by using coded identifiers, removing any information that could lead to the identification of individuals' responses, and using data encryption.