

Governance Committee



DEKALB PREPARATORY ACADEMY BOARD ACTION FORM

June 16, 2022

ACTION FORM: 13-6-28-2022

INFORMATIONAL ☐

ACTION NEEDED ☒

Subject: Legal Engagement with Robert Fortson at Gilbert, Harrell, Sumnerford & Martin, P.C for consistency in charter representation, excluding Charter 7 litigation.

Cost: Estimated \$25,000 per year based on yearly costs

Initiated by: Angela Rodgers, Special Assistant for Special Projects

Staff Contact: Dr. Wanda Brooks-Long, Chief Academic Officer: Head of Schools

I. Why is Board Action/Consideration Needed? Also, please indicate one of the following:

☒ High Priority ☐ Emergency ☒ > \$5,000 ☐ Other (Please explain)

II. Fiscal Impact/ Revenue Source: QBE/General Fund

III. Policy Impact: What departments/stakeholders of the school will benefit?
All staff, parents, students and stakeholders

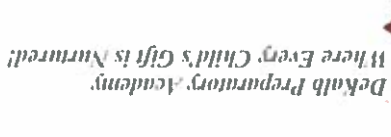
IV. Is this a one-time expenditure or an annual, on-going expense? On-going

V. Board Committee Recommendation:

VI. Background Information:

Dekalb Preparatory Academy's current attorney, Robert Fortson, is now a partner with Gilbert, Harrell, Sumnerford & Martin, P.C. In an effort to ensure consistency in education legal representation for Dekalb Preparatory Academy, the Engagement Letter with Gilbert, Harrell, Sumnerford & Martin, must be executed.

VII. Alternatives/Implications:



**DEKALB PREPARATORY ACADEMY
BOARD MEETING MOTION**

BOARD ACTION ITEM # 13-06-28-2022

Meeting Date: June 28, 2022

Location: Zoom

Name and Title of maker of the motion: I, move to approve the Legal Engagement with Robert Fortson at Gilbert, Harrell, Sumnerford & Martin, P.C for consistency in excluding Charter 7 litigation.

Name and Title of second to the motion: I, second the motion to approve the Legal Engagement with Robert Fortson at Gilbert, Harrell, Sumnerford & Martin, P.C for consistency in charter representation, excluding Charter 7 litigation.

MOTION:

Action Taken:

Projected Cost: \$ 25,000.00

Person responsible for implementation: Dr. Wanda Brooks-Long, Chief Academic Officer:
Head of Schools

Schedule: June 2022

Subject: [EXTERNAL]New Legal Engagement Letter

Date: Friday, June 10, 2022 at 4:52:20 PM Eastern Daylight Time

From: Robert Fortson

To: Sarnold793@gmail.com, Wanda Brooks-Long

CC: Amber Waters, Hillary Stringfellow

Attachments: 2022 GHSM-DPA Engagement .docx

CAUTION: This email originated from outside of Dekalb Preparatory Academy. Do not click links or open attachments unless you recognize the sender and know the content is safe. Please use the Junk/Phishing reporting feature in your Outlook Email to report any suspicious emails so that an investigation can be started if needed.

Ms. Arnold and Dr. Brooks-Long,

It is my great pleasure to provide this engagement letter to the Dekalb Preparatory Academy, Inc. ("DPA") on behalf of my new law firm – Gilbert, Harrell, Sumnerford & Martin. As I mentioned when we spoke, GHSM offers significant additional expertise for our education law practice on a more nimble platform. GHSM is one of Georgia's oldest law firms, with an established reputation for delivering successful outcomes for clients in both the public and private sectors. Its partners include former senior officials from the Georgia Department of Education, Environmental Protection Division, the State Ethics Commission, and the Judicial Nominating Commission.

While the firm letterhead will change, I can assure you that our high standards for charter representation will remain constant. We are excited for the opportunity to continue serving DPA and supporting your future success.

Also attached with the engagement is a consent to transfer DPA's client files from McGuireWoods to GHSM. If you would like to continue our representation of DPA, please sign both and return via email to my attention. This does not include the Charter School 7 litigation, on which we will continue to partner with Peter, Heidi, and the McGuireWoods team.

Thanks in advance and please do not hesitate to contact me if you have any questions!

Best Regards,
Rob

Robert L. Fortson
Partner
Gilbert, Harrell, Sumnerford & Martin, P.C.
675 Ponce De Leon Ave., NE
Suite 7500, 8500 & NE223
Atlanta, GA 30308

GILBERT, HARRELL, SUMERFORD & MARTIN
A PROFESSIONAL CORPORATION
675 PONCE DE LEON AVE NE
SUITE 7500, 8500 & NE223
ATLANTA, GA 30308
WWW.GILBERTHARRELLLAW.COM

VIA ELECTRONIC MAIL
Ms. Suzanne Arnold
Board Chair

Dekalb Preparatory Academy
1402 Austin Drive
Decatur, GA 30032
Sarnold793@gmail.com

Re: Engagement Letter

Dear Dr. Willis:

On behalf of Gilbert, Harrell, Sumerford & Martin, P.C. ("GHSM"), I am pleased that you have chosen our firm to represent the Dekalb Preparatory Academy ("DPA") in legal matters related to the operation and governance of DPA as a start-up charter school. We will be glad to assist in these efforts and look forward to working with you in this engagement. Naturally, the scope of this engagement can be limited or expanded from time to time.

In order for us to represent you in connection with the matters described above, you will be required to (i) provide us in a timely manner complete and honest information about these matters and all other relevant information; (ii) give us your complete cooperation in obtaining and delivering all documents and other information we request; and (iii) participate in telephone conferences or attend personal meetings, as necessary.

Fees and Billing

Lauren Greer and I will have primary responsibility for representing DPA in this matter. While the standard hourly rates vary among the other attorneys and paralegals in this office, as part of our transition to GHSM, Lauren and I are able to continue to offer our reduced rate for charter school clients and non-profits of \$275 per hour. We will hold these rates in place for the remainder of 2022. Our rates may be increased after that period, but you will be notified in the event that this occurs.

Invoices will be submitted to you on a monthly basis and are payable within thirty days of the date of the invoice. In addition to the time charged, our invoices will separately include any costs that we have incurred on your behalf. These costs will include out-of-pocket costs as well as the costs for certain services, such as special mailing services, messenger and shipping services, extraordinary secretarial costs, transcript costs, filing fees, travel costs, fees

of outside vendors, and other similar disbursements. You have the option of receiving invoices by regular mail, or electronically via email.

This letter agreement will take effect when executed and returned to my attention. However, the effective date of this letter agreement will be retroactive to the date that we first performed services for or on behalf of DPA beginning July 1, 2022. If you have any questions or concerns about the terms of this engagement agreement, please do not hesitate to reach out to me for further discussion. We look forward to working with you on the basis set forth in this letter and appreciate your retaining us.

Additionally, I have included a letter authorizing the release of your files by McGuireWoods. Please do not hesitate to contact me if you have any questions.

Sincerely,

/s/ Robert L. Fortson

Robert L. Fortson

GILBERT, HARRELL,

SUMNERFORD & MARTIN, P.C.

ACKNOWLEDGED AND AGREED TO:

DEKALB PREPARATORY ACADEMY, INC.

By:

Print Name and Title

Authorization to Release Client Files

I hereby authorize and direct the firm of McGuire Woods, LLP to release any and all files for the following named client matters:

Client	File No.	Matter No.
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<u>Dekalb Preparatory Academy, Inc.</u>	2077148	0001
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Please deliver all client files, including all electronically stored or hard copy records, for the above referenced client matters to:

Gilbert, Harrell, Sumnerford & Martin, P.C.
675 Ponce De Leon Ave., NE
Suite 7500, 8500 & NE223
Atlanta, GA 30308

rfortson@ghsmlaw.com

I agree that I do hereby release McGuire Woods, LLP from responsibility for further management of those legal affairs.

Signature

Print Name

Company and Title

Please return via fax or email to:

Amber Waters at (912) 264-0244 or awaters@ghsmlaw.com

DeKalb Preparatory Academy

Transaction Detail by Account

May 1, 2021 - May 24, 2022

	Date	Transaction Type	Num	Name	Memo/Description	Split	Amount	Balance
CASH IN								
OPERATING								
	06/11/2021	Bill Payment (Check)	14469	McGuireWoods LLP		ACCOUNTS PAYABLE	-10,191.24	-10,191.24
	06/17/2021	Bill Payment (Check)	14482	McGuireWoods LLP	Legal	ACCOUNTS PAYABLE	-1,550.00	-11,741.24
	08/13/2021	Bill Payment (Check)	14612	McGuireWoods LLP	Legal Counsel	ACCOUNTS PAYABLE	-132.50	-11,873.74
	09/10/2021	Bill Payment (Check)	14661	McGuireWoods LLP	Legal	ACCOUNTS PAYABLE	-106.00	-11,979.74
	11/04/2021	Bill Payment (Check)	14796	McGuireWoods LLP		ACCOUNTS PAYABLE	-995.00	-12,974.74
	12/17/2021	Bill Payment (Check)	14878	McGuireWoods LLP		ACCOUNTS PAYABLE	-1,148.00	-14,122.74
	02/24/2022	Bill Payment (Check)	14987	McGuireWoods LLP		ACCOUNTS PAYABLE	-424.00	-14,546.74
	03/11/2022	Bill Payment (Check)	15015	McGuireWoods LLP		ACCOUNTS PAYABLE	-522.50	-15,069.24
	04/18/2022	Bill Payment (Check)	15078	McGuireWoods LLP		ACCOUNTS PAYABLE	-1,127.50	-16,196.74
10-1011							<u>-\$ 16,196.74</u>	
101 CASH IN							<u>-\$ 16,196.74</u>	

ACTION FORM: 14-6-28-2022

INFORMATIONAL ☐
 ACTION NEEDED ☒

Subject: Continue Legal Representation with McGuire Woods Consulting, LLC for the Charter School 7 Litigation only

Cost: \$53,690.70

Initiated by: Angela Rodgers, Special Assistant for Special Projects

Staff Contact: Dr. Wanda Brooks-Long, Chief Academic Officer: Head of Schools

I. Why is Board Action/Consideration Needed? Also, please indicate one of the following:

☒ High Priority
 ☐ Emergency
 ☒ > \$5,000
 ☐ Other (Please explain)

II. Fiscal Impact/ Revenue Source: QBE/General Fund

III. Policy Impact: What departments/stakeholders of the school will benefit? All staff, parents, students and stakeholders

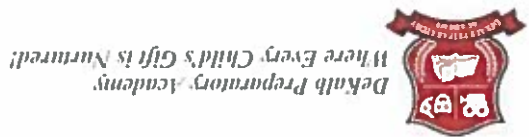
IV. Is this a one-time expenditure or an annual, on-going expense? On-going

V. Board Committee Recommendation:

VI. Background Information:

Dekalb Preparatory Academy's current attorney, Robert Fortson, is now a partner with Gilbert, Harrell, Sumnerford & Martin, P.C. In an effort to ensure consistency in education legal representation for Dekalb Preparatory Academy, the Engagement Letter with Gilbert, Harrell, Sumnerford & Martin, must be executed. McGuire Woods, will continue to represent Dekalb Preparatory Academy in the Charter School 7 litigation.

VII. Alternatives/Implications:



**DEKALB PREPARATORY ACADEMY
BOARD MEETING MOTION**

BOARD ACTION ITEM # 14-06-28-2022

Meeting Date: June 28, 2022

Location: Zoom

Name and Title of maker of the motion: I. move to continue Legal Representation with McGuire Woods for the Charter School 7 Litigation.

Name and Title of second to the motion: I. second the motion to approve to continue Legal Representation with McGuire Woods for the Charter School 7 Litigation.

MOTION:

Action Taken:

Projected Cost: \$ 53,690.00

Person responsible for implementation: Dr. Wanda Brooks-Long, Chief Academic Officer:
Head of Schools

Schedule: June 2022

McGUIREWOODS

Invoice Date: 06/17/2021
Invoice Number: 92503091
Matter: 2079473-0001

Charter School 7
Mr. Robert Fortson
c/o McGuireWoods Consulting
100 Peachtree St. NW
Suite 2200
Atlanta, GA 30303

CLIENT

Charter School 7

MATTER

Charter School Funding Litigation

Remittance

AMOUNT

Fees \$45,539.50
Disbursements \$290.89

Total Due This Invoice \$45,830.39

PAYMENT IN FULL IS DUE PER TERMS OF ENGAGEMENT BY BANK TRANSFER OR CHECK:

Bank Name: Bank of America
ABA: 026009593 (Domestic Wires)
ABA: 051000017 (ACH Credits)
Swift Code: BOFAUS33 (International Wires)
Credit: McGuireWoods Operating Account
Account Number: 000003664964
Reference: Robert L. Fortson
Invoice #: 92503091
Accounting Contact: Jacob Howard 804-775-1411

OR

McGuireWoods LLP
Attn: Accounts Receivable
800 E. Canal Street
Richmond, VA 23219-3916

Tax ID: 54-0505857
Direct invoice or account inquiries to the McGuireWoods Accounts Receivable Helpline at 800-775-2202.

School	Allocation Amount
Dekalb PATH Academy	\$4,679.28
Leadership Preparatory Academy	\$5,165.08
Dekalb Preparatory Academy	\$6,251.27
The Museum School of Avondale	\$6,796.65
Dekalb Academy of Technology and the Environment	\$8,318.22
GLOBE Academy	\$11,544.68
Tapestry Public Charter School	\$3,075.22
Total Invoice	\$45,830.39

Charter School 7
Mr. Robert Fortson
c/o McGuireWoods Consulting
100 Peachtree St. NW
Suite 2200
Atlanta, GA 30303

CLIENT

Charter School 7

MATTER

Charter School Funding Litigation

Remittance

AMOUNT

Fees \$94,805.50
Disbursements \$-183.90

Total Due This Invoice \$94,621.60

PAYMENT IN FULL IS DUE PER TERMS OF ENGAGEMENT BY BANK TRANSFER OR CHECK:

Bank Name: Bank of America
ABA: 026009593 (Domestic Wires)
ABA: 051000017 (ACIT Credits)
Swift Code: BOFAUS3N (International Wires)
Credit: McGuireWoods Operating Account
Account Number: 000003664964
Reference: Robert L. Fortson
Invoice #: 92518598
Accounting Contact: Jacob Howard 804-775-1411

OR

McGuireWoods LLP
Attn: Accounts Receivable
800 E. Canal Street
Richmond, VA 23219-3916

Tax ID: 54-0505857
Direct invoice or account inquiries to the McGuireWoods Accounts Receivable Helpline at 800-775-2202.

School	Allocation Amount
Dekalb PATH Academy	\$9,660.87
Leadership Preparatory Academy	\$10,663.85
Dekalb Preparatory Academy	\$12,906.39
The Museum School of Avondale	\$14,032.38
Dekalb Academy of Technology and the Environment	\$17,173.82
GLOBE Academy	\$23,835.18
Tapestry Public Charter School	\$6,349.11
Total Invoice	\$94,621.60

Charter School 7
Mr. Robert Fortson
c/o McGuireWoods Consulting
100 Peachtree St. NW
Suite 2200
Atlanta, GA 30303

CLIENT

Charter School 7

MATTER

Charter School Funding Litigation

Remittance

AMOUNT

Fees \$59,854.50
Disbursements \$5,193.60
Total Due This Invoice \$65,048.10

PAYMENT IN FULL IS DUE PER TERMS OF ENGAGEMENT BY BANK TRANSFER OR CHECK:

Bank Name: Bank of America
ABA: 026009593 (Domestic Wires)
ABA: 051000017 (AC11 Credits)
Swift Code: BOFAUS3N (International Wires)
Credit: McGuireWoods Operating Account
Account Number: 000003664964
Reference: Robert L. Fortson
Invoice #: 92530148
Accounting Contact: Jacob Howard 804-775-1411
Tax ID: 54-0505857
Direct invoice or account inquiries to the McGuireWoods Accounts Receivable Helpline at 800-775-2202.

School	Allocation Amount
Dekalb PATH Academy	\$6,641.41
Leadership Preparatory Academy	\$7,330.92
Dekalb Preparatory Academy	\$8,872.56
The Museum School of Avondale	\$9,646.63
Dekalb Academy of Technology and the Environment	\$11,806.23
GOBE Academy	\$16,385.62
Tapestry Public Charter School	\$4,364.73
Total Invoice	\$65,048.10

Charter School 7
Mr. Robert Fortson
c/o McGuireWoods Consulting
100 Peachtree St. NW
Suite 2200
Atlanta, GA 30303

CLIENT
Charter School 7

MATTER
Charter School Funding Litigation

Remittance

AMOUNT

Fees \$36,223.00

Total Due This Invoice \$36,223.00

PAYMENT IN FULL IS DUE PER TERMS OF ENGAGEMENT BY BANK TRANSFER OR CHECK:

Bank Name: Bank of America
ABA: 026009593 (Domestic Wires)
ABA: 051000017 (ACH Credits)
Swift Code: BOFAUS3N (International Wires)
Credit: McGuireWoods Operating Account
Account Number: 000003664964
Reference: Robert L. Fortson
Invoice #: 92542085
Accounting Contact: Jacob Howard 804-775-1411
Tax ID: 54-0505857
jwhoward@mcguirewoods.com

OR
McGuireWoods LLP
Attn: Accounts Receivable
800 E. Canal Street
Richmond, VA 23219-3916

Direct invoice or account inquiries to the McGuireWoods Accounts Receivable Helpline at 800-775-2202.
Tax ID: 54-0505857

School	Allocation Amount
Dekalb PATH Academy	\$3,698.37
Leadership Preparatory Academy	\$4,082.33
Dekalb Preparatory Academy	\$4,940.82
The Museum School of Avondale	\$5,371.87
Dekalb Academy of Technology and the Environment	\$6,574.47
GLOBE Academy	\$9,124.57
Tapestry Public Charter School	\$2,430.56
Total Invoice	\$36,223.00

McGUIREWOODS

Invoice Date: 10/26/2021
Invoice Number: 92545812
Matter: 2079473-0001

Charter School 7
Mr. Robert Fortson
c/o McGuireWoods Consulting
100 Peachtree St. NW
Suite 2200
Atlanta, GA 30303

CLIENT
Charter School 7

MATTER
Charter School Funding Litigation

Remittance

AMOUNT

Fees \$3,042.50
Total Due This Invoice \$3,042.50

PAYMENT IN FULL IS DUE PER TERMS OF ENGAGEMENT BY BANK TRANSFER OR CHECK:

Bank Name: Bank of America
ABA: 026009593 (Domestic Wires)
ABA: 051000017 (ACH Credits)
Swift Code: BOFAUS33 (International Wires)
Credit: McGuireWoods Operating Account
Account Number: 000003664964
Reference: Robert L. Fortson
Invoice #: 92545812
Accounting Contact: Jacob Howard 804-775-1411
jwhoward@mcguirewoods.com

Bank of America
OR
McGuireWoods LLP
Attn: Accounts Receivable
800 E. Canal Street
Richmond, VA 23219-3916

Tax ID: 54-0505857
Direct invoice or account inquiries to the McGuireWoods Accounts Receivable Helpline at 800-775-2202.

School	Allocation Amount
Dekalb PATH Academy	\$310.64
Leadership Preparatory Academy	\$342.89
Dekalb Preparatory Academy	\$415.00
The Museum School of Avondale	\$451.20
Dekalb Academy of Technology and the Environment	\$552.21
GLOBE Academy	\$766.41
Tapestry Public Charter School	\$204.15
Total Invoice	\$3,042.50

Charter School 7
Mr. Robert Forson
c/o McGuireWoods Consulting
100 Peachtree St. NW
Suite 2200
Atlanta, GA 30303

CLIENT

Charter School 7

MATTER

Charter School Funding Litigation

Remittance

AMOUNT

Fees \$7,003.00

Total Due This Invoice \$7,003.00

PAYMENT IN FULL IS DUE PER TERMS OF ENGAGEMENT BY BANK TRANSFER OR CHECK:

Bank Name: Bank of America
ABA: 026009593 (Domestic Wires)
ABA: 051000017 (ACH Credits)
Swift Code: BOFAUS33 (International Wires)
Credit: McGuireWoods Operating Account
Account Number: 000003664964
Reference: Robert L. Forson
Invoice #: 92558507
Accounting Contact: Jacob Howard 804-775-1411
jwhoward@mcguirewoods.com

Tax ID: 54-0505857
Direct invoice or account inquiries to the McGuireWoods Accounts Receivable Helpline at 800-775-2202.

School	Allocation Amount
Dekalb PATH Academy	\$715.01
Leadership Preparatory Academy	\$789.24
Dekalb Preparatory Academy	\$955.21
The Museum School of Avondale	\$1,038.54
Dekalb Academy of Technology and the Environment	\$1,271.04
GLOBE Academy	\$1,764.06
Tapestry Public Charter School	\$469.90
Total Invoice	\$7,003.00

Charter School 7
Mr. Robert Fortson
c/o McGuireWoods Consulting
100 Peachtree St. NW
Suite 2200
Atlanta, GA 30303

CLIENT
Charter School 7

MATTER
Charter School Funding Litigation

Remittance

AMOUNT

Fees 577,676.50
Disbursements \$9,613.32
Total Due This Invoice \$87,289.82

PAYMENT IN FULL IS DUE PER TERMS OF ENGAGEMENT BY BANK TRANSFER OR CHECK:

Bank Name: Bank of America
ABA: 026009593 (Domestic Wires)
ABA: 051000017 (ACII Credits)
Swift Code: BOFAS33N (International Wires)
Credit: McGuireWoods Operating Account
Account Number: 000003664964
Reference: Robert L. Fortson
Invoice #: 92578515
Accounting Contact: Jacob Howard 804-775-1411
jwhoward@mcguirewoods.com

OR

McGuireWoods LLP
Attn: Accounts Receivable
800 E. Canal Street
Richmond, VA 23219-3916

Tax ID: 54-0505857
Direct invoice or account inquiries to the McGuireWoods Accounts Receivable Helpline at 800-775-2202.

School	Allocation Amount
Dekalb PATH Academy	\$8,912.29
Leadership Preparatory Academy	\$9,837.56
Dekalb Preparatory Academy	\$11,906.33
The Museum School of Avondale	\$12,945.08
Dekalb Academy of Technology and the Environment	\$15,843.10
GLOBE Academy	\$21,988.31
Tapestry Public Charter School	\$5,857.15
Total Invoice	\$87,289.82

McGUIREWOODS

Invoice Date: 02/28/2022
Invoice Number: 92586171
Matter: 2079473-0001

Charter School 7
Mr. Robert Fortson
c/o McGuireWoods Consulting
100 Peachtree St. NW
Suite 2200
Atlanta, GA 30303

CLIENT

Charter School 7

MATTER

Charter School Funding Litigation

Remittance

AMOUNT

Fees \$24,003.50
Disbursements \$15,242.25
Total Due This Invoice \$39,245.75

PAYMENT IN FULL IS DUE PER TERMS OF ENGAGEMENT BY BANK TRANSFER OR CHECK:

Bank Name: Bank of America
ABA: 026009593 (Domestic Wires)
ABA: 051000017 (ACIT Credits)
Swift Code: BOFAS33N (International Wires)
Credit: McGuireWoods Operating Account
Account Number: 000003664964
Reference: Robert L. Fortson
Invoice #: 92586171

OR

McGuireWoods LLP
Attn: Accounts Receivable
800 E. Canal Street
Richmond, VA 23219-3916

Tax ID: 54-0505857
Direct invoice or account inquiries to the McGuireWoods Accounts Receivable Helpline at 800-775-2202 or artaskforce@mcguirewoods.com.

School	Allocation Amount
Dekalb PATH Academy	\$4,006.99
Leadership Preparatory Academy	\$4,423.00
Dekalb Preparatory Academy	\$5,353.12
The Museum School of Avondale	\$5,820.14
Dekalb Academy of Technology and the Environment	\$7,123.10
GLOBE Academy	\$9,886.00
Tapestry Public Charter School	\$2,633.39
Total Invoice	\$39,245.75