



## **NewSchools Catapult: Invent 2015**

Application to support planning  
efforts of new schools launching  
in Fall 2016



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# Introduction to NewSchools Venture Fund

Since the founding of NewSchools Venture Fund (“NewSchools”) in 1998, our mission has been to transform public education through powerful ideas and passionate entrepreneurs so that all children – especially those in underserved communities – have the opportunity to succeed. As a national venture philanthropy, we **raise philanthropic capital** from individual and institutional investors, then we **invest those funds** in promising education entrepreneurs across this country.

But we are not just funders; we also provide targeted management assistance and form learning networks among our ventures to help them make their ambitious plans a reality. **Now in our seventeenth year, we are excited to build on this legacy by propelling the success of the next wave of education entrepreneurs with aspirations to redesign, reimagine and recreate learning experiences for students.**

We are grateful for the strong foundation a group of pioneers in this field laid over the past two decades; the relentless focus on meeting the needs of underserved students and holding a high bar has proven time and time again that all students can achieve. However, our work is not done. The world that our students enter when they graduate demands not only foundational skills in reading, writing and mathematics, but also requires other critical knowledge, skills and habits of success. In addition to providing rigorous academics, schools need to embrace an expanded definition of student success, or the students they serve will undoubtedly be left with critical gaps that could prevent them from achieving their most ambitious dreams.

Ensuring that all students reach these expectations is an incredibly complex challenge that can only be solved if many entrepreneurs innovate at the same time, in many different ways and ideally in collaboration with one another. We are inspired by recent innovations in areas such as personalized learning and blended instruction that show the potential of new instructional approaches, but believe these innovations have only scratched the surface of what is possible in PreK-12 education. We all need to think more creatively than ever before.

We are excited to take on this challenge by embarking on a new strategy focused on cultivating the next cadre of exceptional education entrepreneurs who are designing the schools, products and services that our students need to thrive now and well into the future.



## Innovative Schools Strategy

Our Innovative Schools strategy is to invest in, provide support to, and make connections among a diverse and dynamic community of innovative public schools (PreK-12) that emphasize personalized learning and student agency within their overall instructional program. We seek passionate, diverse, mission-driven teams of educators who embrace an expanded definition of student success that includes the full range of knowledge, skills and habits of success that students need to achieve their most ambitious dreams.

Over the next five years, we will seek teams of educators with ambitious plans to open new or redesign existing schools that embrace this student-centered vision of learning. Using rigorous and holistic review processes, we will select the most promising teams of educators for support through the critical planning and early implementation phases. In doing so, our goal is to directly support the creation of at least 100,000 high-performing seats in schools that will have a dramatic and lasting impact on the students they serve.

Beyond our own investments, we would expect that the teams with strong results would pursue growth strategies, with support from other private and public sources, which would allow them to serve significantly more students. Perhaps more importantly, we also hope that they have a catalytic impact so that the students they serve have the skills needed to achieve their most ambitious dreams.



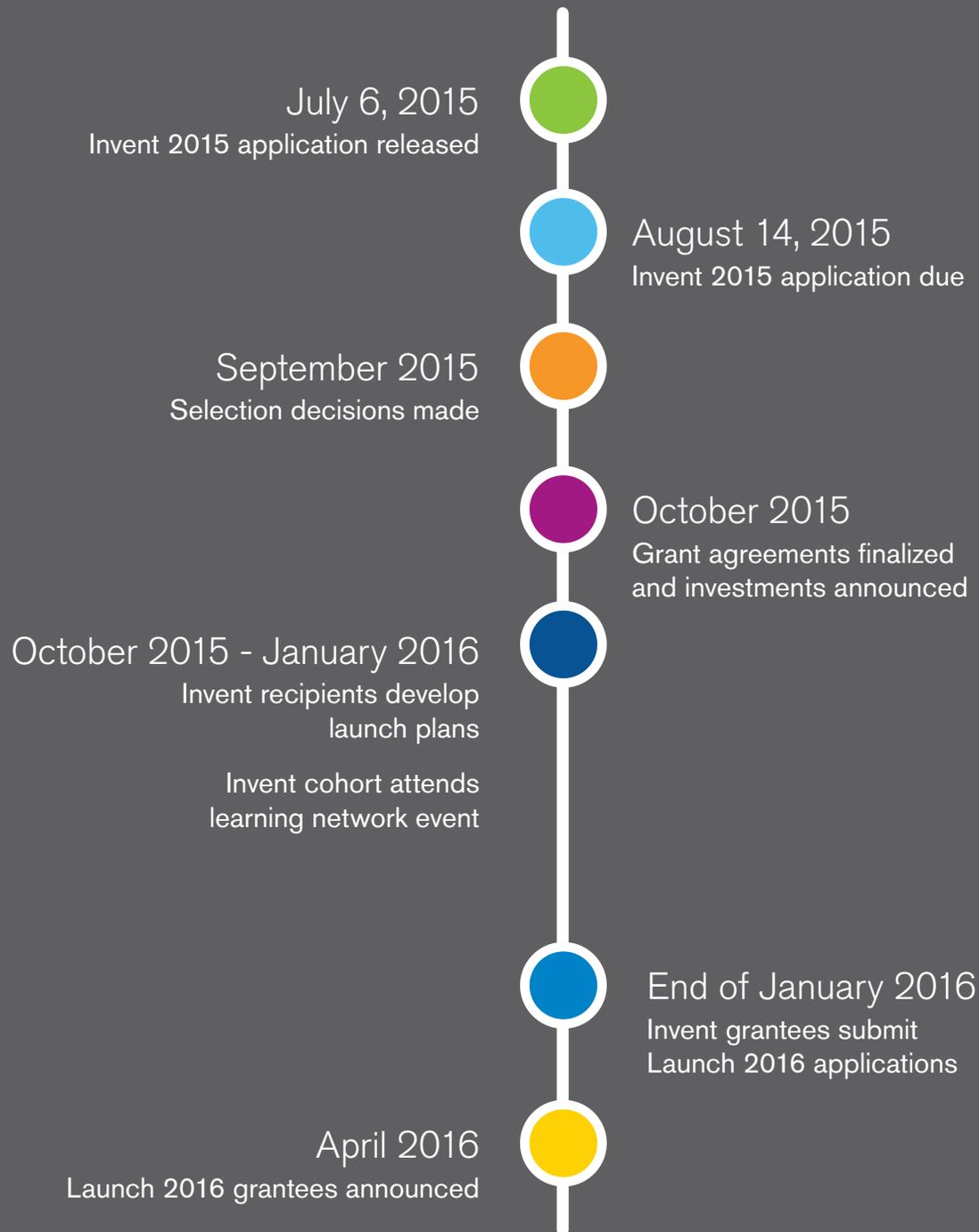
## NewSchools Catapult: Invent 2015

We are thrilled to launch NewSchools Catapult: Invent 2015, the first of a series of investment cycles that will support annual cohorts of new, innovative schools in school districts and emerging charter networks. This application is purposely limited - we are targeting only those teams that are planning to open new, public schools in Fall 2016. To help them prepare for launch, the teams we select will receive a financial commitment based on demonstrated need, valuable cohort experiences with other school entrepreneurs at the same stage, and targeted management assistance from members of our team and other external experts.

newschools  
venture fund

# NewSchools Catapult Timeline

NewSchools Catapult: Invent 2015 is the first of two stages of support that we will be offering to help new, innovative schools get off the ground. All school teams that receive planning investments this year will also be invited to apply for Launch 2016 (described in Appendix B).





## Application for Planning Investment

This application is open to teams that are currently in “Year 0” of planning a new school. To be eligible, the proposed school will need to be on track to open in 2016 and be operated either by a non-profit charter organization or a public school district. Teams at this phase of planning should already have a well-articulated vision and a solid school design plan, and be working toward a comprehensive school launch plan that would include:

- » A clear organizational mission and vision with aligned strategic objectives;
- » A comprehensive instructional model and aligned human capital strategy;
- » A tactical project plan with key milestones to ensure a strong operational launch; and
- » A detailed and realistic four-year financial model

### Teams awarded planning investments will receive:

1. An investment to support planning costs from October 2015 through March 2016. Our financial commitment is based on demonstrated need, averaging approximately \$100,000;
2. Membership in an invitation-only national learning network with other innovative school teams; and
3. Targeted management assistance to teams to support critical path toward school launch.



## Eligibility for an Invent 2015 Grant

### To be considered for an Invent 2015 Grant:

- » Meet each of our 8 Investment Criteria (See Appendix A);
- » Plan to launch a new school in 2016<sup>1</sup>;
- » Enroll students somewhere within the PreK-12 grade span (ages 3 - 19) on a full-time basis; and
- » Be eligible to receive public funding.

### Charter applicants must:

- » Currently operate either zero or one school;
- » Have or be working towards 501c3 non-profit status;
- » Have an approved charter or be on track toward securing one; and
- » Have a desire to continue opening new schools (become a CMO).

### Public schools (district operated) applicants must:

- » Be the founding school team;
- » Have a formal letter of endorsement from the board and superintendent (or equivalent); and
- » Have or be working toward an agreement with the district office that ensures that the school will have necessary academic and operational autonomies to support the implementation of the school design plan.

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<sup>1</sup> Existing schools are not eligible for this opportunity. Later in 2015 we plan to release an application for existing, high-performing schools with plans to pilot new innovations. Programs or initiatives that are not considered a "whole" school by the State and Federal government are not eligible. For example, an afterschool program or a "school within a school" would not be eligible.

# What do we really mean by “Innovative Schools”?

By design, our eligibility requirements above still leave significant room for a wide range of innovative school designs, but this creates a tension for us. On one hand, we welcome entrepreneurs with big, audacious hopes and dreams, and candidly we are nervous about stifling their ability to innovate. On the other hand, we have the benefit of looking across the education landscape and have developed our own opinions and hypotheses about what innovations might be needed in schools.

We want to spur the imagination with some areas we think are ripe for additional innovation. We are not trying to convince entrepreneurs to do anything that conflicts with their vision, nor suggesting that doing any or all of these are necessary to be awarded funding. Instead, take this for what it is - a far-from-exhaustive list of ideas that excite us for what is possible in schools:

- » **Competency-based models** that truly allow students to progress along a path and at pace that best meets their needs
- » New and better ways to integrate digital content with teacher-facilitated instruction which **advance the current state of blended instruction**
- » Development and/or integration of novel approaches to measure academic and/or non-academic dimensions that support an **expanded definition of student success**
- » Creative and scalable approaches that enable students to **develop and explore their interests and pursue their passions**
- » **Bridges between early childhood and K-12** systems and ways to integrate the two

If you have a strong interest in pursuing one or more of these in your school designs, by all means share that with us. If not, that's okay too. Seriously.

## Application for a Planning Grant in New, Non-Profit Charter Schools with Aspirations to Open in Fall 2016

In a Word document no more than 12 pages long (but we welcome economy of language if it's shorter), please address each of the following sections. The application is due by August 14, 2015. To submit your application and materials, you will need to go to <http://bit.ly/invent2015>, complete a contact form, and submit your written application, planning budget, and other requested documents. For any questions, please email [catapult@newschools.org](mailto:catapult@newschools.org).

### I. School Model (4-6 Pages)

In a long-form narrative, please describe your organization and the innovative school model you are planning to launch. Make sure that you specifically address the following:

- » What is your organization's mission and vision?
- » Describe your instructional model in detail. Be sure to address the following questions:
  - In what ways is your model "innovative"? In what ways does it borrow from existing best practices?
  - How does your model personalize the learning experience for students with diverse backgrounds and interests?
  - How does your model promote student agency?
- » What is your expanded definition of student success? What specifically will you expect students to know and be able to do upon completion/graduation from your school?
- » What assessments and other tools will you use to measure and track student progress?

### II. Student Population and Community (1 Page)

Briefly describe the students and the community you plan to serve.

Be sure to address the following:

- » Where will the school likely be located (be specific)? Why did you choose this community?
- » Describe the student population you plan to serve? (# of students, grades, Race/Ethnicity, % of English Language Learners, % of students with an IEP)
- » What is the demographic population of the surrounding community? Will the student population reflect the community demographics? If not, please explain why.
- » Describe your outreach efforts and key relationships you have in the community.
- » Who are your detractors and why? What are your plans to work with them?



### **III. Leadership Team and Board (1-2 Pages)**

**Describe your leadership team. Be sure to address the following:**

- » Provide a brief bio (or link to an online bio) for each member of your leadership team.
- » Are there any major gaps in the skills and experiences of the team? If so, how do you plan to address them?
- » How much commitment will each person be able to make to the planning process of this new school?
- » What is the gender and racial composition of your team? Are you comfortable with the current level of diversity? If not, what plans do you have to address it?

**Describe your Board of Directors. Be sure to address the following:**

- » Provide a brief bio (or link to an online bio) for each active board member.
- » If you are still in the process of forming your board, describe your plans and a timeline for filling the open seats.
- » Are there any major gaps in the skills and experiences of your board? If so, how do you plan to address them?
- » What is the gender and racial composition of your board? Are you satisfied with the current level of diversity? If not, what plans do you have to address it?

### **IV. Planning for Launch (1 Page)**

**Describe where you are in the charter authorization process. Be sure to address the following:**

- » Who is your authorizer? Characterize the relationship you have with the authorizer. If you had a choice of authorizers, explain why you chose this one.
- » If you have already received a charter that will enable you to launch the proposed school in Fall 2016, provide a high-level overview of your charter contract.
- » If you are not already approved for a charter, what is your projected timeline for approval? Describe the major risks to authorization and your mitigation plan to address them.

**Provide a list of all other major milestones that are necessary for a successful Fall 2016 launch. For each, indicate the following:**

- » Status: Complete, On Track, Off Track
- » Target Completion Date
- » Plan for Completion: For all milestones that are not yet complete, describe your high-level plan for completing them. Highlight major risks to their timely completion.



## **V. Longer-Term Aspirations (1 Page)**

**Describe your longer-term aspirations with respect to growth and scale.**

**Be sure to address the following:**

- » Provide detail about your plans to grow as a CMO. How many schools would you ideally like to launch over a 5, 10 and 20-year time horizon? What will need to be true in order for you to achieve this level of growth?
- » Beyond directly operating more schools, describe any other plans or ideas you have to catalyze impact on PK-12 education.

## **VI. Financials (Separate Template)**

Complete the planning year budget template (separate Excel spreadsheet). Make sure to provide descriptions and assumptions for all cost categories. In addition, we will accept but do not require the other financial documents (e.g. a four-year financial model) that you have as appendices to this application.

## **VII. For Charter Networks Planning to Open School #2 Only (1-2 Pages)**

**Reflect on the lessons you have learned through launching and managing your first school, and how they have impacted the design of the proposed second school. Be sure to address the following:**

- » Describe your first school. What are its strengths and areas for improvement?
- » Submit (as an appendix) or provide links to the following data about the school:
  - Student achievement data
  - Student attrition rate
  - Teacher attrition rate
  - Student, family and staff satisfaction surveys (if available)
- » What, if any, model changes do you plan to implement in your second school? What leads you to propose these changes?

## **Application for a Planning Grant in New Public District Schools with Aspirations to Open in Fall 2016**

In a Word document no more than 12 pages long (but we welcome economy of language if it's shorter), please address each of the following sections. The application is due by August 14, 2015. To submit your application and materials, you will need to go to <http://bit.ly/invent2015>, complete a contact form, and submit your written application, planning budget, and other requested documents. **For any questions, please email [catapult@newschools.org](mailto:catapult@newschools.org).**

### **I. School Model (4-6 Pages)**

**In a long-form narrative, please describe your innovative school model you are planning to launch. Make sure that you specifically address the following:**

- » What is your school's mission and vision?
- » Describe your instructional model in detail. Be sure to address the following questions:
  - In what ways is your model "innovative"? In what ways does it borrow from existing best practices?
  - How does your model personalize the learning experience for students with diverse backgrounds and interests?
  - How does your model promote student agency?
- » What is your expanded definition of student success? What specifically will you expect students to know and be able to do upon completion/graduation from your school?
- » What assessments and other tools will you use to measure and track measure student progress?

### **II. Student Population and Community (1 Page)**

**Briefly describe the district, the students, and the community you plan to serve. Make sure to address each of the following:**

- » Describe the school district in which you plan to launch your new school.
- » Where will the school likely be located (be specific)? Why did you choose this community?
- » Describe the student population you plan to serve? (# of students, grades, Race/Ethnicity, % of English Language Learners, % of students with an IEP)
- » What is the demographic population of the surrounding community? Will the student population reflect the community demographics? If not, please explain why.
- » Describe your outreach efforts and key relationships you have in the community.
- » Who are your detractors and why? What are your plans to work with them?



### **III. Leadership Team (1-2 Pages)**

**Describe your school leadership team. Make sure to address the following:**

- » Provide a brief bio (or link to an online bio) for each member of your school leadership team.
- » Are there any major gaps in the skills and experiences of the school leadership team? If so, how do you plan to address them?
- » How much commitment will each person be able to make to the planning process of this new school?
- » What is the gender and racial composition of your school leadership team? Are you comfortable with the current level of diversity? If not, what plans do you have to address it?
- » If the school will be governed by any type of school-based or community board (separate from the district's school board), describe the nature and composition of that board.

**Describe the school's relationship with the school district and school board.**

**Make sure to address the following:**

- » To what extent, if at all, have district officials been involved in preparing this application and in supporting the overall school design process? Provide a brief bio (or link to an online bio) for each district official who is playing a significant role in supporting this school's launch.
- » Describe any supports (financial, instructional, operational and/or political) the school has already received or expects to receive from the district.
- » What types of school-level autonomies currently exist within your district (e.g. budgeting, purchasing, hiring, schedule)? What additional autonomies do you anticipate requiring to fully implement your innovative school model? What is your plan to secure them?
- » If possible, attach a formal letter of support signed by your district superintendent, school board and/or other relevant governing bodies with jurisdiction over your school.



#### **IV. Planning for Launch (1 Page)**

**Describe where you are in securing approval for launching a new school.**

**Make sure to address the following:**

- » Are you formally approved to launch a school in Fall 2016?
- » If you are approved, provide details about the nature of your approval.
- » If you are not yet approved, what is your projected timeline for approval?  
Describe the major risks to approval and your mitigation plan to address them.

**Provide a list of all other major milestones that are necessary for a successful Fall 2016 launch. For each, indicate the following:**

- » Status: Complete, On Track, Off Track
- » Target Completion Date
- » Plan for Completion: For all milestones that are not yet complete, describe your high-level plan for completing them. Highlight major risks to their timely completion.

#### **V. Longer-Term Aspirations (1 Page)**

**Describe your longer-term aspirations with respect to growth and scale beyond a single school. Make sure to address the following:**

- » If this school is successful, what other plans or ideas you have to impact student success in other schools within your district (i.e. directly operating more schools, codifying and sharing instructional practices)?
- » Describe any other plans or ideas you have to catalyze impact on PK-12 education beyond your district.

#### **VI. Financials (Separate Template)**

Complete the planning year budget template (separate Excel spreadsheet). Make sure to provide descriptions and assumptions for all cost categories. In addition, we will accept but do not require the other financial documents (e.g. a four-year financial model) that you have as appendices to this application.



## Appendix A: Investment Criteria

Every school we support must meet each of the following 8 criteria to be considered for investment:

### 1. Serve a significant number of underserved students

We invest in ventures with a mission grounded in transforming PK-12 public education, with a special focus on underserved students, including:

- » African-American/Black students
- » Hispanic/Latino students
- » Students from low-income families
- » Students with individualized education plans
- » English Language Learners

We are open to supporting schools with socio-economically diverse student populations, but these schools must present a compelling case for how they will effectively meet the academic and non-academic needs of all students.

### 2. Embrace an Expanded Definition of Student Success and Hold All Students to High Expectations:

Mastery of academic knowledge and skills in literacy and math is critical to student success, but we also know that students must develop other types of knowledge, skills and habits of success in order to pursue their most ambitious dreams. For example, we would expect many schools to prioritize advanced cognitive skills such as creative and critical thinking, and habits of success like social-emotional competencies and perseverance. Some schools might further prioritize foreign language fluency while others focus on advanced math, science and coding skills. The point is that we expect schools to define an expanded definition of student success in a myriad of ways depending on their students' needs and their instructional priorities.

Specifically, schools that we support will be asked to:

- » Define the full spectrum of knowledge, skills and habits of success they expect their students to master, and propose the means they will use to assess student progress within each.

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- » Set individual student growth and proficiency targets<sup>1</sup> in core academic content areas. These targets should ensure that students who are behind are able to catch up in a reasonable amount of time and those who are on or above level continue advancing to new and more challenging content.
  - » Set specific targets for 4, 5 and 6-year cohort graduation rates, ACT/SAT scores and postsecondary matriculation rates<sup>2</sup>.

We acknowledge that some dimensions that might comprise a school's expanded definition of student success, while not necessarily new, nonetheless present articulation and measurement challenges because of a lack of standard definitions and measurement tools. We plan to work closely with our school portfolio, and with the broader field, to support schools on this journey.

### 3. Reimagine, Redesign, and Recreate the Student Experience

We partner with entrepreneurs in the early stages of developing ambitious ideas with potential to dramatically improve student learning. Our innovative schools portfolio focuses on entrepreneurs who are developing schools that prepare all students, and in particular our most underserved students, to achieve their greatest aspirations. We look to our entrepreneurs to build incredible, life-altering schools that combine successful elements of today's best schools with new innovations and adaptations that they believe will yield even greater impact.

We are eager to consider a wide range of school designs, though we intend to invest in those that integrate the following two elements:

- » **Personalization:** A focus on accelerating and deepening student learning by tailoring the instructional experience - the what, when, how and where students learn - to address the individual needs, skills and interests of each student.
- » **Student Agency:** The placement of trust in students by providing ample opportunities to take ownership over the path and pace of their learning, set learning goals and monitor their own progress.

### 4. Aspire to Replicate and/or Pursue Other Means of Scaling Impact

Our long-term goal is to have a catalytic impact on student success nationally, so we focus on ventures with aspirations to expand their impact significantly over time by growing their organizations and/or influencing the work of others.

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<sup>1</sup> Growth and proficiency would be measured by common benchmarked assessments (e.g. NWEA MAP), and Common Core Assessment data (e.g. SBAC, PARCC). <sup>2</sup> This metric would only apply to schools that serve students in grades 9-12.



Every school we support must have ambitions to expand their impact on student success well beyond a single school. We are particularly interested in entrepreneurs with plans to grow into a multi-school network (if their early results justify replication) and those with compelling plans to catalyze impact in schools beyond those that they operate directly.

### **5. Have Strong Leadership Teams**

We seek new and existing ventures led by mission-driven entrepreneurs who demonstrate passion, personal integrity and the ability to execute and get results. We expect our entrepreneurs to build high-functioning teams at all levels, particularly at the board and senior leadership levels, to ensure they are surrounded by individuals with the range of skills and backgrounds necessary to deliver on their venture's vision. Ventures should be open to working closely with us and being an active member of learning networks with fellow portfolio members.

### **6. Demonstrate a Commitment to Diversity**

Our ventures must demonstrate a strong commitment to diversity, specifically closing racial/ethnic demographic gaps between the students they serve and their senior leadership teams and boards. Given the demographics of the students we aim to serve, we are focusing our efforts on increasing the number of African-American/Black and Hispanic/Latino leaders.

### **7. Pursue Financial Sustainability**

We are ultimately interested in achieving impact at scale and it is impossible to scale models that rely on philanthropy to close a structural deficit. To that end, we look for ventures with a plan for achieving sustainability at scale through public or earned revenue.

Every school we support will need a realistic financial model that demonstrates that it can achieve sustainability exclusively on public revenue no later than the fourth year of operation. Although we are sympathetic to the fact that some jurisdictions provide low levels of per pupil funding, a school model that relies on philanthropy to close a structural deficit is simply not scalable.

### **8. Plan Appropriately and Remain On Track**

Every team we support must have an ambitious vision to transform PK-12 education, but they must also have the ability to turn that vision into reality. As schools advance through the planning stages, they must prove to us that they are prepared to launch successfully to be eligible for continued support. This includes the development of a comprehensive readiness plan as well as evidence that they are on track with respect to all major milestones and deliverables.



## **Appendix B: Additional Funding & Assistance (Launch 2016)**

All recipients of a planning grant will be invited to submit a comprehensive launch plan and formal application for consideration to participate in a second program, Launch 2016, in January 2016. We will use this application, alongside other information we gather in working closely with our ventures during the planning phase, to make award decisions. We will be highly selective at this stage and expect that about half of all ventures that receive planning grants will not receive launch grants; only the most promising and prepared will.

Teams that are selected should expect their grant size to vary depending on factors such as the number of seats created and demonstrated need, but we expect them to be in the \$200,000 to \$700,000 range over a 2.5 year period. As with the previous phase, teams will also participate.

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Schools launching after 2016 are not eligible at this time. We plan to release our application for schools planning to open in 2017 in January 2016.

## Appendix C: Draft Grand Agreement

\_\_\_\_\_, 20\_\_

Grant Number: <Grantee Abbrev>-<MM><YY>

Name  
Organization  
Address

Dear Name:

We are delighted to inform you that **NewSchools Venture Fund (NewSchools)** will provide <<Grantee>> with a grant of up to \$\_\_\_\_\_, to be paid according to the schedule below.

### **Purpose of Grant**

**This grant has been provided to advance specific activities of <<Grantee>> which NewSchools has determined are consistent with its own charitable purposes: These specific activities are as follows:**

- » The development of key components of the Innovative Schools Launch Application. These components include but are not limited to the following:
  - A clear organizational mission and vision with aligned strategic objectives;
  - A comprehensive instructional model and aligned human capital strategy;
  - A tactical project plan with key milestones to ensure a strong operational launch; and
  - A detailed and realistic financial model that demonstrates financial sustainability on recurring public revenue no later than year four of operation.
- » Attend and actively participate in check-in calls, site visits, our annual NewSchools Summit and other networking, professional development, and field-building events that we sponsor for our portfolio
- » Provide academic, operational and financial data and information as requested in a timely manner



## **Payment Provisions**

**NewSchools agrees to pay <<Grantee>> up to \$X in one payment.**

**The payment will be disbursed upon:**

- » Receipt of this fully executed original Letter of Agreement; and
- » IRS Form W-9 with your entity status and taxpayer identification number (TIN)
- » If you are a tax exempt organization, or applying to be a tax exempt organization under section 501(c)(3) of the United States Internal Revenue Code, please provide one of the following documents to verify your tax exempt entity status:
  - A copy of your IRS determination letter
  - A copy of IRS Form 1023 (your application to the IRS to obtain 501(c)(3) status)

NewSchools is a public charity and able to make grants to tax exempt organizations, organizations applying for tax exempt status, for-profit organizations, and governmental organizations.

NewSchools reserves the right to suspend the disbursement of any remaining grant payments if, in consultation with <<Grantee>>, we determine that the organization has failed to comply with the terms of this grant letter.

No grant funds shall be used to purchase or finance the purchase of buildings or property.

NewSchools makes grants using funds from a variety of foundations and individuals, and at its sole discretion has selected <<Grantee>> to receive this grant. <<Grantee>> may not make any statement, or otherwise imply to the media, the general public or any other donor or investor that <<Grantee>> is supported by any donor other than NewSchools, unless your organization had directly received funds from that donor.

## Reporting Requirements

<<Grantee>> will report on progress towards the grant goals according to the following schedule:

Milestone / Deliverable	Purpose and Description	Timing
Attend Fall Meeting	<p><b>Purpose:</b> Used by NewSchools to create cohort experiences for grantees. Send at least one representative from your organization to attend an in-person meeting in November 2015. NewSchools will reimburse you for travel expenses.</p> <p><b>Includes:</b> Participation in learning networks with peer organizations in portfolio and individual meeting with NewSchools team to discuss grant progress.</p>	November 2015
Participate in check-in calls and site visits	<p><b>Purpose:</b> Used by NewSchools to support the venture through the planning process.</p> <p><b>Includes:</b> Monthly check-in calls and, potentially, one site visit.</p>	
Submit Annual Data Collection on School Performance	<p><b>Purpose:</b> Used by NewSchools for final grant closure</p> <p><b>Includes:</b> Narrative account of what was accomplished due to the investment and a description of progress made towards achieving the goals of the grant</p>	Annual for the first four years of school operation
Submit Final Report	<p><b>Purpose:</b> Used by NewSchools for final grant closure</p> <p><b>Includes:</b> Narrative account of what was accomplished due to the investment and a description of progress made towards achieving the goals of the grant</p>	May 30, 2016

Further specific provisions of this grant are described in the attached Terms and Conditions for NewSchools Venture Fund Grants. These Terms and Conditions are expressly incorporated by reference herein.

Please indicate agreement to this Grant and its terms by signing and returning this Agreement to NewSchools.

On behalf of NewSchools Venture Fund, we all look forward to a productive relationship. Together, we will transform public education so that all young people – especially those underserved – graduate high school prepared and inspired to achieve their most ambitious dreams and plans.

Sincerely,

Managing Partner Name  
Managing Partner

Accepted by:

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Grantee Authorized Representative – Signature

Name \_\_\_\_\_

Title \_\_\_\_\_

Date \_\_\_\_\_

Encl: Exhibit A – Grant Disbursement Schedule  
Terms and Conditions

**EXHIBIT A**

Grant Disbursement Schedule

At any time, NewSchools may amend this Exhibit A to change the disbursement schedule.

**Disbursement #1**

Anticipated Date: Date

Disbursement Amount: \$ \_\_\_\_\_

Agreed Upon:

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Grantee Authorized Representative

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NewSchools Authorized Representative

-----  
Date

-----  
Date

## TERMS AND CONDITIONS FOR NEWSCHOOLS VENTURE FUND GRANTS

1. All grant funds must be used only for charitable, literary, scientific or educational purposes within the meaning of Internal Revenue Code Section 170(c)(2)(B) and, more specifically, for the purposes described in the attached grant agreement and substantially in accordance with the attached approved budget. The grant funds may not be expended for any other purpose without NewSchools' prior written approval. Any funds not expended for the purposes of the grant during the grant term must be immediately returned to NewSchools.
2. In addition to other reports required by federal, state or local law, the grantee will provide to NewSchools copies of annual financial information, such as Form 990s and any schedules there-to, and state forms, such as California Franchise Tax Board Forms 109 or 199, that it completes, if the entity is a nonprofit. If the grantee is a for-profit or governmental organization, the grantee will provide annual audited or compiled financial information. If any report is not received in a timely manner, NewSchools may withhold further grant payments until the report is received, and may terminate the grant if the report is not received within thirty (30) days following the date on which it is due.
3. NewSchools may monitor and conduct an evaluation of operations under this grant. The grantee agrees to be supportive of the process. This evaluation may include visits from NewSchools staff and consultants to observe the grantee's organization's program, discuss the program with the grantee's organization's personnel and membership, and review financial and other records and materials connected with the activities financed by this grant. If the Proposal includes a plan for externally documenting and evaluating the outcomes of this grant, NewSchools expects to receive reports from the chosen evaluation team according to a schedule to be determined and appended to these grant terms.
4. The grantee should provide NewSchools with immediate notification of any changes in its organizational or tax exempt status as it occurs. If you are currently applying to be a tax exempt 501c3 entity, you will provide a copy of your IRS determination to NewSchools immediately upon receiving it.
5. The grantee agrees to give NewSchools a reasonable opportunity to review and approve or disapprove any mention whatsoever of NewSchools in any publication proposed to be produced and/or disseminated by the grantee's organization prior to the production of such publication. In addition to this general publicity requirement, NewSchools will have the choice regarding whether and in what manner any publication produced or disseminated wholly or in part with the grant funds acknowledges NewSchools' financial support. In any case in which NewSchools is mentioned in a publication, the publication must state that NewSchools does not take responsibility for any statements or views expressed. Two (2) copies of any publication that mentions NewSchools and/or that is produced or disseminated with grant funds must be furnished to NewSchools at least two (2) business days in advance of public dissemination.
6. The grantee acknowledges that NewSchools has not earmarked any of the grant funds for any organization or individual other than the grantee.
7. The foregoing conditions comply with obligations imposed on NewSchools by federal law to make reasonable efforts and establish adequate procedures to see the grant funds are spent solely for the purposes for which they were granted, and to obtain full and complete reports on how grant funds have been expended. Changes in federal law, or in regulations interpreting it, may require NewSchools to ask that more detailed reports be submitted or that other steps be taken. NewSchools will promptly inform the grantee of any such changes.
8. If the grantee makes payments to individuals or non-501(c)(3) organizations, the grantee may enter into direct contracts with them so long as the goods and services provided to the grantee by the individuals/organizations further the purpose of NewSchools' grant to the grantee. In these cases, the grantee organization must incorporate the individual's or non 501(c)(3) organization's accounting of expenditures within the grantee's accounting to NewSchools.
9. Any violation of the foregoing conditions will require refunding to NewSchools of any amounts subject to the violation. NewSchools may discontinue, modify or withhold any payments due under this grant award or to require a refund of any unexpended grant funds if, in its sole judgment, such action is necessary to comply with the requirements of any law of regulation affecting its responsibilities under this grant award.
10. By making this grant, NewSchools assumes no liability for any actions or omissions of the grantee's organization, including those of any officers, directors, employees or agents of the grantee's organization ("the grantee's actions or omissions"). The grantee agrees to indemnify, defend and hold harmless NewSchools from any and all damages or claims made against the grantee or NewSchools relating to any of the grantee's actions or omissions in connection with the grant.

11. In connection with this grant, the grantee's organization, including the grantee's officers, directors, employees, agents, affiliates and beneficiaries (collectively "the grantee's Organization Members") may have access to, receive, and be entrusted with confidential information, including but in no way limited to development, marketing, organizational, financial, management, administrative, production, distribution, information, data, specifications and processes presently owned by or at any time in the future developed by NewSchools or its agents, consultants or portfolio companies, or used presently or at any time in the future course of its business, personal information relating to any officer, director or employee of NewSchools that is not otherwise public knowledge or in the public domain (collectively, "Confidential Material"). All such Confidential Material is considered secret and will be available to the grantee's Organization Members in strict confidence. Except in carrying out the purposes for which the grant was made, the grantee's Organization Members will not, directly or indirectly for any reason whatsoever, disclose or use any such Confidential Material, unless and until such Confidential Material ceases (through no fault whatsoever or the grantee's Organization Members) to be confidential because it has become public knowledge or part of the public domain. All records, files, drawings, documents, equipment, and other tangible items, wherever located, relating in any way to the Confidential Material or otherwise to NewSchools' business, that the grantee's Organization Members prepare, use or encounter, will be and remain NewSchools' sole and exclusive property and will be included as Confidential Material hereunder. Upon termination of this Agreement by any means, or whenever requested by NewSchools, the grantee's organization will promptly deliver to NewSchools all of the Confidential Material, not previously delivered to NewSchools. Grantee, grantee's employees and any independent contractors associated with the grantee's Organization Members also agree that this confidentiality provision of this Agreement shall survive and continue after the termination of this Agreement for any reason whatsoever.
12. Upon request, the grantee will deliver or otherwise provide to NewSchools copies of any notes, records, drawings, designs, inventions, improvements, developments, discoveries, ideas, materials, and other work product resulting from or conceived or produced in connection with the grant (including, but not limited to, work product in printed, electronic or computer based formats such as publications, photographs, drawings, videotapes, audiotapes and software programs) (the "Work Product") promptly upon completion of the Work Product or NewSchools' request. The grantee hereby grants to NewSchools and its partners, donors, and affiliates a non-exclusive, royalty-free, fully paid-up, perpetual, irrevocable, transferable, sublicensable (subject to NewSchools using reasonable efforts to notify its sub licensees of the use restrictions set forth in this Section 12), worldwide license to reproduce, copy, distribute, modify, adapt, publish, prepare derivative works of, display, perform, and use the Work Product in furtherance of or in connection with NewSchools' mission, especially for the purpose of sharing effective practices. When possible, NewSchools will notify the grantee in advance of such use. NewSchools will not intentionally or knowingly directly impede the grantee's ability to generate earned revenue from the Work Product or sublicense the Work Product to third parties in a manner that is primarily intended for private monetary compensation. NewSchools will use reasonable efforts to provide notice to the grantee of its use of the Work Product as permitted under this Section 12.
13. If the grantee is acquired by or merges with another entity, or sells all or substantially all of its assets to another entity, then at NewSchools' option, the grant may be converted into a recoverable loan, without interest, to be paid back within thirty (30) days after such merger, acquisition, or asset sale.
14. The grantee agrees and acknowledges that it shall have a customary directors and officers insurance policy in place prior to a NewSchools representative assuming a seat on the grantee's board of directors. Such policy will cover directors for any and all losses pursuant to lawsuits against such representatives that arise from such representatives' actions on behalf of the grantee, other than those losses that arise directly from a breach of such representatives' legal duty.
15. This agreement constitutes the entire agreement between NewSchools and the grantee's organization and supersedes all prior agreements, understandings and writings with respect to the subject matter hereof. This Agreement may be amended or modified only in writing, which writing must be signed by duly authorized representatives of each party. This Agreement is not intended to, and does not, create a partnership/agent relationship or joint venture between the grantee's organization and NewSchools. This Agreement will be interpreted in accordance with the laws of the State of California, without regard to choice of law principles. The parties agree to submit to the jurisdiction of the State of California, County of San Francisco for the resolution of any dispute that may arise hereunder.