TABLE OF CONTENTS

Proposal component	***Page***
Non-collusion form	3
Tax-compliance certificate	4
Narrative full description of proposed use	5
Articles of incorporation	38
501c3 letter of determination	44
Disclosure of beneficial interest	46
Letters of reference	47

Non-collusion form

ATTACHMENT C

CERTIFICATE OF NON-COLLUSION

The undersigned certifies under penalties of perjury that this bid or proposal has been made and submitted in good faith and without collusion or fraud with any other person. As used in this certification, the word "person" shall mean any natural person, business, partnership, corporation, union, committee, club, or other organization, entity, or group of individuals.

_____

(Signature of individual submitting bid or proposal)

Kevin Flynn, CEO, Springboard Education in America

(Name of business)

Tax compliance certificate

ATTACHMENT B
MASSACHUSETTS TAX COMPLIANCE STATEMENT

TO: TOWN OF WESTFORD
Town Hall
55 Main Street
Westford, MA 01886

FROM: Springboard Education Foundation Fed ID# 90-0353566

I certify under the penalty of perjury that the above named organization of person, to the best of my knowledge, has filed all State tax returns and paid all State taxes required under law.

SIGNED THIS DATE: March 15, 2010 BY

Name: Kevin Flynn

Title: CEO

*Note: Your Federal Identification number will be furnished to the Commonwealth of Massachusetts - Department of Revenue to determine whether all tax filing and tax payment obligations have been met. Under Mass. G.L.C. 62C s,. 49A, providers of goods or services who fail to correct a tax filing or tax payment delinquency will not have a Contract or other agreements issued, renewed or extended.

FULL DESCRIPTION OF PROPOSED USE

The Springboard Education Foundation, a private 501c3 organization incorporated in the state of Delaware and registered in the state of Massachusetts, operating in cooperation with Springboard Education in America, is the country's fastest-growing early childhood education, afterschool and academic enrichment organization. Since 1987, Springboard provides proprietary, innovative and fun curriculum for children aged infant through age 5 to create the best opportunity for this age groups development. Springboard Education and curriculum for all ages is headed by Dr. Brett Prilik (PhD, Education) and Dr. Anay Abraham De Naranjo (PhD,Education).

With more than 30 locations in Massachusetts, Maryland, Colorado, California, Texas, and Oregon, Springboard's various programs are popular with families and are among the most affordable in the U.S.

The first combination Springboard early childhood education and afterschool sites in America was established in the Town of Westford in 2005. Now serving families and students from around the area, Springboard Westford has been demonstrated to be a cost-effective and highly-engaging solution to parents' desire to provide an academic-focused but fun early childhood education and afterschool experience for their children.

Springboard believes that academic success begins in early childhood. As an innovator in early childhood education, Springboard has developed a research-based preschool program, Children's Learning Centers, that enriches early childhood development for infants through preschoolers. Since opening in Westford under the direction of current Springboard Education Foundation board member Marianne Racioppi, the Westford Children's Learning Center guides young children through the exciting years of early learning through an exclusively-developed and evidence-based curriculum called Fun and Fascination. Each component of the curriculum places a strong emphasis on developing children's emotional, social, physical and self-help skills. As children master these skills, teachers introduce expanded learning opportunities that focus on language, math, science and technology.

In addition to full-time teaching staffs, Centers provide specialized enrichment programs for children. Each week, specialists in the field of music, art, exercise, science and early computer training visit the Centers and provide programs that complement the core-learning curriculum of Fun and Fascination. Further, the Center's programs encompass all areas of development. Examples include Totercize and Karate programs (exercise and gross motor skills), visual art programs (refinement of fine motor skills) and music, science and computing for kids (cognitive learning skills).

But Springboard is more than an early childhood education provider. Realizing that learning is lifelong and that not all children are well-served by typical, childcare-focused afterschool programs, Springboard offers a true academic program that extends learning beyond the school day. Based on research by the Harvard Family Research Project and guidelines for out-of-school-time programming from the National Association of Elementary School Principals, quality is the watchword of any Springboard site. Every academic instructor is a state-licensed teacher, and enrichment instructors are either licensed teachers in the subject area or are professionals in the

field. In addition to small-group and one-on-one tutoring and enrichment classes, Springboard programs also offer student clubs and supervised, engaging and student-directed playtime. Springboard also has a lower afterschool teacher-to-student ratio, with one highly-qualified teacher for no more than 11 students (state licensing regulations require only a teacher-to-student ratio of 1 to 13). Further, Springboard works directly with students' day schools, and interaction among day-school and afterschool teachers means parents get more information about student performance and students get seamless instruction and enrichment to reinforce the concepts being covered in day school.

The following response to the Town of Westford's call for proposals for the lease of town property (RFP#2010-100) to operate academic and enrichment programming for a wide range of ages will: (1) Outline Springboard's proposed programs for all ages by facility; (2) Describe all facility use information required to operate a high-quality and accountable program; (3) Document Springboard's experience offering high-quality programming and the research basis for such programming; and (4) Detail the relationships Springboard has developed within the Town of Westford that will ensure an affordable, accessible and multi-faceted program.

Several Springboard families and Westford residents approached Springboard asking Springboard to bid on this RFP. Springboard believes it can provide an outstanding early child development program and provide a crucial, low-cost academic after school program for Westford school children without eliminating unduly any current programs at the Community Center or other facilities in question. In partnership, Springboard and The Westford Recreation Department can operate the existing programs and offer additional programs for the community In cooperation with the Town of Westford Department of Parks, Recreation and Cemeteries, Springboard's proposal for the lease of the three town-owned properties included in the RFP will include:

- A careful review of all early child care development curriculum being used at the current early childcare sites housed in the facilities, with potential curriculum development or enhancement by Springboard's exclusive, research-based curricula and professional teachers.
- A reduction in tuition costs. Springboard has reviewed current tuition cost at all three building operations and believes its rates and availability of scholarships and sliding scale fees would substantially lower tuition cost for a typical family in Westford by between $100 -$200/month (based on full time) .
- A coordinated schedule with The Westford Recreation Department for use of the athletic facilities and classrooms at the Community Center to offer additional community related programs for children and adults, thereby increasing the actual community programming available at the town-owned facility. As possible, current programs at the Community Center would continue, but program quality would be addressed or each program, and new programs will be added as demand and capacity grow. There are employment opportunities for current program providers to continue working with Springboard and for new program providers and Westford residents to earn a living providing community programming.

- Because Springboard needs only two offices of the seven available at the Community Center, it will make available to the Town of Westford the open office space at the advisement of the Town manager and Board of Selectmen.
- Springboard will improve the program registration system for all families utilizing education and child care programs, as well as those accessing community programs, via its proprietary online enrollment/scheduling/payment/parent account software system. This system provides significant benefit for parents in enrolling, scheduling, paying and having simple easy access to their accounts anytime and from any computer, and creates a cost-savings in administrative expenses for Springboard that can be passed on to families. Springboard will also provide this software at no cost to any nonprofit Westford community organization that needs a similar program.
- Springboard will provide a limited number of full and partial Springboard after school scholarships to the children in public schools in Westford who are struggling academically. Scholarships will be directed based on need and academic risk with the intent of making sure no child slips between the cracks. Springboard coordinates this program with the schools' principals. Springboards program is designed to work closely with each schools' teachers providing them assistance with children that need academic help. Springboard believes it will earn approximately $70,000 per year after all costs and program/facility improvements are made. Springboard will place up to 15% of this money into a scholarship fund each year to be awarded to a Westford Academy graduating senior for further education. Springboard asks the Town of Westford to manage this scholarship program using criteria of family need and community service.
- Springboard believes that complete transparency is essential during this process of reviewing the RFP and reaching a decision with respect to the RFP. Town officials and families are welcome to meet with us to discuss how Springboard and Town departments would transition and operate in these buildings.
- We recommend to the town that a standard or typical landlord/tenant relationship be formed with respect to leasing the town buildings; and as tenant, Springboard would coordinate space and programs for other agencies or town departments to use and lease the buildings from the town. Additionally, as owners of the buildings, the town would make any necessary improvements to the buildings and Springboard will maintain the buildings and grounds. This agreement will be of particular importance with respect to the Frost School, which is currently in dangerous need of fire mitigation systems and the immediate closure of basement infant/toddler rooms. These concerns are discussed further in this proposal.

SECTION A: PROPOSED USE

All Springboard programming at the town-owned facilities will compliment the programming it already offers and will be operated with respect to a partnership developed among Springboard, the Town of Westford Department of Parks, Recreation and Cemeteries (referred to as Parks throughout the proposal), and, where possible, the town's Council on Aging. In all instances, Springboard will operate the academic and early childhood development portions of the programs, while Parks will manage recreational and other enrichment programming. There are opportunities for the Council

on Aging to involve older adults in programming as volunteers and community resources at all sites, as well. Springboard and Parks will not attempt to provide adult day care at any of the three facilities in question; there is already an adult daycare program offered at a separate site in the Town of Westford and Springboard, Parks and the Council on Aging do not wish to duplicate services.

Springboard strongly believes that public facilities, especially the historic Community Center building, should be accessible to the public wherever and whenever possible and feasible. In all instances, Springboard and its partners will seek to eliminate any duplication of services while still providing the highest-quality programming. The partnership will co-locate programs and ensure that all Westford residents are served appropriately, with equal access to the facilities. The partnership will also not eliminate any existing child care or afterschool programming slots unless community demand changes. In fact, the partnership anticipates being able to serve even more children in the coming years as the partnership and program opportunities expand.

In addition, Springboard believes strongly that any lease agreement with a municipality should include the major provisions of a typical lessor-tenant relationship. Springboard will propose a lease for the three facilities that includes fair market value rent for space and utility payments for use. Further, Springboard will carry insurance on the premises and contents of the buildings and will maintain all facilities in accordance with local ordinances for town-owned property and historic buildings. Any lease will be negotiated by mutual agreement between Springboard and the Town of Westford.

Understanding that change in service providers can be stressful for working families and for the staff employed by the current service provider at the three sites, Springboard will undertake several transition activities designed to prevent any interruption of services. First, Springboard will invite all families in the community and employees of the current service provider to attend a series of Open House events at the Springboard Westford Children's Learning Center and at the Springboard Afterschool Westford site, both located at 508 Groton Road. Families of students served by the current provider, and employees of that provider will have the chance to meet Springboard staff, including national executive leadership and local site directors, tour the facility and learn about the programs offered, and ask and get answers to any questions they may have about philosophy of programming, costs and more.

Second, Springboard recognizes that children's success in academic and enrichment programming is directly affected by the positive relationships they develop with program staff. Parents, too, depend on their relationships with their children's educators and caregivers to reinforce academic and development gains. Maintaining positive relationships will be of primary importance to Springboard in the event of any transition. Springboard will give priority hiring preference to qualified staff of the current service provider, should they want to continue working in the profession as employees of Springboard. Springboard's staff are compensated with competitive wages and benefits and receive extensive and ongoing professional development. All hiring decisions will be made on a case-by-case basis, with staff qualifications and family needs as the key decision factors.

65 Main: The Community Center

As one of the oldest public buildings in the Town of Westford, the facility now known as the Community Center has a long history of providing a central location for programs and activities serving a wide range of age groups and populations. In addition to useable office spaces and classrooms on the first and second floors and in the basement, the building also has third-story storage space, a gym with stage, wheelchair lift for the gym and first floor, the Community Center playground and an ample parking lot.

The facility currently houses a private 501c3's day care program. The 501c3 operates without paying rent to the Town of Westford and has control over public access to the town-owned building.

Because the building is so large and includes gym space and wheelchair access that the other two facilities included in the RFP do not, this facility will be the principle site of partnership programming among Springboard, Parks and the Council on Aging. Springboard will continue to operate a full-day early childhood education preschool program at the facility and will make every attempt to involve parents, current service provider staff and community members in all transition planning activities.

Hours and days of operation: The Community Center will be open from 7 a.m. to 7 p.m. Monday through Saturday, with extended evening and weekend hours for community programming offered by program partners. More detail on hours of programming, program descriptions and numbers of clients to be served are included in the table on the following page.

Numbers of students and staff, including student-staff ratios: Springboard will provide early childhood education for children ages 33 months to five years. Parks will provide other recreational activities for toddlers through adults, and the Council on Aging will provide community involvement program opportunities for older adults as appropriate.

All Parks recreational programming will depend on first the current provider staff's willingness to work with the Town's Department on maintaining services to enrolled families.

Springboard anticipates needing approximately 30 days to align programming and to hire necessary staff to get all programming to full capacity. In the interim, Parks can provide its existing programs with no gap in services. The programs that need 30 days to reach full capacity are indicated as "Developing."

Per current use levels and State of Massachusetts Department of Early Education and Care 2010 licensing requirements, the table on the following page indicates that Springboard anticipates the following use (ages shown are in years unless otherwise indicated)*, **

Activity	Days and hours per week	Daily average anticipated participants	Intended staff-student ratio
Springboard **full-day preschool** program for ages 33 months to 5 years	7 a.m.-6 p.m., M-F	25 to 35 children	1 to 8
Culture			
Developing: Egyptian Dig (ages 6-11)	TBD	12	1 to 12
Art			
Developing: April Vacation Art Workshop (ages 5 to 13)	TBD	12	1 to 12
Developing: Art Workshops (ages 5 to 13 broken into grade-level groups)	TBD	8 per group	1 to 12
Developing: Basic Sketching (ages 8 to 14)	TBD	12	1 to 12
Developing: Bloomin' Art Babies (ages 15 to 33 months)**	TBD	9	1 to 4
Developing: Clay, Pottery Wheel, Sculpture (ages 5 to 13; ages 14 to 18; adults)	TBD	12 (ages 5 to 13); 12 (ages 14 to 18); 8 (adults)	1 to 12 (ages 5-18); 1 to 8 (adults)
Developing: Drawing Monsters Superheroes and Villians Art Workshops (ages 7 to 11)	TBD	8	1 to 8
Developing: Drawing Monsters Superheroes and Villians Art Workshops (ages 12 to 14)	TBD	8	1 to 8
Developing: Inspiration Boards (ages 13 +)	TBD	8	1 to 8
Developing: Let's Gogh Green (ages 6 to 12)	TBD	8	1 to 8
Developing: Masks Masterpieces (ages 13+)	TBD	8	1 to 8
Developing: Medusa Masterpieces (ages 13+)	TBD	8	1 to 8
Developing: Mosaic Mermaids (ages 13+)	TBD	8	1 to 8
Activity	Days and	Daily average	Intended

	hours per week	anticipated participants	staff-student ratio
Art (continued)			
Developing: Silk Hoop Painting (ages 13+)	TBD	8	1 to 8
Developing: Yarn Bottles (ages 13+)	TBD	8	1 to 8
Cooking and Mealtime Play			
Developing: Princess Tea Party (ages 4 to 6)	TBD	20	1 to 10
Developing: Teddy Bear Picnic (ages 4 to 6)	TBD	20	1 to 10
Developing: Hands-On Cooking (ages 6 to 11)	TBD	10	1 to 10
Developing: The Kitchen Kids (ages 4 to 8)	TBD	12	1 to 6
Music			
Developing: Kindermusik Adventures for Babies (ages 0 to 18 months)**	TBD	10	1 to 10
Developing: Kindermusik Adventures for Toddlers (ages 18 months to 3 years)**	TBD	10	1 to 10
Developing: Kindermusik Our Time (ages 18 months to 3 years)**	TBD	10	1 to 10
Developing: Kindermusik ABC, Music and Me (ages 3 to 4)**	TBD	10	1 to 10
Developing: Kindermusik Playdate (ages 0 to 4 years)**	TBD	10	1 to 10
Developing: Kindermusik Village (ages 0 to 18 months)**	TBD	10	1 to 10
Dance, Fitness and Sports			
Developing: Bouncing Babies Mother's Group (ages 6 to 12 months)**	TBD	10	1 to 10
Developing: Infant Massage (ages 6 weeks to 10 months)**	TBD	10	1 to 10
Developing: Mom and Baby Yoga (ages 3 to 12 months)**	TBD	10	1 to 10
Developing: Mom and Child Yoga (ages 1 to 5)**	TBD	10	1 to 10
Developing: Mommy Rocks (Fitness for Moms and Fun for Kids) (ages 6 weeks to 33 months)**	TBD	10	1 to 10
Developing: Movement and Motion (ages 3-4)**	TBD	10	1 to 10
Activity	Days and	Daily average	Intended

	hours per week	anticipated participants	staff-student ratio
Dance, Fitness and Sports (continued)			
Developing: Tummy Time (ages 3-4)**	TBD	10	1 to 10
Developing: *Hannah Montana* RockStar (ages 6 to 9)	TBD	20	1 to 10
Developing: Golf for Girls (ages 5 to 10)	TBD	10	1 to 10
Developing: Junior Golf Clinic (ages 7 to 14)	TBD	10	1 to 10
Developing: Pony Pals-- Riding (ages 5 and up)	TBD	10	1 to 10
Developing: Twirlers (ages 5 to 14)	TBD	10	1 to 10
Developing: Beginning Ballet (ages 4 to 5)	TBD	8	1 to 4
Developing: Bollywood Dancing for Kids (ages 5-12)	TBD	10	1 to 10
Developing: Combo—Basketball and Soccer (ages 7 to 12)	TBD	20	1 to 20
Developing: Pinkalicious Dance (ages 3 to 6)	TBD	12	1 to 8
Developing: Specialty Dance Workshops (ages 3 to 5)	TBD	12	1 to 8
Developing: Sports Jam (ages 7 to 12)	TBD	20	1 to 10
Developing: Tae Kwon Do (ages 6+)	TBD	12	1 to 8
Developing: Gymnastics (Toddlers I, ages 18 to 33 months)**	TBD	8	1 to 8
Developing: Gymnastics (Toddlers II, ages 2 to 4)**	TBD	8	1 to 8
Developing: Gymnastics (Tiny Tumblers, ages 3 to 5)	TBD	8	1 to 4
Developing: Gymnastics (Timblebugs, ages 4 to 6)	TBD	8	1 to 4
Developing: Gymnastics (KinderGym, ages 5 to 7)	TBD	8	1 to 8
Developing: Gymnastics (Beginners/Advanced Beginners, ages 6 to 12)	TBD	8	1 to 8
Developing: Gymnastics (Boys Tumbling and Gymnastics, ages 5 to 10)	TBD	8	1 to 8
Developing: Gymnastics Clinics (ages 6+)	TBD	8	1 to 8
Developing: Gymnastics Clinics (ages 7+) *Will move from Frost to Community Center*	TBD	8	1 to 8
Developing: Gymnastics (Intermediate, ages 7+)	TBD	8	1 to 8
Activity	Days and hours per	Daily average anticipated	Intended staff-

	week	participants	student ratio
Dance, Fitness and Sports (continued)			
Developing: Gymnastics (Middle School, ages 10 to 14)	TBD	8	1 to 8
Developing: Gymnastics (Competitive Gymnastics Team, ages 12 to 18)	TBD	16	1 to 8
Pre-K/Kindergarten Soccer—Rain Site and Indoor (ages 4 to 6)	TBD	TBD	1 to 8
Tiny Tots Soccer—Rain Site and Indoor (ages 3 to 5)	TBD	TBD	1 to 8
Sports Week for Squirts—Rain Site and Indoor (ages 3 to 6)	TBD	TBD	1 to 8
Boys and Girls Basketball—Rain and Practice Site (ages 7 to 12)	TBD	TBD	1 to 8
Multi-Sports Week—Rain and Practice Site (ages 7 to 12)	TBD	TBD	1 to 8
Men's Volleyball (ages 18+)	TBD	TBD	N/A
Co-Ed Intermediate Volleyball (ages 18+)	TBD	TBD	N/A
Aerobic Exercise (ages 16+)	TBD	TBD	N/A
Tai Chi (ages 16+)	TBD	TBD	N/A
Learning and Enrichment			
Developing: Baby Signs (ages 6 to 24 months)**	TBD	10	1 to 10
Developing: Kindergarten Skills (ages 4 to 5)**	TBD	10	1 to 10
Developing: ABC Mommy and Me! (ages 2 to 4)**	TBD	10	1 to 10
Developing: Babysitting Basics (ages 11 to 14)	TBD	10	1 to 10
Developing: Robotics (ages 7 to 12)	TBD	10	1 to 10
Developing: Family Science Nights (ages 6+)**	TBD	20	1 to 20
Developing: Chess Club (ages 5+)	TBD	10	1 to 10
Developing: Intro to Digital Photography (ages 8+)	TBD	10	1 to 10
Developing: Lego Engineering (ages 8+)	TBD	10	1 to 10
Developing: Geology Workshops (ages 6+)	TBD	10	1 to 10
Developing: Science Week (ages 6 to 11)	TBD	10	1 to 10
Activity	Days and hours per week	Daily average anticipated participants	Intended staff-student

			ratio
Learning and Enrichment			
Developing: Staying Safe when Home Alone (ages 8 to 14)	TBD	10	1 to 10
Developing: Storytelling Troupe (ages 6+)	TBD	10	1 to 10
CPR/FirstAid—Adult and Pediatric (ages 12+)	TBD	10	1 to 10
CPR/FirstAid—Adult and Pediatric (adults)	TBD	10	1 to 10
Counselor in Training Out-of-School-Time Program Teen Leadership Program (ages 14 to 18)	TBD	4	1 to 10
Developing Long-Term: Teen Center (ages 14 to 18)	TBD	TBD	1 to 10
Older Adult Community Involvement programming: Partners to involve *older adult volunteers* in programming wherever possible	TBD	4 older adults	N/A

** Note: All schedules are subject to change per need and interest from the community*

*** Denotes programming at which child's caregiver must be present; not subject to state licensing requirements*

List of programs and courses to be offered: See the table above for a comprehensive description of preliminary program possibilities among Springboard's assumption of current activities and Parks' pre-planned recreation activities for the community.

Springboard's early childhood education preschool program is intended to be a full day, though families can schedule half days or other combinations of education time. The preschool learning environment is primarily based on The Creative Curriculum for Preschool, developed by Teaching Strategies Inc, used in high-quality early education settings throughout the United States, Canada, and Australia. At the core of The Creative Curriculum for Preschool are well-planned learning centers that allow for child choice and self-directed play, small groups, and supportive teaching that prepares children for academic excellence. The development of language, mathematical reasoning, and scientific thought is emphasized throughout all the centers. Changes to the learning environment, activities, and projects reflect emerging interests and individual goals. Learning centers offer guided experiences that encompass all the skills and understandings necessary for optimum development and success in school.

Typical planned learning centers include: Language/Library, Technology/Computers, Construction/Blocks, Science, Dramatic Play, Outdoor Learning, Art/Creative Expression, Music and Movement, Sensory: Sand and Water, Math/Manipulative. These learning centers are a curriculum components of the early childhood education program and are not intended for drop-in use by the community at large.

Throughout the day and within an overall regular structure of arrival times, social times, play times, learning times, snack and lunch times and nap times, children make self-directed and guided choices using Family Choice Boards, participate in small groups and projects, join in circle-times with the whole group, and reflect upon and document

their learning experiences through student-produced works of art, books and verbal summarizing. Children are guided to critical learning experiences that form the building blocks of healthy development. The Preschool Program incorporates culture and geography lessons, language development, math skills building, age-appropriate science, environmental projects, art and music and more. The program is designed for each child to learn all the necessary skills and understandings to succeed in kindergarten and continue to thrive academically and socially.

Programs offered by Parks may change from time to time as community need and interest in specific activities increases or wanes. The partnership is excited to include the academic and early childhood development components from Springboard, the recreational and physical fitness components offered by Parks and the community involvement and intergenerational programming opportunities offered by the Council on Aging. Springboard has developed these relationships and is committed to opening the Community Center to town departments and other community resources because in years past, Parks in particular has encountered difficulty in accessing the gym and classroom space in the public facility to provide recreation activities.

As discussed, current Community Center programs will be continued wherever possible to maintain continuity and to ensure this public facility remains open to the public: The 501c3 operating at the Community Center currently will be invited to continue providing its community programs, and the individuals teaching particular courses will be invited to continue teaching those courses through a partnership agreement in which the bulk of course registration fees will go to the community program provider. Access to this space and the potential for additional programming creates a possible revenue stream for Parks, potentially allowing it to operate at a greater scale community-wide, contribute to town general funds and avoiding operational debt.

In addition, as in years past, the Community Center will be available for public use by renting out classroom or other space for activities and events. Rates indicated below are lower than current rates:

- Westford residents can rent a first floor classroom or the gym for $20 per hour, or a second-floor classroom for $15 per hour.
- Non-residents can rent a first floor classroom or the gym for $30 per hour, or a second-floor meeting space for $15 per hour.
- If residents or nonresidents wish to access the building when it is not otherwise open, there will be a $50 standard surcharge for facility maintenance and security.

All program scheduling and the coordination of classroom and gym space will be managed through Springboard's administrative assistant for the early childhood development full-day program to be located at the Community Center. In this regard, Springboard will also take on the responsibility of being the on-site manager for the building and grounds, with support from the organization's national office and other Springboard sites in the area.

Tentative instructors and dates for each: See the table on the following page for an outline of proposed instructors and dates for the previously-described programs:

Early Childhood Education full-day program	Site Director: To be hired from existing staff as possible Educators: To be hired from existing staff as possible	Weekdays year-round
Culture, Art, Cooking/Mealtime Fun, Music, Dance/Fitness/Sports, Learning/Enrichment	Instructors and coaches to be named hired from existing staff and vendors of programs as possible	Weekdays and Saturdays year-round

Staff and volunteers providing program services by the Springboard partners at Parks and the Council on Aging will be hired, trained, supervised and scheduled by those respective agencies.

Age ranges served: As indicated in the table above, most programming is intended for preschool through middle school students, but there are multiple program options for all ages, from 0 to 100.

How courses and programming will be aligned with existing programs but will not conflict with those offered by other service providers and town departments: Because Springboard seeks to partner directly with Parks and the Council on Aging at the Community Center site, there will be no duplication of services. All programs placed by these partners at the site will be considered a part of those agencies' overall offerings to the community and will be directly aligned and planned to compliment programs taking place at other facilities. Participants will be transported by the operators of those other sites to participate in programs at the Community Center, as appropriate. For example, students at school-based afterschool programs can access the youth gymnastics programming at the Community Center through existing Parks afterschool program transportation services.

Expected vehicular trips daily: Springboard estimates approximately ten individual car trips to the facility daily for Springboard staff and visitors, with additional vehicle trips totaling on average 55 per day for families of children in the Early Childhood Education, Parks and Council in Aging regular site programs. Additional trips by fleet vehicles, including school and Springboard or Parks program vans, will likely occur twice a day, six days per week. Special events will incur larger numbers of vehicle trips, but these will not be daily trips and will seek parking or special use permits if vehicular traffic is anticipated to put a strain on the existing 67-space facility parking lot and Main Street arteriole.

Expected pedestrians trips to each daily: Populations using the Community Center will include professional staff, young children and older adults, so pedestrian trips will be extremely minimal at this time.

Expected means of transportation: Most staff and program participants using the Community Center will access the facility by private car or by school or program vehicle.

Anticipated use of public transportation: Because the Community Center sits on Main Street in central Westford, public transportation will be an easy method of travel to the site for many residents. However, as previously stated, because the anticipated site visitors include children and older adults, it is anticipated that public transportation use will be limited.

Potential parking impacts: With no more than 65 individual vehicles total and up to two multi-passenger vans or busses in the Community Center parking lot at any given time during normal programming, the parking impact to the 67-space parking lot adjacent to the building will be moderate.

Parking required: Given employee parking and visitor turn-over, the Springboard partnership will require approximately 45 to 50 single-vehicle and two van-accessible parking spaces daily. Occasional special events may require more than these spaces but it is unlikely that the programs will ever require more than the 67 spaces in the parking lot.

Exterior area use and needs: The playground adjacent to the building, termed the Roudenbush playground in the RFP, will be used from time to time when youth programming is taking place at the facility. The playground will be open for Westford residents and others to use at all other times. There are no additional exterior area use and needs anticipated at this time.

Special requirements for use, including special events, parking provisions, etc.: The coordination of all special events, regular programming by Parks, and room rentals by community members or groups will be conducted through Springboard as the building tenant and all reasonable accommodations will be made to ensure equal access for various groups.

Scholarships, reduced rates, sliding fee scales and income guidelines: Proposed Community Center site program costs include:

Early Childhood Education full-day program: On average, Springboard's various programs cost between $4.60 and $6.50 per child per hour of programming. However, while Springboard's early childhood education programs are very competitive with the rates being charged by other providers in Westford, Springboard cannot at this time make pricing until all program implementation costs, numbers of students to be served and similar have been taken into account. This can only be done upon award of contract and individual family situation assessment. Springboard will make every reasonable effort to honor cost structures in place at the site without raising rates, but no specific price structure can yet be determined. Springboard will offer full-day rates, half-day rates, full-week discounts, per-sibling discounts, sliding scale fee structures and scholarships to ensure families are served in a cost-effective manner.

- Parks programs: $10 per child per one-hour session for afterschool programs running from school dismissal to 6 p.m.; 10% discount for full-session (school dismissal to 6 p.m.) registration; 10% discount for sibling enrollment in other Parks programs; sliding scale and scholarships based on town-approved rates and income guidelines. Other Parks programs will be priced on a case-by-case basis and the

availability of scholarships, reduced rates, sliding fee scales and income guidelines will be made by Parks as a Town of Westford department.

- Council on Aging programs: Participation in community involvement opportunities is free to older adults.

Springboard's programs are built around the idea of an economy of scale. While the quality of Springboard's programs is unparalleled in the area, Springboard program rates are incredibly competitive with current early childhood and afterschool programs offered by other providers in Westford. More information about Springboard's full-day kindergarten, afterschool, summertime and SAT/ACT test preparation costs are included later in this proposal in discussion of proposed use at the other sites.

Provisions to assist families with short-term hardships: All of Springboard's programs include a sliding scale for families who cannot afford to pay full price. The Springboard Foundation engages in fundraising, including grantseeking, to develop funds that can be used to supplement family costs and ensure that all programs remain accessible to families of diverse economic means.

Further, because the Springboard Foundation is a national organization, its bottom line and financial strength is not dependent on one community alone. If the economic outlook and individual family financial situations change for the worst in Westford in the coming years, revenues generated from programs in more stable areas of the country can be used to supplement operations at the Westford site. If an individual family experiences economic hardship during their use of Springboard programs, staff will work with the family to establish an appropriate payment plan and sliding scale fee to prevent any disruption in services for the children enrolled in the program. Springboard anticipates that because the organization is headquartered in the area, it will be particularly easy to provide Westford residents with individual attention and care with regard to program costs.

With additional programming at the Community Center and increased revenues from that programming directed to Parks, the department will have a greater capacity to offer scholarships and sliding scale fees in the event that Westford residents are unable to pay full-price for any program.

Provisions for clients who can not afford full price of services: Families who cannot afford to pay the full price of services have multiple options for reduced rates, as discussed previously.

Statement of meeting ADA requirements: While all Springboard programs and existing Springboard facilities meet ADA requirements for physical disabilities, the Community Center building poses minor ADA-compliance issues. Springboard will work with the Town of Westford and our partner agencies to ensure that all reasonable attempts to maintain the building in compliance with ADA regulations will be made and that the Community Center will in fact be more accessible to persons with disabilities in the future than it is today.

Alterations needed to run programs: Although the basement and first floor can be accessed by people in wheelchairs through use of accessible entrances and an interior mechanized wheelchair lift, the remainder of the building is inaccessible. The restrooms

in the basement of the facility lack accessible hardware on the doors and in the fixtures. Because a motorized wheelchair cannot access the first floor via the lift, and because the building's only truly accessible bathrooms are on the first floor, the bathrooms in the basement must be brought into ADA compliance. As the building is a public facility, it is Springboard's expectation that the Town of Westford, through accessibility or community development block grants, oversee and fund the alterations required to bring the building to state and national law requirements. Aside from accessibility issues, Springboard has discovered that various rooms and facilities within the Community Center building are not sprinklered for fire mitigation. Again, a the building is a public facility required to meet local fire codes, Springboard fully expects the Town of Westford to pay to have sprinkler systems installed for public safety and fire mitigation to protect an historic building. Upon the facility's meeting of these requirements, Springboard will, at its sole expense, maintain all alterations and accessibility features, per the stipulations outlined in Section 3.4 of the RFP.

73 Main: The Frost School Building

The Frost School Building is just over 100 years old, making it another of Westford's most historic facilities. The building houses classrooms on two upper floors and in its basement, office space on the first floor and laundry facilities in the basement. The building is not accessible for persons with disabilities. The building does have a fenced-in playground and abuts the Whitney playground, operated by the Town of Westford Department of Parks, Recreation and Cemeteries.

The facility is currently used to operate a full-day child care program for infants through Kindergarten. Upon inspection of the facility prior to submitting a proposal for use, Springboard's staff have grave concerns about the fire mitigation, disability access and overall safety of the building, particularly in the basement classrooms currently housing the infant and toddler care programs. Springboard will cease operations in these basement rooms until critical fire safety issues have been addressed. Because these rooms house the infant through toddler programs of the site, these programs will be temporarily relocated to the Community Center and the Westford Children's Learning Center while the Town of Westford brings the buildings up to code.

Hours and days of operation: The Frost School Building will serve preschool and Kindergarten children in upstairs classrooms from 7 a.m. to 6 p.m., Monday through Friday. When fire safety has been addressed in the basement classrooms, the school will open once again to ages 0 to 5 from 7 a.m. to 6 p.m., Monday through Friday.

Numbers of students and staff, including student-staff ratios: Student-staff ratios and numbers of students cannot be determined at this time. Without an adequate and safe facility, including possible room closures due to fire egress problems, Springboard cannot plan specifically for total use and staffing ratios. When the facility has undergone a safety inspection and hazard mitigation plans are developed, Springboard will open a planned early childhood education center for the facility similar to the one operated at 170 Plain Road; The Nabnasset School.

List of programs and courses to be offered: Details about scheduled programs can not be determined at this time. After a safety mitigation plan is developed for the facility, Springboard will work with its partners to develop schedules and the staff and dates for

said programs. When the site is deemed safe for young children, the program for infant education and care includes:

- *Personal Care Plans:* Parents and the primary caregiver at Springboard at Frost will establish a personal care plan that is continually updated to ensure that care routines are prime times that fit the child and family.
- *Snuggles Care:* Very young babies spend ample time each day heart-to-heart with their primary caregiver. Every sound and movement of the baby is met with a warm response: a word, a smile, a touch that signals, “You are special.” Staff at Springboard at Frost will provide daily “Snuggles Care” for all children enrolled in infant care.
- *Let’s Read:* Long before they understand the words and pictures, infants benefit from the joy of sharing a book in the arms of a caring adult. Reading begins with young babies and gains momentum as the children mature. On laps, on the floor, and as they drift off to sleep, infants and toddlers experience the magic and wonder of books. Reading together will be a daily activity at Springboard at Frost.
- *My Place to Grow:* Infants and toddlers are sensory-motor beings. They explore the world with their senses and their developing motor skills. Long before they understand a concept like “under” or “far” with their minds, their bodies learn to navigate the up and down, over and under of the physical world. The World at Their Fingertips provides infants and toddlers with a rich learning environment with appropriate learning center stations: The Springboard at Frost will have such stations.
- *Large and Small Motor Experiences:* For younger babies: reaching, grasping, kicking, holding, pulling and standing, creeping and crawling in, out, over, under. Springboard at Frost staff encourage these behaviors, always keeping child safety first in mind.
- *Sensory Experiences:* Explorations of texture, color, patterns, size and shape, smell, taste, weight. Springboard at Frost staff will use the My Place to grow stations to encourage these activities and stimulations.
- *Cognitive Experiences:* Object permanence, spatial relationships, classifying, collecting and dumping, cause and effect experiences, problem solving. The core curriculum at Springboard at Frost will incorporate these concepts and enrichment programs will reinforce them.
- *Language and Music and Personal Expression:* Adult-child conversations, reading and language play, explorations in music, rhyming, and sound. Art, movement, imitation and beginning dramatic play, doll and stuffed-animal play. The Springboard at Frost program will incorporate these important developmental tools.
- *Parents’ Prime Time:* Teachers understand that the parent-child relationship is primary. Parents are encouraged to call or drop by any time with ideas, questions, or concerns.
- *What Infants and Toddlers Learn:* The program is designed for optimum comprehensive individual development at the child’s natural pace. Caring and

learning are inseparable. In the program, children optimize their emerging physical, sensory-motor, perceptual, cognitive, and social skills.

Tentative instructors and dates for each: See the following table for an outline of proposed instructors and dates for the previously-described programs:

Full-day infant early childhood education program	Site Director: To be hired from existing staff as possible Educators: To be hired from existing staff as possible	Weekdays year-round
Full-day toddler early childhood education program	Site Director: To be hired from existing staff as possible Educators: To be hired from existing staff as possible	Weekdays year-round

Age ranges served: When the Frost building has been restored to fire and safety code, it will offer early childhood education programs. These programs lend themselves to the continuum of services for Westford residents ages from infancy to older adulthood as described for the Community Center and Nabnasset sites.

How courses and programming will be aligned with existing programs but will not conflict with those offered by other service providers and town departments: Upon safety mitigation, Springboard will provide early childhood education and care at the Frost building. Because there is a shortage of early childcare slots in Westford, in particular for infants and toddlers, it is anticipated that the services to be provided by Springboard will meet a consistent community need, thereby avoiding duplication.

Expected vehicular trips daily: Estimated vehicular trips remains to be seen after program plans are made, pending safety mitigation at the site.

Expected pedestrians trips to each daily: Populations using the Frost building will include professional staff and very young children, so pedestrian trips will be extremely minimal once the school is brought to fire and safety code.

Expected means of transportation: Most staff and program participants using the Frost building will access the facility by private car or by school or program vehicle once the school is brought to fire and safety code.

Anticipated use of public transportation: Because the Frost building sits on Main Street in central Westford, public transportation will be an easy method of travel to the site for many residents. However, as previously stated, because the anticipated site visitors include children and older adults, it is anticipated that public transportation use will be limited once the school is brought to fire and safety code.

Potential parking impacts: When the building is brought to fire and safety code, Springboard will know how much useable space the facility truly has for safe and quality programming. When those numbers are determined, Springboard will know how many families can be served by this site and what potential parking impact the program will have on the Frost building's 25-space parking lot..

Parking required: The parking needs of the program are unknown until the building is brought to code and determinations about classroom space and size are made.

Exterior area use and needs: The fenced-in playground adjacent to the building will be used by the Early Childhood Education program during normal hours of operation. The playground will be open for Westford residents and others to use at all other times. There are no additional exterior area use and needs anticipated at this time.

Special requirements for use, including special events, parking provisions, etc.: When fire and safety issues have been resolved, the facility will be available for limited public use, including meeting room rental and on-site childcare for public meetings taking place at the site. Room rental costs will be the same as for classrooms at the Community Center building. All room rentals will be coordinated through the on-site administrative assistant at the early childhood education program and will be managed by Springboard as tenant of the building. All reasonable accommodations to meet public requests to use this town-owned building will be made.

Scholarships, reduced rates, sliding fee scales and income guidelines: On average, Springboard's various programs cost between $4.60 and $6.50 per child per hour of programming. However, while Springboard's early childhood education programs are very competitive with the rates being charged by other providers in Westford, Springboard cannot at this time make pricing until all program implementation costs, numbers of students to be served and similar have been taken into account. This can only be done upon award of contract and individual family situation assessment. Springboard will make every reasonable effort to honor cost structures in place at the site without raising rates, but no specific price structure can yet be determined. Springboard will offer full-day rates, half-day rates, full-week discounts, per-sibling discounts, sliding scale fee structures and scholarships to ensure families are served in a cost-effective manner.

Provisions to assist families with short-term hardships: All of Springboard's programs include a sliding scale for families who cannot afford to pay full price. The Springboard Foundation engages in fundraising, including grantseeking, to develop funds that can be used to supplement family costs and ensure that all programs remain accessible to families of diverse economic means.

Provisions for clients who can not afford full price of services: Families who cannot afford to pay the full price of services have multiple options for reduced rates, as discussed previously.

Statement of meeting ADA requirements: part of the fire and safety inspection and mititgation plan will include any provisions required to make the building as accessible as reasonable for persons with disabilities. The building is not now accessible to persons with disabilities, and Springboard would like to address this problem.

Alterations needed to run programs: ***Critical issues*** identified during inspection include:

- Exposed wiring in the ceilings of basement early childhood classrooms. Ceiling tiles must be replaced, wiring capped off where appropriate or safely separated from the classroom below by ceiling tiles.

- Functional stove, operating in a closet without any hood, in the basement. Stove must be removed; gas or electric to the closet must be capped off.
- ***Toddler classrooms abutting a basement boiler room without sufficient fire mitigation. Basement classrooms must be fitted with sprinklered fire mitigation.*** We view this as an extreme and immediate hazard.
- Fire egresses that are out of date and inappropriate for early childhood care. Metal fire escapes and wooden staircases must be inspected for safety and improved wherever necessary. Classrooms for infants and toddlers in particular must not be placed in the basement, where fire egress is particularly difficult to maintain.

170 Plain Road: The Nabnasset School Building

The building at 170 Plain Road is the newest of the three buildings included in the RFP and is also in the best current condition. The building includes classroom and office space on two stories, as well as limited cooking space. The basement is accessible to persons with disabilities by an exterior lift. The grounds include a fenced-in playground and adjacent tennis and basketball courts. The facility currently houses half-day preschool for children ages 2 to 5. Because the building, a former elementary school, is so well-suited to early childcare programming and because it is in reasonable condition, Springboard will maintain the half-day early childhood development progam, with modifications and program improvements to ensure Kindergarten readiness among students.

Hours and days of operation: The Springboard at Nabnasset building will be open from 7 a.m. to 6 p.m. Monday through Friday, operating two half-day programs for families seeking more flexibility.

Numbers of students and staff, including student-staff ratios: The Springboard at Nabnasset building will exceed all State of Massachusetts early childhood education licensing requirements for student-to-teacher ratios. At the present time, Springboard anticipates serving two groups of 12 to 14 preschoolers each (up to 36 preschoolers total, ages 2 to 5 years). Springboard will provide licensed early childhood development teachers to ensure no less than an eight-to-one preschooler-to-teacher ratio at all times. More information about the qualifications of Springboard's Early Childhood Education department follows in this proposal.

Activity	Days and hours per week	Daily average anticipated participants	Intended staff-student ratio
Two sessions half-day preschool	7 a.m.-6 p.m., M-F	36 children	1 to 8

(ages 2 to 5 years) early childhood education program			

** Note: All schedules are subject to change per need and interest from the community*

List of programs and courses to be offered: Springboard at Nabnasset will be a dedicated early childhood education and care center, providing half-day programming for preschoolers. The activities offered at the site will be offered through the structure of that program and are based on early childhood development and education research. Early childhood education activities will be identical to those offered at the Springboard Community Center program, with time modifications made to accommodate a shorter program.

Tentative instructors and dates for each: See the following table for an outline of proposed instructors and dates for the previously-described programs:

Half-day preschooler childhood education program	Site Director: To be hired from existing staff as possible Educators: To be hired from existing staff as possible	Weekdays year-round

Age ranges served: The educational, intellectual, artistic and physical endeavors of a wide range of Westford residents will be served under this partnership agreement because preschoolers, as well as their families, will receive quality early childhood education and care services at Springboard at Nabnasset.

How courses and programming will be aligned with existing programs but will not conflict with those offered by other service providers and town departments: Springboard will provide early childhood education and care at Springboard at Nabnasset, which is what is currently offered at that site. Because there is a shortage of early childcare slots in Westford it is anticipated that the services to be provided by Springboard will meet a consistent community need, thereby avoiding duplication.

Expected vehicular trips daily: Springboard estimates approximately twelve individual car trips to the facility daily for Springboard staff and visitors, with additional vehicle trips totaling no more than 36 per day for families of children in the Early Childhood Education programs. Special events will incur larger numbers of vehicle trips, but these will not be daily trips and will seek parking or special use permits if vehicular traffic is anticipated to put a strain on the existing facility parking lot and Main Street arteriole.

Expected pedestrians trips to each daily: Populations using Springboard at Nabnasset will include professional staff and very young children, so pedestrian trips will be extremely minimal at this time.

Expected means of transportation: Most staff and program participants using Springboard at Nabnasset will access the facility by private car.

Anticipated use of public transportation: Because the Springboard at Nabnasset building sits on Main Street in central Westford, public transportation will be an easy method of travel to the site for many residents. However, as previously stated, because the

anticipated site visitors include young children, it is anticipated that public transportation use will be limited.

Potential parking impacts: With no more than 48 individual vehicles total in the Springboard at Nabnasset parking lot at any given time during normal programming, the parking impact to the parking lot adjacent to the building will be minimal.

Parking required: The Springboard at Nabnasset will require approximately 38 to 48 single-vehicle parking spaces daily. Occasional special events may require more than these spaces but it is unlikely that the program will ever require more than the spaces in the parking lot.

Exterior area use and needs: The fenced-in playground adjacent to the building will be used by the Early Childhood Education program during normal hours of operation. The playground will be open for Westford residents and others to use at all other times. There are no additional exterior area use and needs anticipated at this time.

Special requirements for use, including special events, parking provisions, etc.: The facility will be available for limited public use, including meeting room rental and on-site childcare for public meetings taking place at the site. Room rental costs will be the same as for classrooms at the Community Center building. All room rentals will be coordinated through the on-site administrative assistant at the early childhood education program and will be managed by Springboard as tenant of the building. All reasonable accommodations to meet public requests to use this town-owned building will be made.

Scholarships, reduced rates, sliding fee scales and income guidelines: Scholarships, reduced rates, sliding fee scales and income guidelines: On average, Springboard's various programs cost between $4.60 and $6.50 per child per hour of programming. However, while Springboard's early childhood education programs are very competitive with the rates being charged by other providers in Westford, Springboard cannot at this time make pricing until all program implementation costs, numbers of students to be served and similar have been taken into account. This can only be done upon award of contract and individual family situation assessment. Springboard will make every reasonable effort to honor cost structures in place at the site without raising rates, but no specific price structure can yet be determined. Springboard will offer full-day rates, half-day rates, full-week discounts, per-sibling discounts, sliding scale fee structures and scholarships to ensure families are served in a cost-effective manner.

As with the full-day preschool described previously in this proposal, Springboard early childhood education program rates are incredibly competitive with other providers in Westford.

Provisions to assist families with short-term hardships: As discussed earlier, all of Springboard's programs include a sliding scale for families who cannot afford to pay full price. The Springboard Foundation engages in fundraising, including grantseeking, to develop funds that can be used to supplement family costs and ensure that all programs remain accessible to families of diverse economic means.

Provisions for clients who can not afford full price of services: Families who cannot afford to pay the full price of services have multiple options for reduced rates, as discussed previously.

Statement of meeting ADA requirements: All Springboard programs and existing Springboard facilities meet ADA requirements for physical disabilities, and the Springboard at Nabnasset building is currently accessible to persons with disabilities.

Alterations needed to run programs: There are no alterations needed to the building at this time. Springboard will, at its sole expense, maintain all facilities and grounds to applicable regulations, per the stipulations outlined in Section 3.4 of the RFP.

Routine building and grounds maintenance plan

See the table on the following page for routine building and grounds maintenance plans, including all regular maintenance activities, for each of the three facilities. Facilities, including grounds, will be maintained at least to the level of other nearby, town-owned property, and all significant repairs, including paint, window replacement, landscaping and signage, will be submitted to the town for approval prior to start.

Maintenance activity	**65 Main St.**	**73 Main St.**	**170 Plain Rd.**
Snow removal from walkways and steps	Daily as needed	Daily as needed	Daily as needed
Removal of trash from grounds	Daily as needed	Daily as needed	Daily as needed
Vacuum all carpets	Daily as needed	Daily as needed	Daily as needed
Sweep and mop all floors	Daily as needed	Daily as needed	Daily as needed
Clean bathroom fixtures and floors	Daily as needed	Daily as needed	Daily as needed
Wash linens and dishes	Daily as needed	Daily as needed	Daily as needed
Clean and disinfect refrigerators and shelves or cupboards holding food	Weekly or as needed following spills	Weekly or as needed following spills	Weekly or as needed following spills
Wash windows	Monthly	Monthly	Monthly
Wash and paint walls, doors, baseboards and window panes/sills	Annually/as needed to repair damage	Annually/as needed to repair damage	Annually/as needed to repair damage
Change smoke, radon and CO_2 detector batteries on all floors	Quarterly	Quarterly	Quarterly
Check fire extinguishers and replace as needed	Quarterly	Quarterly	Quarterly
Repair or replace fixtures, including staircases, steps, cabinetry, doors, carpet, tile and/or linoleum, window	Annually or as needed to repair damage	Annually or as needed to repair damage	Annually or as needed to repair damage

coverings and other articles	in a timely manner	in a timely manner	in a timely manner
Removal of leaves and other yard debris from grounds	Daily as needed	Daily as needed	Daily as needed
Cleaning and painting of outdoor trim or painted surfaces	Annually as needed	Annually as needed	Annually as needed
Safety checks of fire egresses, furnaces, hot water heaters, attic spaces, cellars and basements, windows, stairs, flooring and weight-bearing architecture	Annually (checks to be scheduled with local safety agencies)	Annually (checks to be scheduled with local safety agencies)	Annually (checks to be scheduled with local safety agencies)

All routine maintenance noted above, including regular maintenance activities outlined in a mutually agreed-upon lease, will be the responsibility of Springboard. Responsibility includes providing staff with time and supplies to conduct cleaning and maintenance activities, hiring an approved custodial and/or maintenance service to fulfill the maintenance plan in the event Springboard staff cannot, and working with Town departments to ensure any and all maintenance repairs that may have an impact on the buildings' historic characters.

SECTION B: EVIDENCE OF RELEVANT EXPERIENCE

Description of similar facilities and programs operated by Springboard

The Springboard Foundation is a 501c3 nonprofit organization based in Lexington, Mass. The Foundation is supported by Springboard After School and Children's Learning Centers, for-profit early and after school education programs that operate nationwide. Currently, there is a Springboard school operating in Westford at 508 Groton Road.

The Westford Springboard school includes a full-day private Kindergarten, Springboard Afterschool, Springboard Smart Summer Fun Camp, Springboard Intensive, and SAT/ACT preparation programs. These programs serve children from Kindergarten through 12th grade and operates on the philosophy that all children learn better when education and enrichment are student-directed, balanced and fun. Springboard students are public school students benefiting from the kind of high-quality and research-based instruction and programming more typically found at private schools, offered through Springboard at rates that are extremely competitive with other Westford education and care providers.

The current Springboard Westford facility at 508 Groton Road is handicap accessible and state-of-the-art. The facility includes three working classrooms with the same resources found in local public schools, ensuring that children have every educational opportunity needed to use afterschool time to academic advantage. The facility also includes a fully-stocked enrichment room with art supplies, music instruments, science equipment and more, all used to reinforce the concepts being learned in day school through fun and engaging enrichment activities. The Springboard Westford facility is

perhaps best known, however, for The Den, which includes a room-length rock wall for supervised climbing, ping-pong and air hockey tables, computers, gaming systems, art tables and more. Just across the hall from The Den is a padded dojo with a room-length mirror, perfect for martial arts, yoga and other physical education activities. The entire facility looks out over a playground and recreational field, both used on a daily, weather-permitting basis.

Springboard Children's Learning Center Westford: The first five years of life are an extraordinary time, setting the stage of social and intellectual development for life. Springboard's Children's Learning Center Westford provides education and licensed care for infants (ages 0 to 15 months), toddlers (ages 15 to 33 months), and preschoolers (ages 33 months to 5 years).

Infant and toddler education programs at Children's Learning Centers Westford are based on the *Creative Curriculum for Infants, Toddlers and Twos*, a research-based and rigorously evaluated early childhood education curriculum developed by Teaching Strategies, Inc. Teaching Strategies, Inc. is a national organization based in Maryland that focuses solely on excellence in early education. Springboard Children's Learning Centers Westford staff daily use *Prime Times: A Handbook for Excellence in Infant and Toddler Programs*, developed by researchers Jim Greenman and Anne Stonehouse. A typical day at Children's Learning Centers Westford includes focused arrival and transition time and activities; student-driven learning at various "centers" that develop specific skills, such as math or language; social time with group songs, music, and games; self-expressive activities such as visual art; group meal times that develop teamwork and social norms, nap time and snack times; group reading time and snuggle time to promote positive adult bonding and a general sense of security.

Preschool programs are based on Teaching Strategies' Creative Curriculum for Preschool, the most widely used and well-tested preschool curriculum in the country. A typical day follows a similar format to the infant and toddler program, though with greater emphasis on pre-school skills development and social interaction.

Aside from program evaluations, Springboard Children's Learning Center Westford receives important feedback from parents of children in its programs. The following are testimonials from parents in the Westford area whose children attend Children's Learning Center Westford:

I drive twenty minutes one way to bring my son to your Learning Center. I have been with the center for three years and I love it. The reason: I was and am impressed with the teachers, how well they take care of the children; they love them as their own kids or grand kids. The teachers have lots of ideas for various learning and fun activities and the director brings additional programs such as karate, music, dance which are very well received by the kids. My son loves to come to school and I recommend the Center to anyone without hesitation. Adelina Paunescu

As a mother of three children, all in Center, I couldn't be more impressed with WCLC. From the first phone call that I made, I knew this was the best daycare center. The warm and friendly greeting we get from everyone everyday to how much they care for my children is unbelievable. My son has learned so much being with his Pre-K teachers he doesn't ever want to stop reading and writing. While learning so much, they have

also had a great deal of fun in the process. When it's time to leave, sometimes they'd rather stay. The staff at WCLC has made a huge impression on my children's lives, and I couldn't appreciate them enough. Kerry Lane

WCLC has provided my child with something I never thought any 'center' could possibly provide – a second family. Each day is a new adventure foe these kids – from daily craft activities to various classes offered. WCLC allows kids to learn and be creative no matter what their age. Lisa Pratt

Full-day Private Kindergarten: Springboard provides a private, full-day Kindergarten program in partnership with Innovation Charter Academy, a charter school in Westford that, while operationally independent, is under the supervision of Westford Public Schools.

Springboard Afterschool: Currently, Springboard Westford serves about 32 children daily, from Kindergarten through 8th grade, daily. Summertime programs serve a similar age range, while classroom space is used by older students for college entrance exam preparatory courses. Student to teacher ratios for the afterschool program, by far the largest program, are maintained at 11 students to every one instructor.

Springboard afterschool serves children from five different area public schools. Students arrive by school bus upon the completion of the school day, usually between 2:50 and 3:40 p.m. daily. When students arrive, they have time to make a mental transition from day school to afterschool by having snack time and a little freedom to play games and relax before the afterschool program begins. Snacks are provided by the program, though students can and do bring their own snacks from home.

Once all students have arrived, the whole group enters into Circle Time. Circle Time is a research-based practice that helps students feel in control of their time, which in turns increases their engagement and enjoyment of after school activities. In Circle Time, the group plays a game to bring the kids together as a community, despite coming from various schools and neighborhoods. The group then discusses their options for the day, and breaks into age-appropriate groups.

Each group rotates through three blocks of activities every day at Springboard. The first block is one hour (from 3:45 to 4:45), the second lasts 40 minutes (from 4:50 to 5:30), and the third typically runs until parents arrive to take children home for the day (Springboard Westford Afterschool is open until 6 p.m. or later, depending on parents' needs).

Typical daily schedule

Block	**Academic and Homework Help**	**Enrichment and Electives**	**The Den**
Arrival time (2:50-3:30 p.m.)	All students have snack and free time during this period		
Circle Time (3:30-3:45 p.m.)	All students have Circle Time during this period		
First (3:45-4:45 p.m.)	4th – 8th graders	1st – 3rd graders	Kindergarteners

Second (4:50–5:30 p.m.)	--	4th – 8th graders	Kindergarteners and 1st – 3rd graders
Third (5:30 p.m. to close)	Kindergarteners and 1st – 3rd graders	--	4th – 8th graders

Older students (4th through 8th grade) attend Academic and Homework Help during the first block, ensuring that as school work becomes more advanced and homework requirements increase, students have adequate time and help. If older students need additional time after the first block ends, they can stay and continue working. Younger students attend in the third block because they usually have no out-of-school-time academic requirements. Academic and Homework Help takes placed in three fully-stocked classrooms on the second floor of the facility, away from recreational and enrichment programs that might distract students. Academic and homework help is staffed by licensed teachers who can provide one-on-one tutoring, or small group instruction to any student who needs it. If a student arrives without homework to complete, staff are prepared with supplemental educational lessons that compliment the day school curricula. Springboard staff are in direct communication with day school teachers and with parents and can address emerging needs, ongoing problems, and simply be better aware of the requirements and pacing of student academic progress in day school.

All 1st through 8th grade students attend Enrichment and Electives. Enrichment and Electives are activities that tie into day school curricula through fun, student-driven and time-specific projects based on specific units of learning. Each day at Springboard is a different Enrichment and Elective focus, and units typically last one quarter each (i.e. four units per school year):

Monday: World Music; unit examples include instruments, music history and more

Tuesday: Science; examples include physics, weather, robotics and more

Wednesday: Art; examples include puppetry, sculpture, mosaics and more

Thursday: Physical education; examples include karate, yoga, team sports and more

Friday: Cultural Studies; examples include sign language, cooking and more

Across all age groups, The Den is students' favorite period of the afterschool day. Den time is entirely student driven and allows children to play board, computer, table and video games, play in the physical education facilities and outside, or just relax with friends. Springboard's philosophy is that students should not be scheduled every second of time, and that providing supervised free time promotes a positive structural balance in the afterschool time period.

Springboard Smart Summer Fun: Springboard Smart Summer Fun is an innovative summer camp for students in Kindergarten to 8th grade. It is designed to keep children engaged in learning and to reinforce academic and other skills developed during the school year. Springboard is built on a philosophy that supports the idea that children need balance in their lives. Smart Summer Fun provides chances for exercising both

body and mind each day while trying exciting new activities that will contribute to childrens' natural curiosity within a fun and relaxing atmosphere.

Springboard Intensive: Working in conjunction with Springboard Afterschool, Springboard Intensive is an additional, hourly content-focused way for families to improve students' understanding of critical academic concepts. For an additional fee, parents can choose to have their child spend an extra hour or two with licensed content specialists in reading, writing, math, science, foreign language and more, all within the structure and resource-rich environment of the Springboard Afterschool program.

SAT/ACT preparation programs: The Springboard ACT and SAT test preparation program operates by identifying missing skills and content and then filling in the necessary gaps in knowledge. Springboard begins with pre-tests to identify any weak areas and also does many assessments throughout the course of the tutelage to determine additional areas of focus. With subject-specific educators and a 3 to 1 student-to-teacher ratio, students regain the knowledge that they need for the standardized testing required by most colleges today.

Management and corporate experience

The Early Child Development Schools for infants through age 5 was founded in 1987. Springboard Education in America was founded in 2006 and The Springboard Education Foundation was established in 2007 by Boston-area businessman Kevin Flynn and Denver-based educator Dr. Brett Prilik, PhD as a private education foundation providing high-quality early childhood and out-of-school-time educational programming. The out-of-school time programming offered by Springboard is based on best practices evaluated and reviewed by Harvard University's Family Research Project and on strategies recommended by The National Association of Elementary School Principals.

As the father of a student struggling at the Concorde-Carlisle school, Flynn saw a desperate need for educational reform. As his son fell further and further behind in school, Flynn took the drastic measure of placing the boy in a private, residential school that emphasized academic enrichment throughout the day. After witnessing a tremendous turnaround in his son's academic performance, Flynn began to closely evaluate the school program into which he had based his son. What he found—low student to teacher ratios, dedicated one-on-one and small group tutoring and homework help with licensed teaching staff, and a curricula that provided near-constant enrichment and emphasis on academic concepts—was in fact that basis of successful academic programs nationwide, whether public, private, traditional or alternative. Wanting to bring this kind of proven program to students in his own community of the suburbs of Boston, Flynn soon realized that the most cost-effective way to reform public education was in fact to improve out-of-school-time opportunities afforded to all students. Flynn bought a building in Westford in 2006 and opened the nation's first Springboard Afterschool program. With the testimonies of happy parents and students and program evaluations that showed academic gains and day-school attendance improvements, Flynn's Springboard program launched its first school-based site in Chelmsford, Mass. in the following year.

At the same time that Flynn was attempting to bring quality out-of-school-time programming to the Boston area, Prilik, a former elementary school principal, was also seeking a way to reform out-of-school time in a suburb of Denver. After watching his school's students wasting out-of-school time in poorly organized, unstructured and over-full programs, Prilik and other educators began advocating for improved programming. Upon meeting Flynn through a mutual colleague, Prilik and Flynn teamed together to open the first Springboard school program outside of Massachusetts, located in Douglas County, Colorado, in 2007. Now a recognized leader in afterschool programming, Springboard opens new program sites every year across the country.

From these three initial sites, Springboard has grown by leaps and bounds across the country. Springboard Afterschool and its partner programs are now opened and operating in 22 different schools in California, Colorado, Maryland, Massachusetts, Oregon and Texas. There are 30 total Springboard programs nationwide, including the afterschool programs in the six states noted and Child Learning Center early childhood education centers and summertime programs.

Springboard afterschool programs all operate with the same basic schedule, providing a standard, research-based program. According to parent evaluations:

- 94% of parents of Springboard students surveyed rated the program "good" or "excellent"
- 97% of parents of Springboard students surveyed said student homework was completed more often
- Nearly every parent of a Springboard student surveyed said the program's academic focus has reduced familial stress related to school performance

Identification of management team and experience and years working with similar programs

Springboard Westford's programs are currently managed by site directors and staffed by highly qualified and state-licensed teachers and working professionals. Staff for the three new facility sites will be hired from among interested early childhood education and afterschool program staff, as well as from licensed teaching staffs at area schools. Staff from the current 501c3 providing services at the facilities in question will be given priority preference in new hiring, but will be hired only if their level of expertise and experience qualify them at the same level as current Springboard staff:

Current Springboard Afterschool program staff include:

Erin E. Robinson: Erin is the Area Director for Springboard After School in Westford, MA. Erin received her B.A. in Theatre studies from Emerson College (Magna Cum Laude) and her MFA in writing for Children and young adults from Vermont College. She has tutored at Springboard After School and Oxford Learning Center. She is Co-Founder of the Kinship Writers Association and a member of SCBWI. Erin is passionate about building a center that provides academic and creative possibilities for all students.

Kristen Uhlendorf: Kristen received her B.A. in psychology and elementary education from Merrimack College and her Master's of Elementary Education from Framingham State. She has taught as a second grade teacher at the H.K. Oliver School in Lawrence,

MA. Prior to being a second grade teacher, Kristen worked as a special education teaching assistant. She also has experience as a Sylvan tutor.

Jessica Robson: Jessica holds a B.A. in Human Development from Rivier college in Nashua. She is certified in MA Elementary Education and Moderate Disabilities. She served as a 5th grade teacher at the Englesby Intermediate School in Dracut, MA for three years and this year has moved on to be the Title I Reading Specialist at Brookside Elementary.

Janet Friot: Janet received her B.A. in Early Childhood Education from Norwich University in Montpelier, VT. Janet has 14 years of experience teaching Kindergarten as well as tutoring upper levels. She is also manager of Kimball Farm Ice Cream in Westford and Carlisle!

Elizabeth Sexauer: Elizabeth Sexauer received her B.A. in English from the University of M.A. Amherst and her Masters in Elementary Education from Lesley University. She has been a special education teacher in the Concord Public Schools and an inclusion tutor at the Willard Elementary School. She is an active substitute in the Concord and Chelmsford Public School systems.

Lynn Fletcher: Lynn has worked for Springboard School since 2006. Lynn holds a B.A. and teacher certification in Physical Education from Keene State. She has worked with kids of all ages and in many different capacities. Prior experience includes student teaching at Pioneer Valley Regional School in Northfield, MA as well as at Emerson Elementary in Fitzwilliam, NH. Lynn has taught adventure, challenge, and outdoor survival. As a life long athlete, she has experience in hiking, kayaking, dance, rock climbing, soccer, basketball, softball and much, much more.

Leah Murphy: Leah has her BFA in ceramic sculpture from the New Hampshire Institute of Art. She also holds a Master's of Secondary Art Education from Rivier College of Nashua NH. Leah is an active artist in her community and her works can be seen around New England.

Dorothy Nield: Dorothy holds her B.S. in Electrical Engineering and her Master's in Educational Technology. Dorothy has taught robotics and science lab for Springboard After School since 2007. She has also taught at the university level.

Jeannette Rhoda: Jeannette has a B.A. in music education from University of Maine Orono. She brings 7 years of public school music teaching experience to the table. Beyond music, she has taught drama and Historical Adventures. During the summer months Jeannette can be found directing a day camp in Groton, MA.

Alexandra Green: Alexandra is the accomplished Kindergarten teacher for Springboard Private Kindergarten and has served thusly for two years. She received her B.A. in psychology and English from Sarah Lawrence and her M.A. in Early Childhood Education from Lesley University. She has interned at the Brookwood School in Manchester and tutors students from Kindergarten through high school.

Current Springboard Children's Learning Center's Westford staff include:

Marianne Racioppi, Founder, Education Director, Teacher & Parent: Ms. Racioppi has twenty-one years of experience in teaching young children and started her first school in

1987. She is the founder and oversees operations to the Children's Learning Centers, Springboard's Early Childhood Education programs.

Kimberly Sleeper: Kimberly is an undergraduate working on her bachelor's degree in early childhood education and will become a licensed teacher shortly. She has been employed since 2008 and has six years experience working with young children.

Louise Gardner: A 12-year employee and current preschool classroom teacher, Louise is state certified as an early childhood educator.

Kathleen Roper: Kathleen has more than 11 years experience working with young children (toddlers through pre-K) and has been with the Springboard program for five years. She also has a 20-month old son.

Alana Walukiewicz: An employee since 2008, Anna has an Associate's in Science and have almost completed her Associate's degree in education. She has seven years experience working with children and is the mother of a 6-month-old son.

Keri Sellers: An employee with Springboard since 2001, Keri has taught toddlers and preschoolers. She graduated from Assumption College with a BA in management and a minor in education. She is lead-teacher certified for toddlers and preschool.

Sherri Schultz: a preofessional teacher since 1987, Sherri is currently the lead teachers in the infant room. She has a Bachelor's degree from the University of Massachusetts Amherst, and has taken courses from Wheelock , Tufts, and Cambridge College.

Judy Haartz: A pre-K teacher at a Springboard early childhood education center since 2006, Judy has 23 years experience working with young children as a parent.

Cindy Lupien: A graduate of Minuteman Tech High School, Cindy studied Child Development and graduated in 1993. She has been working with infants and toddlers for thirteen years. She currently works with toddlers and is both infant and toddler certified by the state. She has worked with Springboard since 2006.

Kim McGill: Kim holds a Bachelor's degree in human development with a major in early childhood from Wheelock College and has taken several graduate level courses via the University of New England's distance learning program. She has worked with Springboard since 1995. She is lead teacher certified in toddlers and pre-K and is Director Two certified by the state.

Julie LaHair: An employee since 2000, Julie has worked as an assistant teachers in the infant classroom and has earned teacher certification after taking Early Childhood Growth and Development through Middlesex Community College.

Lisa Gianino-Martel: A graduate of Burdett College and currently a student at Middlesex Community College working towards an Early Childhood degree, Lisa has been working with infants and toddlers for about 13 years. She is teacher certified in both infant/toddler and preschool groups, and has been an employee since 2008.

Nicole Haartz: Infant/toddler and preschool teacher certified, Nicole graduated from Regis College in December 2009 with a BA in psychology and a concentration in early childhood education. She has worked with Springboard part-time for two years and started full-time in January 2010 as a teacher in the infant room.

Marie Long: An employee since 2009, she is teacher certified for preschool and Pre-K classrooms. Marie holds a degree from St. Michael's College in Vermont and has been working in a preschool environment for the past five years. She also has two children in the Sudbury School system.

Sharon DeFoe, Program Director at Westford Children's Learning Center: Sharon has worked with WCLC for more than 15 years and has worked in the early childhood field for over 20 years. At age 16, she participated at the Acton/Boxborough Community Preschool as part of her junior and senior years of high school, and then worked after school for a childcare center in Acton as an assistant. After graduating High School in 1987, she attended Massachusetts Bay Community College full time and received an Associates degree in Early Childhood Education in 1989. She has experience as a toddler teacher at Nagog Children's Center, as an infant/toddler lead treacher at Sudbury Children's learning Center and now as program director at Westford Children's learning Center. She has three children, ages 10, 7 and 2.

Andrea Kluck, Pre-Kindergarten Lead Teacher: An early childhood educator for 13 years, Andrea's first job was as an assistant teacher in a preschool classroom. She is currently studying to be certified in early childhood.

Stacey Godfroy, Pre-school lead teacher: The lead teacher in the preschool classroom, Stacey has been educating young children for 10 years and has teaught at Westford Children's Learning Center for three years. She graduated from Middlesex Community College with an Associate's degree and is currently enrolled at Fitchburg State to earn her Bachelor's degree in education.

Springboard's operations nationally are supervised by Springboard's Advisory team, made of experts in early childhood and after school education:

Mr. Kevin Flynn, Philanthropist, Industrial Engineer & Business School Graduate and Parent: Kevin has built, and been CEO, of three successful companies. He is the founder and operations adviser to The Children's Learning Centers and The Springboard School.

Dr. Brett Prilik, PhD, District Education Administration and Special Education and Parent: Dr. Prilik has a Doctorate in Education from the University of Northern Colorado with emphasis in school administration and special education. He has a variety of both pedagogical and practical experience and has worked as a teacher, a district level administrator and a building administrator. Dr. Prilik has served as an adjunct faculty member at the University of Northern Colorado in the School of Education. To date, he has participated in the development of six different school programs both in the public school and non-profit environment.

Ms. Lisa M. Pearl, MS, LDN, EC: A nationally recognized expert in the field of pediatric health and nutrition, Lisa is the author of health education curriculums and prevention programs. Executive coach for health care administrators. Currently developing a prevention program for families as well as a team communication model to improve medical care. Lisa maintains a multidisciplinary clinical practice in Lexington and Cambridge, MA and is a founding partner in the consulting group, GNP Team Builders.

Ms. Elizabeth Steinman Education Research -Director, Teacher, Parent: Elizabeth is a graduate from Northeastern University in 1994 with a BS in Elementary Education and has been a teacher and school director in Massachusetts and Colorado.

Ms. Nicole Fauzzi Director, Teacher: Nicole completed her Bachelor's Degree with Honors Cum Laude, in Psychology at the University of Massachusetts of Boston in 2001. She has nine years of experience in early childhood education as a Teacher and Educational Director and has a wide range of experience working with children with ADD, ADHD, HIV/Aids and with children who are homeless, in foster care, and/or DSS custody.

Danielle McCracken has her Bachelor's degree in Family and Consumer Sciences from Colorado State University; and an Associate's degree in Baking and Pastry Arts from Johnson and Wales University. She has worked for Springboard for over two years. She has worked in a variety of the Springboard sites in Colorado working on licensing, training, and company development.

Sarah Thompson: Sarah is the Area Director for Springboard for six before school programs and fifteen after school programs in the state of Colorado. Sarah graduated from Florida State University with a B.S. degree and honors (Magna Cum Laude) in Elementary Education with an endorsement in English for Speakers of Other Languages (ESOL). She has been a Site Coordinator for one of the early Springboard After School programs as well as a second grade teacher at an academically rigorous charter school in Colorado Springs, Colorado.

Dr. Anay Abraham de Naranjo is the DC/MD Area Director for the Springboard Afterschool Program. She has ten years of teaching and tutor experience. She served as the Instructional Facilitator of Professional Development at her former school, in which she developed, implemented and evaluated in-services throughout the year. Anay's doctoral research evaluated the implementation process of a school improvement plan. She received her Doctor of Education in Organizational Leadership from Nova Southeastern University in 2009. She received her Masters of Education from Regent University in 2001. She resides in Maryland with her husband and three children. She is also fluent in English and Spanish.

Department of Early Education and Care Licensing history

Please see attached.

Description and mitigation of any license violations

Springboard has never had a licensing violation.

Experience maintaining historic buildings and grounds

Please see attached letter of reference from the Town of Arlington.

DESCRIPTION AND EVIDENCE OF EXISTING COMMUNITY CONNECTIONS

Relationship with Town Parks, Recreation and Cemeteries department

Please see the attached letter of reference from Patricia Savage, the Director of the Town of Westford Department of Parks, Recreation and Cemeteries. Springboard and Parks will work together closely to ensure that public facilities in Westford remain open

to the public and that current programming is continued and improved with as little disruption as possible for families.

Relationship with local school district

Springboard provides afterschool programming for students from five different public schools in the Westford schools district. As part of the partnership with parks, Springboard will also provide the academic portion of Park's school-based afterschool programs serving five elementary schools and two middle schools in Westford. Springboard has worked successfully with school districts around Massachusetts and the nation, as the attached letters of reference outline.

Letters of reference

Please see attached.

ARTICLES OF INCORPORATION AND 501C3 TAX EXEMPTION LETTER

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "SPRINGBOARD EDUCATION FOUNDATION, INC.", FILED IN THIS OFFICE ON THE SEVENTH DAY OF APRIL, A.D. 2009, AT 11:06 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

4673992 8100

090341050

You may verify this certificate online at corp.delaware.gov/authver.shtml

Jeffrey W. Bullock, Secretary of State

AUTHENTICATION: 7232461

DATE: 04-07-09

State of Delaware
Secretary of State
Division of Corporations
Delivered 11:12 AM 04/07/2009
FILED 11:06 AM 04/07/2009
SRV 090341050 - 4673992 FILE

CERTIFICATE OF INCORPORATION
OF
SPRINGBOARD EDUCATION FOUNDATION, INC.

FIRST: The name of the corporation is Springboard Education Foundation, Inc. (the "Corporation").

SECOND: The address of the registered office of the Corporation in the State of Delaware is 2711 Centerville Road, Suite 400, Wilmington, County of New Castle, 19808. The name of the Corporation's registered agent at such address is Corporation Service Company.

THIRD: The Corporation is a nonprofit organization organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now in effect or as hereafter amended (the "Code"), or the corresponding provision of any future United States Internal Revenue law. In furtherance of the foregoing, the purposes of the Corporation to be conducted or promoted are as follows:

(1) To provide children at all primary and secondary school grade levels with academic support through high-quality supplemental education and enrichment programs, thereby improving each student's performance and overall chances of success at the primary and secondary levels and beyond;

(2) To carry on any activity connected with or incidental to the foregoing purpose;

(3) To administer the funds of the Corporation on a nondiscriminatory basis and not to restrict the use of such funds to people of any race, faith, color, creed, or national origin; and

(4) To do such acts and carry on such business and affairs as may be permitted by nonprofit corporations under the General Corporation Law of the State of Delaware (the "General Corporation Law") and other laws of the State of Delaware and the laws of the United States of America, as now in effect or as hereafter amended, in order to accomplish the purposes set forth in this Article Third.

Notwithstanding any other provision of this Certificate of Incorporation or any provisions of applicable state law, the Corporation shall neither engage in nor carry on any activity that is not permitted to be engaged in or carried on by (1) a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or (2) a corporation contributions to which are deductible under Section 170(c)(2), Section 2055(a)(2), or Section 2522(a)(2) of the Code.

FOURTH: No part of the net earnings of this Corporation shall ever inure to the benefit of or be distributable to any of its members, directors or officers or any other person having a personal or private interest in the activities of this Corporation. No substantial part of the activities of this Corporation shall ever be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in

(including the publishing or distributing of statements), any political campaign on behalf of, or in opposition to, any candidate for public office. The Corporation shall not be authorized to accept gifts or contributions or other funds for purposes other than the purposes of the Corporation hereinbefore stated.

FIFTH: In the event that the Corporation is a private foundation, within the meaning of Section 509(a) of the Code, then, notwithstanding any other provision of this Certificate of Incorporation or the by-laws of the Corporation, the following provisions shall apply:

(1) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code, or corresponding provisions of any subsequent federal tax laws.

(2) The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Code, or corresponding provisions of any subsequent federal tax laws.

(3) The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Code, or corresponding provisions of any subsequent federal tax laws.

(4) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Code, or corresponding provisions of any subsequent federal tax laws.

(5) The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Code, or corresponding provisions of any subsequent federal tax laws.

SIXTH: The Corporation shall be a membership corporation and shall have no authority to issue capital stock. The conditions of membership in the Corporation and the voting powers of the members shall be as set forth in the by-laws of the Corporation. Except as otherwise expressly set forth in the General Corporation Law, as the same exists or may hereafter be amended, this Certificate of Incorporation or the by-laws of the Corporation, no member of the Corporation shall be entitled to vote.

SEVENTH: No officer, member of the Board of Directors, or employee of the Corporation or other person shall receive or be lawfully entitled to receive any pecuniary profit or benefit from the operations of the Corporation, except reasonable compensation for services actually rendered to or on behalf of the Corporation. A director of the Corporation shall not be personally liable to the Corporation or its members for monetary damages for breach of fiduciary duty as a director, <u>except</u> to the extent such exemption from liability or limitation thereof is not permitted under the General Corporation Law, as the same exists or may hereafter be amended, or under the by-laws of the Corporation. Any repeal or modification of the foregoing sentence

shall not adversely affect any right or protection of a director of the Corporation existing hereunder with respect to any act or omission occurring prior to such repeal or modification.

EIGHTH: The election of the directors of the Corporation need not be by written ballot.

NINTH: In the event of the liquidation, dissolution, or winding up of this Corporation, whether voluntary, involuntary, or by operation of law, except as may be otherwise provided by law, the Board of Directors shall have the power to dispose of the assets of the Corporation in such manner as it, in its sole discretion, may determine; provided, however, that any such disposition shall be either (i) for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code, or the corresponding provision of any future United States Internal Revenue law, or (ii) to the Federal government, or to a State or local government, for a public purpose. Notwithstanding the foregoing, in the event that any of the assets of the Corporation are not disposed of by the Board of Directors under this Article Ninth, any such assets of the Corporation shall be disposed of by a court of competent jurisdiction exclusively for the purposes set forth in (i) and (ii) above or to such organization or organizations that in such court's sole determination, are organized and operated exclusively for such purposes.

TENTH: This Corporation reserves the right at any time, and from time to time, to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, and to add other provisions to this Certificate of Incorporation authorized by the laws of the State of Delaware, at the time such laws are in force, in the manner now or hereafter prescribed by law; and all rights, preferences and privileges of whatsoever nature conferred upon members, directors or any other persons whomsoever by and pursuant to this Certificate of Incorporation in its present form or as hereafter amended are granted subject to the rights reserved in this Article Tenth; provided, however, that no amendment, alteration, change or repeal of any provisions of this Certificate of Incorporation shall authorize the Board of Directors to conduct the affairs of the Corporation in any manner or for any purpose that would cause the Corporation to lose its tax-exempt status under the provisions of the Code or any future United States Internal Revenue laws. In furtherance and not in limitation of the powers conferred by the laws of the State of Delaware, the Board of Directors is expressly authorized and empowered to adopt, amend and repeal the by-laws of the Corporation, and all rights conferred upon the members herein are granted subject to this power.

ELEVENTH: Except as provided in this Certificate of Incorporation, the Corporation shall (if such action is authorized in accordance with the laws of the State of Delaware) indemnify any director, any former director, any officer, any former officer, and any person who while a director of the Corporation may have served at its request as a director, officer, agent or employee of another foreign or domestic corporation, partnership, joint venture, trust, employee benefit plan, or other enterprise, whether for profit or not for profit, and may by resolution of the board of directors, indemnify any employee or agent of the Corporation, against any and all expenses and liabilities actually and necessarily incurred by him or her or imposed on him or her in connection with any claim, action, suit, or proceeding (whether actual or threatened, civil, criminal, administrative, or investigative, including appeals) to which he or she may be or is made a party by reason of being or having been such director, officer, employee or agent; subject

to the limitation, however, that there shall be no indemnification in relation to matters unless such person: (1) conducted himself or herself in good faith; (2) believed (a) in the case of conduct in his or her official capacity with the Corporation, that his or her conduct was in the best interest of the Corporation, and (b) in all other cases that his or her conduct was at least not opposed to the best interests of the Corporation; or (3) in the case of any criminal proceeding, he or she had no reasonable cause to believe that his or her conduct was unlawful. Further, there shall be no indemnification in connection with: (1) a proceeding by or in the right of the corporation in which the director, officer, agent or employee was judged liable to the Corporation, or (2) any other proceeding charging improper personal benefit to him or her, whether or not involving action in his or her official capacity, in which he or she was adjudged liable on the basis that personal benefit was received by him or her.

The provisions of this Article Eleventh shall be applicable to claims, actions, suits, or proceedings made or commenced after the adoption hereof, whether arising from acts or omissions occurring before or after adoption hereof.

The indemnification and advancement of expenses provided by this Certificate of Incorporation shall not be deemed exclusive of any other rights to which such director, officer, agent or employee may be entitled under any statute, by-law, agreement, vote of the directors, or otherwise, and shall not restrict the power of the Corporation to make any indemnification permitted by law.

The indemnification provided by this Certificate of Incorporation shall, unless otherwise provided when authorized or ratified, continue as to a person who has ceased to be a director, officer, agent or employee and shall inure to the benefit of the heirs, executors, and administrators of such person.

The Board of Directors may authorize the purchase of insurance on behalf of any person who is or was a director, officer, agent or employee of the Corporation, or who is or was serving at the request of the Corporation as a director, officer, agent, or employee of another foreign or domestic corporation, partnership, joint venture, trust, employee benefit plan, or other enterprise against any liability asserted against or incurred by him or her in any such capacity, or which arise out of such person's status as a director, officer, agent or employee whether or not the Corporation would have the power to indemnify such person against that liability under law.

In no case, however, shall the Corporation indemnify, reimburse, or insure any person for any taxes imposed on such individual under Chapter 42 of the Code, as now in effect or as may hereafter be amended. Further, if at any time the Corporation is deemed to be a private foundation within the meaning of Section 509 of the Code then, during such time, no payment shall be made under this Certificate of Incorporation if such payment would constitute an act of self-dealing or a taxable expenditure, as defined in Section 4941(d) or 4945(d), respectively, of the Code. Moreover, the Corporation shall not indemnify, reimburse, or insure any person in any instance where such indemnification, reimbursement, or insurance is inconsistent with any provision of the Code applicable to corporations described in Section 501(c)(3) of the Code.

If any part of this Certificate of Incorporation shall be found in any action, suit, or proceeding to be invalid or ineffective, the validity and the effectiveness of the remaining parts shall not be affected.

TWELFTH: The name and mailing address of the incorporator are as follows: Ira J. Deitsch, 800 Boylston Street, 33rd Floor, Boston, Massachusetts 02199.

THIRTEENTH: The names of the initial members of the Board of Directors of the Corporation, who shall serve until the first annual meeting of the members of the Corporation or until their successors are elected and qualify are as follows:

Kevin M. Flynn, 98 George Street, Arlington, MA 02476
Marianne Racioppi, 17 Natalie Road, Chelmsford, MA 01824
Dr. Brett Prilik, 10821 Trotwood Way, Highlands Ranch, CO 80126

IN WITNESS WHEREOF, I, the undersigned Incorporator, for the purpose of forming a corporation under the laws of the State of Delaware, do make, file, and record this Certificate of Incorporation, and do certify that the facts herein stated are true, and I have accordingly hereunto set my hand this 7th day of April, 2009.

Incorporator, Ira J. Deitsch, Esq.

INTERNAL REVENUE SERVICE
P. O. BOX 2508
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date: AUG 18 2009

SPRINGBOARD EDUCATION FOUNDATION
INC
C/O POSTERNAK BLANKSTEIN & LUND
800 BOYLSTON ST 33RD FLR
BOSTON, MA 02199-8004

Employer Identification Number:
90-0353566
DLN:
17053156029019
Contact Person:
ARIEANE H. BARRS ID# 52662
Contact Telephone Number:
(877) 829-5500

Accounting Period Ending:
June 30
Public Charity Status:
170(b)(1)(A)(vi)
Form 990 Required:
Yes
Effective Date of Exemption:
April 7, 2009
Contribution Deductibility:
Yes
Addendum Applies:
No

Dear Applicant:

We are pleased to inform you that upon review of your application for tax exempt status we have determined that you are exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code. Contributions to you are deductible under section 170 of the Code. You are also qualified to receive tax deductible bequests, devises, transfers or gifts under section 2055, 2106 or 2522 of the Code. Because this letter could help resolve any questions regarding your exempt status, you should keep it in your permanent records.

Organizations exempt under section 501(c)(3) of the Code are further classified as either public charities or private foundations. We determined that you are a public charity under the Code section(s) listed in the heading of this letter.

Please see enclosed Publication 4221-PC, Compliance Guide for 501(c)(3) Public Charities, for some helpful information about your responsibilities as an exempt organization.

Letter 947 (DO/CG)

SPRINGBOARD EDUCATION FOUNDATION

Sincerely,

Robert Choi
Director, Exempt Organizations
Rulings and Agreements

Enclosures: Publication 4221-PC

Letter 947 (DO/CG)

DISCLOSURE OF BENEFICIAL INTEREST

ATTACHMENT A
DISCLOSURE STATEMENT FOR DISPOSITION OF REAL PROPERTY

For disposition of Real Property by the Town of Westford, the undersigned does hereby state, for the purposes of disclosure pursuant to Massachusetts General Laws, Chapter 7, section 40J, of a transaction relating to real property as follows:

(1) LEGAL DESCRIPTION OF REAL PROPERTY: Westford, MA
The proposed lots for lease are located at:
65 Main Street and 73 Main Street and comprised of 5.2 acres of residential zoned (RA) land. Assessors parcel ID 059 0042 with a Registry of Deeds reference of Book

170 Plain Road and comprised of 3.75 acres of residential zoned (RB) land. Assessors parcel ID 074 108, with a Registry of Deeds reference of Book 655 Page 270.

(2) TYPE OF TRANSACTION: Lease of Property

(3) SELLER or LESSOR: Town of Westford, Westford, Massachusetts

(4) BUYER or LESSEE: Springboard Education Foundation

(5) Names and addresses of all persons who have or will have a direct or indirect beneficial interest in the real property described above:

NAME Kevin Flynn RESIDENCE 1131 Lexington Ridge Road, Arlington

(6) None of the above mentioned persons is an employee of the Division of Capital Asset Management or an official elected to public office in the Commonwealth except as listed below.

Name & Position Title:

(7) This section must be signed by the individual(s) or organization(s) entering into this real property transaction with the public agency named above. If this form is signed on behalf of a corporation or other legal entity, it must be signed by a duly authorized officer of that corporation or legal entity. The undersigned acknowledges that any changes or additions to items 3 and or 4 of this form during the term of any lease or rental will require filing a new disclosure with the Division of Capital Asset Management and Maintenance within thirty (30) days following the change or addition.

The undersigned swears under the pains and penalties of perjury that this form is complete and accurate in all respects.

Signature: _____

Printed Name: Kevin Flynn

Title: CEO

Date: March 15, 2010

LETTERS OF REFERENCE

Please see the following letters of reference:

1. Town of Arlington
   RE: Springboard operations in a historic building

2. Department of Early Education and Care
   RE: Letter showing no complaints filed

3. Town of Westford, Parks Recreation & Cemetery Dept.
   RE: Letter of Recommendation

4. Westford Parents
   RE: Letters of Recommendation