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March 13, 2008

VIA US MAIL & FACSIMILE

Bruce A. Olsen, Esq.
Assistant Attorney General
State of Wisconsin, Department of Justice
17 W. Main Street
P.O. Box 7857
Madison, WI 53707

**RE: Jamie S., et al. v. Milwaukee Board of School Directors, et al.
Case No. 01-C-0928**

Dear Mr. Olsen:

Thank you for your letter of February 27, 2008 advising that DPI and DRW have reached a settlement in the above-referenced matter. The MPS Board of School Directors has reviewed the terms of the agreement and notes that a number of the provisions were either originally proposed by MPS or were included in our last joint settlement offer. We appreciate your constructive effort.

We are disappointed, however, with your insistence that MPS join the agreement in its entirety and without changes. For various reasons, MPS believes continued discussions and negotiations are in the best interest of our students, City of Milwaukee taxpayers and all of those that will be affected by the proposed settlement. MPS believes that a final settlement must put the children we educate and their parents first, and the proposal offered by DPI and DRW fails to do that.

For those and other reasons, we ask and encourage that you return to meaningful negotiations. As drafted, MPS believes this proposed settlement would result in a tax increase for City residents, harm the education children receive at MPS and force the district to lower its educational standards. The Milwaukee Board of School Directors unanimously believe that the proposed settlement will hurt Milwaukee and the very children it is intended to help. Agreeing to it would be a step backwards in reaching the educational goals of MPS, and many of the key components reflect poor public policy.

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MPS is disappointed that DPI has agreed to this settlement because it strains the important partnership the state must have with its largest school district. To be sure, DPI shares some responsibilities to Milwaukee and its school children, and DPI has an important role to play in these and other matters. But these issues must be addressed as true partners, and the proposed settlement does not reflect that important relationship.

In addition to some necessary technical revisions, MPS has serious issues we would like to discuss and resolve with you and the DRW before we are able to join the agreement. These issues are as follows:

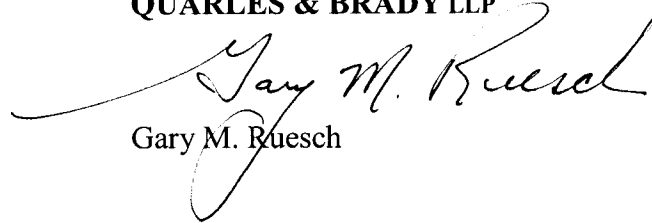
- First, we would like to discuss the provision of the Compliance Plan related to retained students. We are concerned that its inclusion could unfairly target certain groups which could lead to a disproportionate identification of minority and disadvantaged students. In addition, this category of students is outside the scope of the Court's finding of liability and, thus, should be removed from the agreement.
- Second, we would like to discuss MPS' role in developing the Compliance Plan. It will be important to the ultimate success of the Plan to have the MPS staff who will be responsible for implementation involved during the development of the Plan. Therefore, we believe that the MPS staff should have the leading role in developing the Plan.
- Third, we have concerns regarding the timing and cost of implementing the Compliance Plan. As you surely know, this will be a costly endeavor and the agreement does not provide for any staffing or financial support from the DPI in this regard, nor does it address when various components of the Compliance Plan will go into effect.
- Finally, the agreement neglects to address one of the largest components of a total settlement between the parties - compensatory education. We would like to continue our discussions on its scope with the hope of including it in the settlement agreement, including how it will be funded.

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We hope to meet with you and Mr. Spitzer-Resnick promptly to address these concerns. May we set up a conference call to schedule a meeting? As always, please contact me if you have any questions.

Very truly yours,

QUARLES & BRADY LLP

A handwritten signature in cursive script that reads "Gary M. Ruesch". The signature is written in black ink and is positioned above the printed name.

Gary M. Ruesch

cc: Mr. Jeffrey Spitzer-Resnick via FAX
Mr. William Houlihan via FAX
Milwaukee Board of School Directors via FAX
Mr. William Andrekopolous via FAX