States have been given flexibility under No Child Left Behind to create need-driven comprehensive school improvement plans with an approved accountability system, however those unable to show increased student learning will be deemed as failing. Schools labeled as failing require a comprehensive framework for improvement. Research has identified a framework of essential supports to turn failing schools around; strong leadership, increased staff capacity, instructional guidance, a learning centered climate, and parent/community involvement. The purpose of this study was to investigate the essential supports one failing school used to improve the student’s academic achievement. This turnaround school, located in California, was in Program Improvement status for five years prior to new leadership. Data from the study revealed a strong leader is at the core of a turnaround; modeling values, establishing a clear vision for improvement, and leading instruction. The staff was found to first commit to the leader’s vision and capacity was increased through coalescing into a professional community, sharing curricular processes, and professional learning. Finally the climate was learning centered where a positive culture was established along with a supportive community. These themes are then related to the theories of distributive and transformational leadership. Although there is no panacea for failing schools, the data and findings from this study provide a glimpse of the essential supports needed for turnaround.