

Michigan Virtual Charter Academy

Regular Meeting Minutes

May 25, 2011
10:00 AM

Clark Hill Law Offices
151 S. Old Woodward Ave., Suite 200
Birmingham, MI 48009
And via conference call at
(888) 824-5783 x 30178241#

Some business reports were given by using the following link:

<https://sas.illuminate.com/m.jnlp?sid=559&password=M.866E8C465F9FD55A673A18DD996A07>

1. *Call to Order*

President Marlow called the meeting to order at 10:18AM.

2. *Roll Call*

Present: President Marlow, Director Bender, Director Odum, Director Tolle, Director Pye (at 10:25AM) and via conference call Director Taylor.

Absent: none

In Attendance: Susan Brown and Stephanie Hargens (MVCA), Jim DeKorne (GVSU) and via conference call Kelly Gnepper (K12), Randall Greenway (K12) and JP Champine (JonesLangLaSalle). Lindsay Romagnoli (JonesLangLaSalle) and Joe Urban (ClarkHill) join via conference call at 10:35AM.

3. *Approval of Agenda*

Motion by Director Tolle

Seconded by Director Odum

Approved: unanimous

4. *Approval of Minutes of Previous Meeting – April 27, 2011*

Motion by Director Tolle as amended

Seconded by Director Odum

Approved: unanimous

5. *Public Comment* (limited to agenda items)

No public comment was taken.

6. *Old Business*

a. *Report of Ad Hoc committee on Data Metrics*

Director Bender reported that he and Director Odum have met (Director Taylor unavailable due to illness). He will forward a report to the Board after he finalizes it, prior to the next regular Board meeting. Board members may send feedback to President Marlow for her to compile, but there is to be no further communication between Board members until the next meeting.

7. *New Business*

a. *Report on sites for Detroit Learning Center*

Lindsey Romagnoli and Joe Urban joined via conference call.

Randall gave a brief review of charter school law about enrollment. He reported that K-12 hired the firm JonesLangLaSalle to assist in the search for a Detroit Learning Center space. Joe Urban communicated several concerns about the timeliness of this report to the Board, about the K-12/broker relationship, the Board's lack of involvement. Randall reported that he was unaware of the timeline that GVSU has and thought he was coming to the Board with initial information. He did not realize that the Board would have to take action in regard to choosing a location today in order to satisfy GVSU-CSO's deadline for the GVSU Board of Trustees agenda packet. Stephanie has already forwarded the Cavalier Plaza address to GVSU as a preliminary address to satisfy GVSU-CSO's May 15 submission deadline. President Marlow had agreed to

this submission with the understanding that it was not Board approved and that the address could and would be removed from GVSU-CSO if the Board did not approve this temporary action. Randall gave an overview report of several locations. Board discussed pros and cons of each.

Motion by Director Taylor to withdraw the address given to GVSU CSO by Stephanie and request further information from K-12 and their broker about possible Detroit sites.

Seconded by Director Odum

Not Approved: Ayes- President Marlow, Director Taylor, Director Odum

Nays- Director Bender, Director Pye, Director Tolle

b. *School report*

i. *Visit a Virtual Classroom*

Tabled by President Marlow due to time constraints.

c. *Motion to approve April balance sheet*

Tabled by President Marlow due to time constraints.

d. *Update on 2011-12 budget*

Treasurer Julius Bender updated the Board on a 3 hour conference call he had this week with Kelly Gnepper (K12) and Stephanie Hargens (MVCA) concerning the 2011-2012 budget. He asked about the possibility of having a virtual budget workshop with the Board members and Kelly Gnepper so that Kelly could go over the proposed budget and answer Board member questions prior to the Budget hearing on June 15th. President Marlow will contact the Board attorney on the advice of Jim DeKorne (GVSU) to make sure the Board would not be in violation of the OMA and, if allowable, Stephanie Hargens will make the necessary arrangements.

e. *Motion to approve Russ Roselle, interim Head of School Finance-K12, as signer on MVCA checks*

Motion by Director Bender

Seconded by Director Tolle

Approved: unanimous

f. *Motion to approve April invoices*

Motion by Director Bender

Seconded by Director Pye

Approved: unanimous

g. *Motion to approve Letter of Engagement for Gregg Terrell & Co.*

Motion by Director Bender to approve pending a letter from Gregg Terrell & Co. stating that the rate of \$9,000 for their auditing services is still in effect per their proposal.

Seconded by Director Tolle

Approved: unanimous

h. *Review resume of potential Board nominee*

Tabled by President Marlow until regular Board meeting in July. She will notify the potential nominee via email of the postponement.

8. *Authorizer's Comments*

Jim DeKorne stated that the Cavalier Plaza address in Highland Park given temporarily to GVSU CSO by Stephanie Hargens as the address for the Detroit Learning Center will automatically be taken off of the GVSU Board of Directors agenda for their quarterly meeting if a vote is not taken by the Board approving Stephanie Hargens' action.

Motion by Director Bender that the Cavalier Plaza address in Highland Park submitted by Stephanie Hargens to GVSU-CSO be added to the agenda for the GVSU Board of Directors' July 15th meeting with the provision that this decision can be rescinded by the MVCA Board at their June 15th meeting for lack of sufficient information to warrant pursuing this site for the Detroit Learning Center at that time.

Seconded by Director Tolle

Approved: Ayes – Directors Bender, Odum, Pye, Tolle.

Nays – Director Marlow

9. *Other Business*

President Marlow reminded everyone that the meeting on June 15th will be the budget hearing and also the annual meeting at which annual business will be conducted such as approval of the Board meeting schedule and election of Board officers.

10. *Public Comment (general)*

No public comment was taken.

11. Adjournment

President Marlow adjourned the meeting at 2:20PM.

The undersigned duly qualified and acting Secretary of the Board of Directors of the Michigan Virtual Charter Academy, hereby certifies that the foregoing is a true and complete copy of a resolution adopted by the Board at a regular meeting held on May 25, 2011, the original of which is a part of the Board's minutes and further certifies that a notice of the meeting was given to the public pursuant to the provisions of the Open Meetings Act, 1976 PA 267, as amended.


President, Board of Directors

Minutes available at:

Michigan Virtual Charter Academy, 678 Front Avenue NW, Suite 190, Grand Rapids, MI 49504, and on the Michigan Virtual Academy website, www.K12.com/MVCA