

# Michigan Virtual Charter Academy

## Special Meeting Minutes

February 7, 2011  
10:00 AM

Clark Hill Law Offices  
151 S. Old Woodward Ave., Suite 200  
Birmingham, MI 48009

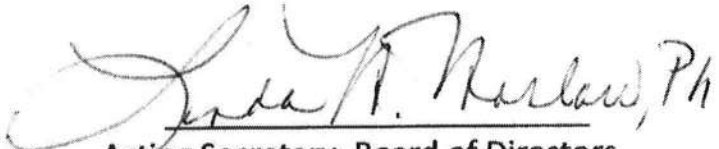
If unable to attend in person, please participate via conference call at  
**(888) 824-5783 x 30178241#**

1. Call to Order at 10:02AM
2. Roll Call  
Present: Directors Marlow, Douma, Bender, Pye, Taylor (via conference call) and Tolle  
Absent: none  
Others present: Stephanie Hargens (MVCA), Susan Brown (MVCA), J.D. Smith (GVSU), Kelly Gnepper (K12, via conference call), Joe Urban (ClarkHill)
3. Approval of Agenda  
**Motion** by Dir. Bender to approve agenda as amended. Seconded by Dir. Tolle.  
Motion approved - unanimous
4. Approval of Minutes of Previous Meetings  
**Motion** by Dir. Bender to approve minutes of Dec. 2, 2010 meeting. Seconded by Dir. Tolle.  
Motion approved - unanimous  
**Motion** by Dir. Bender to approve minutes of Jan. 26, 2011 meeting. Seconded by Dir. Tolle.  
Motion approved - unanimous  
**Motion** by Dir. Bender to approve Committee of the Whole meeting minutes of Feb. 7, 2011.  
Seconded by Dir. Tolle.  
Motion approved - unanimous
5. Public Comment (limited to agenda items)
6. Old Business
  - a. Report of committee reviewing enrollment policy and motion to approve the Amendment to the Charter Contract re: MVCA Enrollment Policy  
**Motion** by Dir. Bender to approve. Seconded by Dir. Tolle.  
Motion approved - unanimous
  - b. Report of committee writing High School Progress Report for GVSU and motion to empower committee to finish report and Board President to sign it on behalf of the Board and submit by Feb. 15, 2011  
**Motion** by Dir. Bender to approve. Seconded by Dir. Tolle.  
Motion approved - unanimous
  - c. Motion to approve document exonerating Board of any wrongdoing re: K12 fiscal policy irregularities  
**Motion** by Dir. Bender to approve. Seconded by Dir. Tolle.  
Motion passed with four ayes, one abstention because one Director was attending via conference call and did not have a copy of the letter, so was unable to cast a vote and one absent.
  - d. Review amended Board meeting calendar for 2010-11 school year re: time of meetings  
**Tabled** by President Marlow to an unspecified date in future, if necessary.

- e. Financial report (Gnepper)
  - i. Review and approve FY2010 Forecast  
**Motion** by Dir. Bender to approve. Seconded by Dir. Taylor  
Motion approved - unanimous
  - ii. Resolution to amend 2010-11 budget  
**Motion** by Dir. Bender to approve. Seconded by Dir. Taylor.  
Motion approved - unanimous
- 7. New Business
  - a. Financial report (Gnepper)
    - i. Review and approve Q2 Financial Report  
**Motion** by Dir. Bender to approve. Seconded by Dir. Tolle.  
Motion approved - unanimous
    - ii. Review and approve Dec. balance sheets  
**Motion** by Dir. Bender to approve. Seconded by Dir. Tolle.  
Motion approved - unanimous
    - iii. Review and approve current K12 invoices for payment  
Discussion followed. Plante Moran has been hired by K12 to audit all invoices (July-Dec.) sent to MVCA requesting payment. Their audit will not be completed until the Feb. 23<sup>rd</sup> Board meeting. President Marlow proposed that the Board approve repayment to K12 of \$62,881 which K12 had erroneously deposited to MVCA's account, but the Board had never sanctioned or used.  
**Motion** by Dir. Bender to pay the \$62,881 to K12 at this time. Seconded by Dir. Tolle.  
Motion approved - unanimous
  - b. Motion to direct Board Treasurer to begin search for outside auditing agency and report findings at February 23<sup>rd</sup> meeting.  
**Motion** by Dir. Taylor to approve. Seconded by Dir. Tolle.  
Motion approved - unanimous
  - c. Discuss and motion to approve the Board Training Plan  
Board members chose 4 topics from GVSU Training List and asked President Marlow to present these topics to Jim DeKorne and request him to speak for 30 mins. at either of the next 3 Board meetings on two of the topics. President Marlow also urged all Board members to be sure that they were up to date with participation in the earlier Nov. Board training and attended the training on March 16 either in person or online. 5 hours of training are needed for each Board member by May 15 for MVCA to receive the full amount of GVSU Grant money.
  - d. School report (Hargens)
    - i. January QPR Report  
Stephanie Hargens reported that MVCA received a Level 2 rating because of 2 errors. Those errors have been corrected.
    - ii. Arrangements for Board trip to K12 at Herndon, VA on March 6-7
    - iii. Motion to approve ISD Plan  
**Motion** by Dir. Taylor to approve. Seconded by Dir. Pye.  
Motion approved - unanimous
    - iv. Motion to approve MI Highly Qualified Teacher Verification Report  
**Motion** by Dir. Taylor to approve. Seconded by Dir. Pye.  
Motion approved - unanimous
    - v. "Teaching and Learning"
    - vi. Report of MVCA benchmarks and data metrics Sept.-Dec.  
**Tabled** by President Marlow until Feb. 23<sup>rd</sup> Board meeting.

- e. Discuss and motion to approve kind of data metrics Board wants to see from K12 to measure MVCA success  
**Tabled** by President Marlow until Feb. 23<sup>rd</sup> Board meeting.
- 8. Authorizer's Comments  
No authorizer comments.
- 9. Other Business
  - a. Introduce concept of Board liaison and secretary  
**Tabled** by President Marlow to an unspecified date in the future.
  - b. Discuss Board policy re: public comment  
Board members decided that President Marlow should draft a procedure for review at the Feb. 23<sup>rd</sup> meeting. Basic policy should at least include a 3 mins. limit per person for comments, with the possibility for the President to grant an additional 2 mins.
  - c. Search for new Board candidate  
Board members decided that President Marlow should contact Ms. Sa'keenha Odum, ask her to fill out the online GVSU application, invite her to attend the Feb. 23<sup>rd</sup> Board meeting to observe and, if she is willing, to be interviewed by the members.
- 10. Public Comment (general)  
No public comments.
- 11. Adjournment  
Meeting adjourned by President Marlow at 1:59PM

The undersigned duly qualified and acting Secretary of the Board of Directors of Michigan Virtual Charter Academy, hereby certifies that the foregoing is a true and complete copy of a resolution adopted by the Board at a Special Meeting held on February 7, 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.

  
Linda A. Marlow, Ph.D.  
Acting Secretary, Board of Directors  
President

Minutes available at:

Clark Hill, PLC, 212 East Grand River Avenue, Lansing, MI 48906, attention Del Chenault  
Michigan Virtual Charter Academy website at [www.K12.com/MVCA](http://www.K12.com/MVCA)