

Michigan Virtual Charter Academy

Minutes of the Board of Directors

October 7, 2010

10:00 a.m.

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

And via conference call at
(888) 824-5783 x 30178241#

1. Call to Order – meeting was called to order at 10:10AM by Board President Marlow
2. Administration of Oath of Office to Mary Tolle by Board President Marlow
3. Roll Call – Present: Linda Marlow, Julius Bender, Mary Tolle, Kara Douma, Jim DeKorne (GVSU), Susan Brown (MVCA), Stephanie Hargens (MVCA)
Absent: Ozie Pye IV, Gordon Darr, and Christina Taylor
Others present via conference call: John Baione (K12 Inc.), Tonja Todd (K12 Inc.)
4. Approval of Agenda
Motion: Director Bender
Second: Director Douma
Approved: Unanimous
5. Approval of Minutes of Previous Meeting – September 10, 2010
Motion to approve as amended: Director Bender
Second: Director Douma
Approved: Unanimous
6. Public Comment (limited to agenda items)
None
7. Old Business
 - a. Board concerns/Authorizer update re: Plan of Correction
 - b. Report of application for an order of prior approval to borrow from MI Department of Treasury (Urban); President Marlow tabled the report until the November meeting.
8. New Business
 - a. Business report (Hargens)
 1. Monthly financial report; President Marlow tabled the report until next meeting allowing K12 sufficient time to balance the accounts.
 2. Documentation of unauthorized wire transfers (Baione, Todd)
Motion by Director Bender to direct K12 Inc. to explain the rationale behind transferring money out of MVCA account by check without the required Board approval or second signature and provide the Board with a copy (front and back) of the check as documentation.
Second: Director Douma
Approved: Unanimous
 3. Approval of 1st Quarter Financial Report
Motion by Director Bender to submit the quarterly financial report, to be prepared by K12 Inc., late to GVSU after complete review by the Board at the November meeting.

Second: Director Douma

Approved: Unanimous

Board President Marlow was asked to communicate with the Charter Office at GVSU the reason that this financial report will be late. The Board agreed that the topic of changing the date of the monthly Board meetings to accommodate the timing of future quarterly financial reports be put on the November agenda.

- b. School Enrollment report (Hargens)
- c. Approval of revised admissions policy to include any 9-12 gr. applicant
Motion: Director Bender
Second: Director Tolle
Approved: Unanimous
- d. Proposal to amend Bylaws to include a "buy local" provision for goods and services (Darr); Tabled by President Marlow due to absence of Director Darr.
- e. Proposal to renegotiate service agreement re: local hiring policy (Darr); Tabled by President Marlow due to absence of Director Darr.

9. Authorizer's Comments

- a. Explanation of GVSU Academic Grant Program
- b. Board training possibilities survey
Jim DeKorne requested that all Board members read p. 2 "Ten Frequently Asked Questions" and Chapter 2, pp. 4-11 in the Open Meetings Guide by the November Board meeting.

10. Other Business

- a. Introduce document re: Board's fiduciary/conflict of interest responsibility for consideration by Board (Douma); Board members thought it best to wait until after the Nov. 4, 2010 Board Training provided by GVSU and then investigate whether or not some of these policies should be implemented.
- b. Introduce Board professional development opportunity with Brian Carpenter for consideration by Board (Hargens)

Meeting adjourned by President Marlow at 12:46PM.

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 October 7th, 2010, 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.


Acting Secretary, Board of Directors

Minutes available at:

Clark Hill, PLC, 212 East Grand River Avenue, Lansing, MI 48906, attention Del Chenault

Michigan Virtual Charter Academy

Minutes of the Board of Directors

September 10, 2010

10:00am

Clark Hill Law Office

151 Old Woodward Ave., Suite 200

Birmingham, MI 48009

And

Via conference call at

(888)824-5783 x 66847092#

A special meeting of the Board of Directors was held on the 10th day of September, 2010 at 10:00am. The meeting was called to order at 10:35am.

1. Call to Order at 10:35am.

2. Roll Call

Present: Linda Marlow, Gorden Darr, Kara Douma, Julius Bender and present via conference call Christina Taylor.

Absent: Ozie Pye

In attendance: Randall Greenway, Jim DeKorne, Joe Urban, Susan Brown, Stephanie Hargens and Jennifer Sims

3. Approval of Agenda

Motion by Director Bender to approve agenda with amendments to remove 7a and 9a as these had been addressed prior to a full quorum being present.

Seconded by Director Darr

Motion approved: unanimous

4. Approval of Minutes of Previous Meetings

Motion by Director Taylor to approve minutes of the Board of Directors meeting from August 5th, 2010, as amended and September 2nd, 2010, reflecting this meeting's cancellation due to the lack of a quorum.

Seconded by Director Douma

Motion approved; unanimous

5. Public Comment (limited to agenda items)

No Public comment was given.

6. Old Business

a. Approval of the amendment to the service agreement

Motion by Director Bender to approve amendment to the Service Agreement

Seconded by Director Darr

Motion approved: unanimous

b. Approval of revised sub-lease

Randall Greenway gave update on learning center/office space status and discussion followed.

Motion by Director Darr to approve sub-lease as presented by counsel

Seconded by Director Bender

Motion approved: unanimous

c. *Nomination of new Board Member*

Motion by Director Bender to nominate Mary Tolle as a Board of Director

Seconded by Director Douma

Motion approved: unanimous

Jim DeKorne, at President Marlow's request, said that he would ask GVSU to have Mary Tolle appointed until such time as the GVSU Board of Trustees meets in October and votes on the nomination.

7. New Business

a. *Approval of Plan of Correction for GVSU*

Discussion about Plan of Correction

Motion by Director Bender to authorize President Marlow to sign final draft of the Plan of correction and submit it to GVSU

Seconded by Director Darr

Motion approved: unanimous

b. *Business report*

Randall Greenway gave report.

1. Attachment A- expenditures under \$10K

Randall Greenway submitted an itemized list of expenditures to the Board for review.

Pertinent discussion took place at this time concerning MCVA's bank account agenda

(item 7.b. 3). As reported by Greenway, monies were deposited by K12 via wire-transfer in error and then withdrawn via wire-transfer to correct error. Jennifer Sims will obtain documentation to present to the Board at next meeting.

2. Attachment B- expenditures over \$20K

Randall Greenway had presented documentation of the 3 required competitive bids to the Board prior to the meeting; Kentwood Office Furniture was the least expensive. He explained that the furniture quote was reduced from \$19,722 to the current quote of \$10,129.76 due to the hold on Learning Center furniture until the Center was ready for occupancy.

Motion to approve purchase by Director Douma

Seconded by Director Bender

Motion approved: Unanimous

c. *Resolution to submit application for an order of prior approval to borrow from the MI Dept. of Treasury*

Motion by Director Bender to adopt the resolution to submit application to MDT as presented by Board counsel

Seconded by Director Darr

Motion approved: unanimous

d. *Resolution to appoint a Chief Administrative Officer*

Motion by Director Darr to appoint the Board Treasurer as the Chief Administrative Officer of MVCA

Seconded by Director Douma

Motion approved: unanimous

e. *Resolution to appoint a Compliance Officer*

Motion by Director Darr to appoint the MVCA Head of School as the Compliance Officer for MVCA

Seconded by Director Bender

Motion approved: unanimous

f. *Approval of student handbook*

Student handbook was presented by Head of School, Stephanie Hargens

Motion by Director Darr to accept the student handbook subject to revision

Seconded by Director Bender

Motion approved: unanimous

g. *Approval of conflict of interest policy*

Motion by Director Bender to approve the conflict of interest policy as presented by the Head of School

Seconded by Director Darr

Motion approved: unanimous

h. *Approval of Bank Designation Resolution*

Motion by Director Darr to approve the Bank Designation resolution

Seconded by Director Darr

Motion approved: unanimous

i. *Approval of amended job descriptions*

Stephanie Hargens explained that the job descriptions of Operations Manager and Head of School needed to be amended to include certifications required by MI

Motion by Director Darr to accept the amended job descriptions

Seconded by Director Bender

Motion approved: unanimous

8. Authorizer's Comments

Jim Dekorne introduced the Academic Grant Program Description for 2010-11 from the GVSU Charter Schools Office and pointed out the eligibility dates listed and the award amounts per pupil. He will give more information regarding our participation in the program at the regularly-scheduled Board meeting in October.

9. Other Business

a. Enrollment report

Report was given by Stephanie Hargens.

b. Introduce document re: Board's fiduciary/conflict of interest responsibility

Introduction was tabled by President Marlow until next regularly-scheduled meeting.

10. Adjournment

Meeting adjourned by 1:03pm.

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 special meeting held on **September 10th, 2010**, 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 for Acting Secretary, Board of Directors

Minutes available at:

Clark Hill, PLC, 212 East Grand River Avenue, Lansing, MI 48906, attention Del Chenault

Michigan Virtual Charter Academy

Minutes of the Board of Directors
August 5, 2010
10:00 a.m.

Clark Hill Law Offices
151 S. Old Woodward Ave., Suite 200
Birmingham, MI 48009
and
via conference call at
(888) 824-5783 x66847092#

A regular meeting of the Board of Directors was held on the 5th day of August, 2010, at 10:00AM. The meeting was called to order by President Linda Marlow at 10:26am.

1. Call to Order at 10:26 a.m.

2. Roll Call

Present: Linda Marlow, Ozie Pye, Kara Douma, Gordon Darr
Present by Teleconference: Christina Taylor
Absent: Julius Bender

Others present: Jim DeKorne of GVSU; Randall Greenway, Tanja Todd and Jennifer Sims of K12; Tom Boobar of AJ Gallagher; and Joe Urban of Clark Hill.

3. Approval of Agenda

Motion by Director Darr to approve the Agenda with amendments to allow for action on the adoption of changes to staff responsibilities, to reapprove minutes from April 1 through June 16, 2010, and presentation of a resolution clarifying the duties of the board secretary.

Second by Director Tina Taylor

Motion approved: unanimous

4. Approval of Minutes of Previous Meeting – Special Meeting June 22, 2010

Motion by Director Taylor to approve the June 22, 2010, meeting minutes and July 1, 2010, minutes reflecting the July 1, 2010, meeting was cancelled.

Second by Director Darr

Motion approved: unanimous

5. Public Comment (limited to agenda items)

No public comment.

6. Old Business

a. Approval of old minutes from April 1 through May 28

Motion by Director Darr to reapprove minutes from April 1 through June 16 as amended; to reflect the April 1, 2010, board meeting was cancelled due to lack of agenda items and typographical errors.

Second by Director Pye

Motion approved: unanimous

b. Approval of the revised Service Agreement

Motion by Director Darr to approve revised Service Agreement as presented provided the change to Section 4.3.11, Section 9.3 and 9.7 is made in the executable version.

Second by Director Douma

Motion approved: unanimous

c. Approval of revised Admissions Policy

Motion by Director Pye to approve revised Admissions Policy to clarify children of MVCA Board of Directors will not be given preference in the MVCA school lottery.

Second by Director Douma

Motion approved: unanimous

d. Approval of revised sublease

Motion by Director Taylor to approve the business property sublease agreement including the paragraph eight revisions as agreed.

Second by Director Darr

Motion approved: unanimous

e. Approval of Schedule 7-3

Motion by Director Darr to approve Schedule 7-3 of the Charter Agreement.

Second by Director Taylor

Motion approved: unanimous

7. New Business

a. Approval of Insurance Application

Motion by Director Taylor to approve the insurance application as presented by AJ Gallagher.

Second by Director Pye

Motion approved: unanimous

b. Approval of Recording Secretary Resolution

Motion by Director Douma to approve the resolution appointing roles for recording secretary as presented by Director Marlow.

Second by Director Darr

Motion approved: unanimous

c. Nomination of new Board member

Tabled by the Chair.

d. Approval of Financial Policy

Motion by Director Darr to approve the Financial Policy as amended.

Second by Director Taylor

Motion approved: unanimous

8. Other Business

K12 report by Randall Greenway: 215 approved enrollments – 75 applications that do not have all documents submitted. MVCA is receiving ten or fifteen new applications a day. 104 different school districts are represented in the approved enrollments. K12 is has just started the marketing for the

high school drop-out program. K12 is interviewing for the office administrator and teachers in Grand Rapids this week. K12 has a HOS in mind. Furniture quotes are being sought.

9. Adjournment

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 Regular Meeting held on August 5th, 2010, 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.


Acting Secretary, Board of Directors

Minutes available at:
Clark Hill, PLC, 212 East Grand River Avenue, Lansing, MI 48906, attention Del Chenault

Michigan Virtual Charter Academy

MINUTES OF THE BOARD OF DIRECTORS MEETING

Thursday, July 1, 2010 @ 10:00 a.m.

**151 S. Old Woodward Ave., Ste. 200
Birmingham, MI 48009**

**And via conference call
(888) 824-5783 x66847092#**

The regular monthly meeting of the Board of Directors scheduled for Thursday, July 1, 2010 was cancelled by President Marlow due to lack of agenda items.

The undersigned duly qualified and acting Secretary of the Board of Directors of Michigan Virtual 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 **July 1, 2010**, the original of which is a part of the Board's minutes and further certifies that notice of the meeting was given to the public pursuant to the provisions of the Open Meetings Act, 1976 PA 267, as amended.


Acting Secretary, Board of Directors

Michigan Virtual Charter Academy

Special Meeting Agenda

Public Hearing for Annual Operating Budget for 2010-11

**June 22, 2010
10:00 a.m.**

**Clark Hill Law Offices
151 S. Old Woodward Ave., Suite 200
Birmingham, MI 48009
And via conference call at
(888) 824-5783 x66847092#**

A special meeting of the Board of Directors was held on June 22, 2010 at 10:00AM. The meeting was called to order at 10:20AM.

1. Call to Order

Meeting called to order at 10:20 a.m.

2. Roll Call

Present: Kara Douma, Linda Marlow, Ozie Pye, Julius Bender
Present on the phone: Gordon Darr, Christina Taylor
Others Present: Jim DeKome and James Smith from Grand Valley State University; Jennifer Sims and Randall Greenway from K12 Inc.

3. Public Hearing on Annual Operating Budget

The public hearing was opened up for comments from the public – there were no comments

4. Approval of Agenda

Motion to amend the agenda under new business to consider resolution to amend the admission policy by Director Taylor
Second by Director Bender
Motion approved: Unanimous

5. Approval of Minutes of Previous Meeting – Special Meeting June 16, 2010

Motion to accept the minutes by Director Bender
Second by Director Pye
Motion approved: Unanimous

6. Public Comment (limited to agenda items)

There were no comments from the public

7. Old Business

a. Approval of K12 service agreement

Jim Crowley, Clark Hill LLC, provided an update on the status of the service agreement between MVCA and K12 Inc. Grand Valley University has provided legal comments on the previously approved service agreement. Attorneys from Clark Hill LLC and K12 Inc. are working on responses to GVSU's comments and questions. A revised service agreement will be presented to the board for consideration at the July regular meeting.

8. New Business

a. Resolution to approve the Annual Operating Budget – Action

Motion to approve the annual operating budget by Director Bender

Second by Director Douma

Discussion

Director Douma called the question

Motion approved: Unanimous

b. Scheduling of Regular Board Meetings – Action

Motion to approve the schedule of regular board meetings by Director Taylor

Second by Director Pye

Motion approved: Unanimous

c. Resolution to comply with terms of charter and applicable law – Action

Motion to approve the resolution to comply with the terms of the charter and applicable law by

Director Douma

Second by Director Pye

Motion approved: Unanimous

d. Approval of job description for special education teacher – Action

Motion to approve the job description for special education teacher by Director Taylor

Second by Director Bender

Motion approved: Unanimous

e. Approval of sub-lease agreement – Action

Motion to approve the sub lease agreement as corrected by Director Douma

Second by Director Pye

Motion approved: Unanimous

f. Resolution to amend the admission policy

Motion to amend the admission policy as amended by Director Bender

Second by Director Pye

Motion approved: Unanimous

g. Acceptance of resignation of Dr. Gail Luera from MVCA Board

Director Marlow read Dr. Luera's resignation letter for the record of the board

h. Review qualifications for new Board member and solicitation of nominations
Board member nominations to be submitted to Director Marlow prior to the August 5th regularly scheduled meeting.

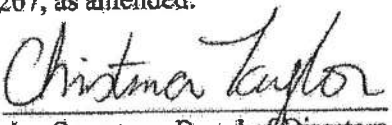
9. Other Business

No other business

10. Adjournment

The meeting was adjourned at 1:23 p.m.

The undersigned duly qualified and acting Secretary of the Board of Directors of Michigan Virtual 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 **June 22, 2010**, the original of which is a part of the Board's minutes and further certifies that notice of the meeting was given to the public pursuant to the provisions of the Open Meetings Act, 1976 PA 267, as amended.


Acting Secretary, Board of Directors

Michigan Virtual Charter Academy

MINUTES OF THE BOARD OF DIRECTORS MEETING

AS AMENDED

Wednesday, June 16th, 2010 @ 3:30pm

Panera Bread, 28551 Schoolcraft Rd., Livonia, MI 48150

And Via Conference call (734)277-3271

A special meeting of the Board of Directors was held on the 16th day of June, 2010, at 3:30pm. Board President, Dr. Linda Marlow called the meeting to order at 4:04pm.

A. Roll Call

Present: Dr. Linda Marlow, Julius Bender, Ozle Pye, Gordon Darr and Christina Taylor (via conference call)

Absent: Kara Douma, Dr. Gail Luera

Others Present: Jim Dekorne (GVSU)

B. Approval of Agenda (action)

Motion to approve by Director Taylor

Second by Director Bender

Motion Approved: unanimous

C. Approval Of Minutes of Previous Meeting (action)

Motion to approve minutes of May 28th, 2010 Special meeting, as corrected by Director Bender

Second by Director Darr

Motion Approved: unanimous

D. Public Comment (discussion)

Update From Director Marlow on K-12 Service Agreement Status

E. Old Business (action)

-Resolution to retroactively approve all prior actions taken by MVCA Board (action)

Motion to Retroactively approve all prior actions, except K-12 Service Agreement, taken by MVCA Board by Director Bender

Second by Director Darr

Motion Approved: unanimous

Motion to put approval of K-12 Service Agreement on agenda of June 22nd, 2010 meeting under Old Business by Director Bender
Second by Director Taylor
Motion Approved: unanimous

F. New Business

none

G. Other Business (discussion)

Director Taylor addressed concerns regarding enrollment process, Board will ask K-12 for enrollment update at next meeting.

Jim Dekorne reviewed process of nominating a new Board Member

H. Adjournment (action)

Motion to Adjourn by Director Darr

Second by Director Pye

Motion approved: unanimous

Meeting adjourned at 4: 41

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 June 16th, 2010, 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.



Acting Secretary, Board of Directors

Minutes available at:

Clark Hill, PLC, 212 East Grand River Avenue, Lansing, MI 48906, attention Del Chenault

**Michigan Virtual Charter Academy
Minutes of the Board of Directors
AS AMENDED**

At a special meeting held on
May 28, 2010
11:30 a.m.

at

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

and

via conference call at
(888) 824-5783 x66847092#

1. Call to Order – meeting called to order at 12:09 p.m.
2. Roll Call
Present: Kara Douma, Gail Luera, Christina Taylor (phone), Ozie Pye (phone), Gordon Darr
Absent: Julius Bender
Others Present: Jim DeKorne – Grand Valley State University; Randall Greenway, Jennifer Sims, John Bajone, and Christopher Mohrman – K12 Inc.
3. Approval of Agenda
Motion by Director Taylor to approve agenda
Second by Director Douma
Motion to approve unanimous
4. Approval of Minutes of Previous Meeting – Special Meeting May 24, 2010
Motion by Director Taylor to approve minutes as presented
Second by Director Douma
Motion to approve unanimous
5. Old Business
 - a. Approval of Service Agreement with K12 Inc – Action

Motion by Director Luera to enter Executive Session to discuss attorney client privileged information

Second by Director Darr

Motion to approve unanimous

Board entered into Executive Session at 12:35 p.m.

Board returned to Open Session at 1:30 p.m. to discuss the service agreement with representatives from K12

Motion by Director Douma to enter Executive Session to discuss attorney client privileged information.

Second by Director Darr

Motion to approve unanimous

Board entered into Executive Session at 2:44 p.m.

Board returned to Open Session at 3:10 p.m. to discuss the service agreement with representatives from K12.

Motion by Director Taylor to approve the Service Agreement with K12 Inc. to include the amendments as discussed and to authorize the board president to sign the agreement.

Discussion – clarification of the motion on the following points

- Sublease facility for initial term with a pass through rate
- The term will be a five year initial term with a 2 year renewal
- The administrative fee will remain at 15%
- Attorneys will finalize the language related to the grants

Second by Director Darr

Motion to approve unanimous

6. New Business

a. Approval of Grand Valley State University Charter Contract – Action

Motion by Director Taylor to approve the Grand Valley State University contract and authorize the board president to sign the contract

Second by Director Darr

Motion to approve unanimous

7. Extended Public Comment (time reserved for comment on any matter)

a. Report from GVSU on legal opinion on admission policy

- Jim DeKorne, GVSU, provide an update on opinion of legal regarding the admission requirement of prior public enrollment. MVCA requested a written response from GVSU on this matter.

Motion by Director Taylor to cancel the June 3, 2010 regularly scheduled meeting for a lack of agenda

Second by Director Darr

Motion to approve unanimous

8. Other Business

a. Update from Clark Hill on filing of Articles of Incorporation

b. Submission of signed copies of By-Laws to GVSU

9. Adjournment

Motion to adjourn by Director Taylor

Second by Director Douma

Motion to approve unanimous

Meeting adjourned at 3:31 p.m.

The undersigned duly qualified and acting Secretary of the Board of Directors of Michigan Virtual 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 May 28th, 2010, the original of which is a part of the Board's minutes and further certifies that notice of the meeting was given to the public pursuant to the provisions of the Open Meetings Act, 1976 PA 267, as amended.


Acting Secretary, Board of Directors

Minutes available at:
Clark Hill, PLC, 212 East Grand River Avenue, Lansing, MI 48906, attention Del Chenault

Michigan Virtual Charter Academy

MINUTES OF THE BOARD OF DIRECTORS MEETING AS AMENDED

Monday, May 24, 2010
1:30 p.m.

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

And via conference call at
(888) 824-5783 x66847092#

A special meeting of the Board of Directors was held on the 24th day of May, 2010, at 1:30pm. The meeting was called to order at 2:05 p.m. by Board President Linda Marlow.

A. Roll Call

Present: Dr. Linda Marlow, Christina Taylor, Kara Douma, Gordon Darr, Dr. Gail Luera, Julius Bender;
(Ozie Pye IV arrived at 2:30pm).

Absent: Ozie Pye IV absent until 2:30pm

Others Present: Randall Greenway, Jennifer Sims, Peter Stewart, & Kris Mohanan of K12 Inc., Jim DeKorne of GVSU, James Crowley & Marshall Grate of Clark Hill

B. Approval of Agenda (Action)

Discussion to add swearing in of officers to the agenda

Motion to approve Agenda with amendment of swearing in of officers as next order of business by Director Bender

Second by Director Douma

Motion approved: Unanimous

C. Swearing in of Officers

Directors Marlow, Taylor, Douma, Bender, Luera, and Darr took oath of office as given by Jim DeKorne of GVSU. Director Pye was sworn in upon his arrival at 2:30.

D. Approval of Minutes of Previous Meeting (Action)

Motion to approve the May 6th meeting minutes as is by Director Taylor

Second by Director Douma

Motion approved: Unanimous

E. Educational Service Provider's Report

Randall Greenway of K12 Inc. provided a brief report on school launch activities

F. Executive Session – Contract Negotiations (Action)

Motion to move to Executive Session to discuss attorney client privileged information by Director Douma

Second by Director Bender

Motion approved: Unanimous

Moved to Executive Session at 2:10 p.m.

Director Ozie Pye IV arrived at 2:30pm, Board left Executive Session.

Director Pye took oath of office as given by Jim DeKorne.

Motion to move back into Executive Session by Director Bender
Second by Director Pye
Motion approved: Unanimous
Board moved back into Executive Session at 2:35pm.
Board closed Executive Session at 3:42pm

G. New Business

- a. Resolution to retroactively approve all prior actions taken by MVCA Board – Action : Moved by Director Douma, second Director Luera: unanimous
- b. Approval of Service Agreement with K12 Inc – Action: Tabled until special board meeting to be scheduled for Friday, May 28, 2010
- c. Approval of educational goals and programs – GVSU schedule 7-1 – Action: moved by Director Pye, second Director Douma, unanimous
- d. Approval of staff responsibilities – GVSU schedule 7-3 – Action: Motion by Director Luera, second by Director Pye, unanimous
- e. Approval of methods of accountability and pupil assessment – GVSU schedule 7-4 – Action: Motion by Director Luera, second by Director Pye, unanimous
- f. Approval of admissions policy – GVSU schedule 7-5 – Action: Motion by Director Pye, second by Director Luera, unanimous
- g. Approval of school calendar – GVSU schedule 7-6 – Action: Motion by Director Luera, second by Director Douma, unanimous
- h. Approval of age/grades of pupils enrolled – GVSU schedule 7-7 – Action: Motion by Director Pye, second by Director Luera, unanimous
- i. Approval of proposed administrative office space and learning center – GVSU: schedule 7-8 – Action: Motion to accept pending proposal by Director Luera, second by Director Pye, unanimous
- j. Approval of Grand Valley State University Contract authorizing the Michigan Virtual Charter Academy – Action : Tabled until special meeting scheduled for Friday, May 28, 2010

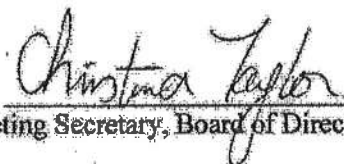
H. Extended Public Comment (time reserved for comment on any matter): Jim DeKorne said GVSU will review expectations of Charter Boards at next regularly scheduled meeting.

I. Other Business : None

J. Adjournment : Director Douma moved to adjourn, second by Director Pye, unanimous

Meeting adjourned at 4:45 p.m.

The undersigned duly qualified and acting Secretary of the Board of Directors of Michigan Virtual 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 May 24, 2010, the original of which is a part of the Board's minutes and further certifies that notice of the meeting was given to the public pursuant to the provisions of the Open Meetings Act, 1976 PA 267, as amended.


Acting Secretary, Board of Directors

Minutes available at:

Clark Hill, PLC, 212 East Grand River Avenue, Lansing, MI 48906, attention Del Chenault

Michigan Virtual Charter Academy

MINUTES OF THE BOARD OF DIRECTORS MEETING

Thursday, May 6, 2010 @ 10:00 a.m.

151 S. Old Woodward Ave., Ste. 200
Birmingham, MI 48009

And via conference call
(888) 824-5783 x66847092#

A regular meeting of the Board of Directors was held on the 6th day of May, 2010, at 10:00 am.
The meeting was called to order at 10:37 a.m. by Board President Linda Marlow.

A. Roll Call

Present: Dr. Linda Marlow, Christina Taylor, Ozie Pye IV, and Kara Douma,

Absent: Gordon Darr, Dr. Gail Luera, and Julius Bender;

Others Present: Randall Greenway, Jennifer Sims

B. Approval of Agenda (Action)

Motion to approve by Director Taylor

Second by Director Pye

Motion approved: Unanimous

C. Approval of Minutes of Previous Meeting (Action)

Motion to approve the March meeting minutes as amended by Director Taylor

Second by Director Pye

Motion approved: Unanimous

Motion to approve the April meeting minutes as amended by Director Taylor

Second by Director Pye

Motion approved: Unanimous

D. Communications (Discussion)

a. Public Comment – none

b. Old Business – none

c. Educational Service Provider's Report

i. Report from Randall Greenway, K12 Inc., on approval of the MVCA
charter agreement by Grand Valley State University

- ii. Report from Randall Greenway, K12 Inc., on K12 school launch activities including student outreach, identifying administrative office space, staffing, operations, and enrollment coordination.

d. New Business

- i. Board representation at the May 11, 2010 meeting with Grand Valley State University – the board selected Director Taylor and Director Marlow to represent the board at the meeting.
- ii. Discussion on service agreement negotiation with K12 Inc. The board selected Director Douma and Director Pye to represent the interests of the board on negotiating the draft terms of the service agreement between MVCA and K12 Inc.
- iii. Authorization to open bank account.

Motion by Director Taylor to authorize Randall Greenway to open a bank account for MVCA at PNA bank in Grand Rapids with the following individuals holding signatory authority:

Julius Bender as Treasurer
Linda Marlow as President
John Balone on behalf of K12 Inc.

Second by Director Pye
Motion approved: Unanimous

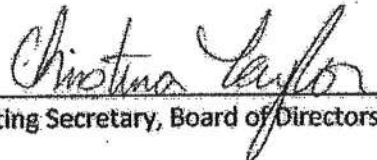
E. Adjournment (Action)

Motion by Director Douma to adjourn at 11:15 a.m.

Second by Director Pye

Motion approved 4-0

The undersigned duly qualified and acting Secretary of the Board of Directors of Michigan Virtual 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 6, 2010, the original of which is a part of the Board's minutes and further certifies that notice of the meeting was given to the public pursuant to the provisions of the Open Meetings Act, 1976 PA 267, as amended.


Acting Secretary, Board of Directors

Michigan Virtual Charter Academy

MINUTES OF THE BOARD OF DIRECTORS MEETING

Thursday, March 4, 2010 @ 10:00 a.m.

**151 S. Old Woodward Ave., Ste. 200
Birmingham, MI 48009**

**And via conference call
(888) 824-5783-x66847092#**

A regular meeting of the Board of Directors was held on the 4th day of March, 2010, at 10:00 am. The meeting was called to order at 10:09 a.m. by Board President Linda Marlow.

A. Roll Call & Approval of Agenda

Present: Gordon Darr, Linda Marlow, Gail Luera, Ozlie Pye IV, Kara Douma, Julius Bender, and Christina Taylor.

Absent: None

Others Present: Joe Urban and Randall Greenway

Motion by Director Bender to approve the agenda

Second by Director Douma

Motion Approved 7-0

B. Approval of Minutes of Previous Meeting (Action)

Motion by Director Bender to approve the minutes from the February 4, 2010 regular meeting

Second by Secretary Taylor

Motion Approved 7-0

C. Communications (Discussion)

a. Public Comment – none

b. Old Business – none

c. New Business

i. Review and discussion of charter application

Motion by Director Pye to approve MVCA charter application for submission to Grand Valley State University with the understanding that prior to submitting the application to any other authorizing entity that any substantial changes must be approved by the board.

Second by Director Darr

Motion Approved 7-0

D. Adjournment (Action)
Motion by Director Taylor to adjourn
Second by Director Bender
Motion Approved 7-0

The undersigned duly qualified and acting Secretary of the Board of Directors of Michigan Virtual 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 **March 4, 2010**, the original of which is a part of the Board's minutes and further certifies that notice of the meeting was given to the public pursuant to the provisions of the Open Meetings Act, 1976 PA 267, as amended.


Acting Secretary, Board of Directors

Michigan Virtual Charter Academy

MINUTES OF THE BOARD OF DIRECTORS MEETING
Thursday, February 4, 2010 @ 10:00 a.m.

151 S. Old Woodward Ave., Ste. 200
Birmingham, MI 48009

And via conference call
(888) 824-5783 x66847092#

A regular meeting of the Board of Directors was held on the 4th day of February, 2010, at 10:00 am. The meeting was called to order at 10:18 a.m. by Board President Linda Marlow.

A. Roll Call

Present: Gordon Darr, Dr. Linda Marlow, Dr. Gail Luera, and Christina Taylor;
Absent: Ozie Pye IV, Kara Douma, Julius Bender;

Others Present: Joe Urban, Randall Greenway, Guadalupe Vander Ploeg

B. Approval of Minutes of Previous Meeting (Action)

Regular Meeting, Organizational Meeting January 14, 2010

Discussion on corrections to the draft of the minutes as requested by Board Secretary Taylor.

As Submitted:

Present: Ozie Pye IV; Dr. Linda Marlow; Kara Douma; Christina Taylor; Julius Bender; Dr. Gail Luera; Gordon Durr

The following preamble and resolution were offered by Thomas and supported by Bender:

As Corrected:

Present: Ozie Pye IV; Dr. Linda Marlow; Kara Douma; Christina Taylor; Julius Bender; Dr. Gail Luera;

Absent: Gordon Darr

The following preamble and resolution were offered by Taylor and supported by Bender:

Motion by Secretary Taylor to approve the minutes as corrected

Second by Director Luera

Motion Approved 4-0

C. Communications (Discussion)

a. Public Comment – none

b. Old Business – none

c. New Business

- i. Report from Randall Greenway, K12 Inc., on discussions with charter authorizers – Mr. Greenway reported that he had contacted the charter school offices at the following universities: Central Michigan University, Northern Michigan University, Saginaw Valley State University, Grand Valley State University, and Ferris State University. Grand Valley State, Ferris State and Central Michigan each expressed interest in considering a phase I charter school application. Mr. Greenway reported that K12 Inc. is working on a charter application to be submitted to each of the universities. The draft charter application will be submitted to the Board for review and discussion prior to submission to the universities.

Director Taylor recommended that a special meeting of the Board of Directors be called to review the charter applications before the next regularly scheduled meeting upon completion of the draft application in order to expedite the application process, other members of the board expressed their agreement.

Mr. Greenway reported that Ferris State University has requested a meeting on February 25, 2010 for an introductory meeting and discussion on cyber schools. Director Darr indicated his interest in attending the meeting as a representative of the Board.

D. Adjournment (Action)

Motion by Director Darr to adjourn

Second by Director Luera

Motion Approved 4-0

The undersigned duly qualified and acting Secretary of the Board of Directors of Michigan Virtual 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 February 4, 2010, the original of which is a part of the Board's minutes and further certifies that notice of the meeting was given to the public pursuant to the provisions of the Open Meetings Act, 1976 PA 267, as amended.


Acting Secretary, Board of Directors

**RESOLUTION REGARDING ORGANIZATIONAL MATTERS
MICHIGAN VIRTUAL CHARTER ACADEMY, an Entity to Be Formed**

A regular meeting of the Board of Directors was held on the 14th day of January, 2010, at 12:00 p.m.

The meeting was called to order at 12:00 p.m., by Joseph B. Urban, acting as recording secretary.

Present: **Ozie Pye IV; Dr. Linda Marlow; Kara Douma; Christina Taylor; Julius Bender; Dr. Gail Luera;**

Absent: **Gordon Darr**

The following preamble and resolution were offered by **Taylor** and supported by **Bender**:

1. It is necessary for the Academy to conduct its organizational meeting and to set forth by resolution certain matters, enumerated below, for its operation.

2. The Academy anticipates operating as a cyber school through an appropriate Authorizing Body and considers it expedient to set certain preliminary matters, recognizing that it may be required to amend, revisit and-or ratify certain actions as it pursues its operations.

3. The Academy, having met in public and discussed the matters set forth hereby resolves as follows.

NOW THEREFORE BE IT RESOLVED:

Articles of Incorporation and Bylaws

The Articles of Incorporation and Bylaws attached as Exhibit A and B are hereby adopted as the Articles of Incorporation and Bylaws of the Academy.

Election of Officers

The following are appointed to serve provisionally as acting President and acting Secretary of Board of Directors for the ensuing fiscal year and until their successors are duly elected and qualified and/or appointed by the Authorizing Body issuing the Academy its charter:

<u>Name</u>	<u>Office</u>
Dr. Linda Marlow	acting President
Christina Taylor	acting Secretary
Julius Bender	acting Treasurer

Meeting Agenda Format

The Meeting Agenda Format attached as Exhibit C is adopted as the agenda format for all Academy Board meetings.

Format for Minutes and Resolutions

The formats and instructions for minutes, resolutions, and handling of a motion are approved attached as Exhibit D.

Newspaper of Record

The **Detroit Free Press** is hereby designated as the official newspaper of record for the Academy.

Principal Office & Public Notice Posting Location

The Academy's principal offices located at **151 S. Old Woodward Avenue, Suite 200, Birmingham, MI 48009**; Michigan is designated as the primary location for the posting of public notices in compliance with provisions of the Michigan Open Meetings Act and that **Guadalupe VanDerPloeg** is responsible for and charged with the posting of notices of all regular and special meetings of the Academy Board of Directors and alerting all necessary parties to the calling thereof.

Schedule of Regular Meetings

The Academy hereby designates the **1st Thursday** of each month at the Academy's principal offices in **Birmingham, Michigan**, commencing at **10 a.m.** as the date, location and time for the conduct of its Regular meetings.

Freedom of Information Act Coordinator

Guadalupe VanDerPloeg is hereby designated as the Academy's Freedom of Information Act Coordinator to assure compliance with the Michigan Freedom of Information Act. The Academy may charge all statutorily-authorized fees and costs for responding to requests under the Freedom of Information Act.

Designation of Legal Counsel

The Academy Board ratifies the decision to retain and appoints **Clark Hill, PLC** to represent the Academy in all matters, subject to review for conflicts of interest.

Procurement Policies

No later than the next meeting, the Academy Board of Directors shall act upon a purchasing and procurement and other policies necessary to discharge its obligations as a grantee of certain grants administered for purposes of the Academy's startup of operations.

Authorization to Pursue Applications to Charter an Academy

The Academy Board hereby authorizes legal counsel and Randall Greenway to pursue along with the acting President an Application to Operate a Public School Academy which shall be a cyber school from one or more Authorizing Bodies.

Authorization to File Form SS-4

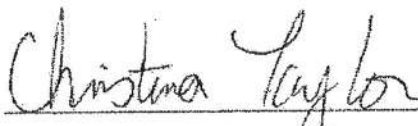
The Academy Board authorizes Randall Greenway to file Form SS-4 on its behalf with the Internal Revenue Service.

AS TO THIS RESOLUTION

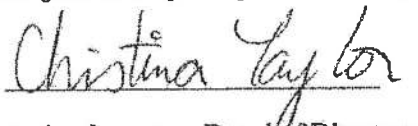
Ayes: Douma, Marlow, Taylor, Luera, Bender, Pye

Nays:

Resolution declared adopted.


Acting Secretary, Board of Directors

The undersigned duly qualified and acting Secretary of the Board of Directors of Michigan Virtual 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 January 14, 2010, the original of which is a part of the Board's minutes and further certifies that notice of the meeting was given to the public pursuant to the provisions of the Open Meetings Act, 1976 PA 267, as amended.


Acting Secretary, Board of Directors