

WAY Academy of Flint
817 E. Kearsley St.
Flint, MI 48503
Board of Directors Special Board Meeting
August 2, 2018
6:30 PM
Minutes

This meeting is a meeting of the Board of Directors in public for the purpose of conducting the Academy's business and is not to be considered a public community meeting. There is time for public participation during the meeting.

- I. Call to Order by the President at: 6:31 pm
Buetow X
Nelson X
Wright X
Cabine Excused
Spencer Absent

II. Approval of Agenda

Board President Buetow requested to amend the agenda adding the following: Consent Agenda – Approval of June 21, 2018 regular meeting minutes, and under New Business Discussion and Action items add Item #4 Discussion and Action Item #1 – PSA SAN Amended Board Resolution. (This will require a roll call vote)

Motion made to accept agenda as amended by Angela Nelson/Seconded by Lori Wright. All members voted with Aye. There were none opposed. Approved unanimously.

- III. Call to the Public – None.
IV. Correspondence - None
V. Old Business - None
VI. New Business

A. Discussion Items

1. Review of Lease Agreement Status

Mr. Jim Delaney (Board Attorney) shared information around the lease agreement with the board. Mr. Delaney provided the board with handouts as well. There are not many changes within the new agreement, however, Mr. Delaney will share the highlights with the board. Additional conversation was held around board due diligence. Mr. Delaney shared the Real Property Lease Agreement Due Diligence Questionnaire with the board. Flint Cultural Center Corporation is the owner of the WAY Academy Flint building. Mr. Delaney shared that the board might want to inquire on a partnership with Mott who will be opening a charter school in the future.

2. Review of ESP Due Diligence Questionnaire

The second handout Mr. Delaney shared with the board was the Educational Service Provider Due Diligence Questionnaire. He shared information of some changes that LSSU had requested. Mr. Delaney shared on conflict of interest if board members might be related to any ESP staff or have close relationships with any of these individuals. The board was also asked by Mr. Delaney if they had any conflicts with the Flint Cultural Center. Board President Howard Buetow mentioned that he has a previous contact with one of the Cultural Center members due to his role at Clio Schools, but it was not found to be a conflict. Mr. Delaney shared on how he was able to show due diligence during this process.

3. Review of Commercial Lease

Mr. Delaney shared information with the board pertaining to the Commercial Lease and provided them with a handout. The first document he shared was the "red line" copy, which was obtained from Dykema (LSSU Attorney). Mr. Delaney shared on specific language that the LSSU attorney added to the agreement. Most changes on this agreement seemed to be cosmetic changes. Mr. Delaney then provided the board with a copy of the Commercial Lease, which had the recommended changes/edits included. The Board President signed this document on behalf of the board and provided a signed copy to Mr. Delaney for processing. Mr. Delaney will provide the Board President with a fully executed copy once signed by landlord.

Mr. Delaney wanted to ensure that we noted in the minutes that public comment was offered during the board meeting. There were no public present at this meeting.

4. Review of ESP Agreement

Mr. Delaney provided the board with a "red line" copy of the ESP Agreement for review. Mr. Delaney shared on changes that LSSU had requested within the agreement. Mr. Delaney shared information with the board around ensuring the board maintain a good fund balance and what that might look like and indicated the Board should make this a goal. Mr. Delaney shared that the board should be taking advantage of any board training that LSSU will offer to the board and participate. Board member Angela Nelson and Board President Howard Buetow shared that the board has had numerous previous discussions/conversations around Board PD/training.

Mr. Delaney provided Board President Howard Buetow with a clean copy of the ESP Agreement for review/signature. Mr. Delaney shared that the signed copy should be returned to Ms. Hernandez for signature from the ESP. Mr. Buetow signed the ESP Agreement and provided it to Ms. Hernandez. Ms. Hernandez shared that she will provide Mr. Delaney with the fully executed copy.

5. 2018-19 Budget Amendment

Ms. Glenn shared this information with the board and provided them with a copy of the budget. Ms. Glenn indicated she is recommending this information be used only as a discussion for this meeting. This budget reflects 3% for LSSU, 3% for the Board and 3% for the ESP which has been built into the budget. \$5,000 has been added to the budget for board PD/training which is above the 3% that the board obtains. The legal fees line item has increased as well. Ms. Glenn shared she did not increase the outside auditing firm due to several board members who have solid previous school background (Ms. Nelson, Mr. Buetow and Ms. Cabine all have numerous years of prior school experience). Building repair and maintenance has been adjusted lower to

reflect the additional budgetary items allotted to the Board. Ms. Glenn made no negative adjustments to instruction to allow for the maximum amount of funds remaining in the classroom.

Mr. Delaney shared that Ms. Glenn had provided a plan that LSSU would be responsive to. Board President Buetow shared that if the board needed to switch funds down the road they could. Mr. Buetow shared that Ms. Glenn should bring this to the next board meeting scheduled in two weeks.

6. PSA SAN Amended Board Resolution

Ms. Glenn shared on the PSA SAN Amended board resolution and provided the board with handout information. She shared briefly on the State Aid Note borrowing which had been discussed with the board at a prior board meeting. Ms. Glenn shared that a date error had been made in the excel document that was provided to Michigan State Finance for completion. The documentation that Ms. Glenn is presenting to the board is reflective of the corrected information. This State Aid Note is set up for borrowing \$325,000 which is a little higher than what the board had approved on a previously. This affects the cost of borrowing by about \$300.

B. Action Items

1. PSA SAN Amended Board Resolutions – Role Call Vote

Motion made to accept the amended board resolution as presented by Lori Wright/seconded by Angela Nelson. All members voted with Aye. There were none opposed. Approved unanimously.

Role Call Vote:

Buetow – Aye

Nelson – Aye

Wright – Aye

VII. Consent Agenda

A. Accept minutes of June 21, 2018 Meeting

Motion made to accept the minutes of June 21, 2018 regular Meeting as presented by Angela Nelson/Seconded by Lori Wright. All members voted with Aye. There were none opposed. Approved unanimously.

VIII. Announcements - None

IX. Call to the Public - None

X. Adjournment

Motion made to adjourn at 7:55 pm by Lori Wright/Seconded by Angela Nelson. All members voted with Aye. There were none opposed. Approved unanimously.

Meeting adjourned at 7:55 pm.

Minutes Certification:

Proposed minutes of August 2, 2018 Special Meeting respectfully submitted,

Lori D. Wright
Secretary

8/2/2018
Date