

**Minutes of the Organizational Meeting
W-A-Y Academy
Board of Directors
June 26, 2012**

Call to Order

The meeting was called to order by President Bauer at 1:05 p.m. at the offices of Lusk , & Albertson, PLC, 49050 Woodward Avenue, Suite 350, Bloomfield Hills, Michigan.

Roll Call

The Secretary called the roll. All Board Members were present: Ms. Liz Bauer, Dr. Glenn Croxton. Mr. Patrick Irwin, Dr. Barbara LeRoy and Ms. Pam Wong. Dr. Bruce Harger, Dr. Glenn Bachman and Mr. Bob Lusk were also present. Ms. Beth Baker and Mr. Glen Taylor arrived before Public Comment.

Public Comment on Agenda Items

No public comments were offered.

Oaths of Office

The Oath of Office was administered by Deborah Hansche, Notary Public, to Members Bauer, Croxton, Irwin, LeRoy and Wong. Notarized affidavits will be scanned and electronically delivered to Dr. Harger.

Terms of Office

The Board was informed that the authorizer requires that the initial terms of office be staggered with two members serving one-year terms, two members serving two-year terms and one member serving a three-year term.

The following motion was proposed by Wong and supported by Croxton:

RESOLVED: The terms of office of Board Members are staggered as follows:

Board Members Bauer and Croxton, one- year terms expiring June 30, 2013,

Board Members LeRoy and Wong, two-year terms expiring June 30, 2014, and

Board Member Irwin, three-year term expiring June 30, 2015.

Dr. Harger explained that members whose terms have expired may be re-nominated by the Board. Nominated members will be subject to background checks prior to submission to the Lake Superior State University (LSSU) Board for approval.

The Board may not exceed nine members. New nominees must submit requisite forms and documentation to the LSSU Board for approval. The next scheduled meeting is Friday, July 27, 2012. Subsequent meetings are in September, December, March and April. Dr. Harger may approve interim Board appointments in emergency situations such as a sudden resignation. The

WAY Academy Board of Directors may vote to remove a member without approval of the LSSU Board of Directors.

The motion passed unanimously.

Acceptance of Charter

LSSU granted WAY Academy a charter to operate a public school academy pursuant to the Revised School Code, MCL 380.1, et seq. The terms of the charter were reviewed at the Board of Directors meeting on June 22, 2012.

The following motion was moved by Croxton and seconded by Irwin.

RESOLVED: the Board of Directors of WAY Academy accepts the charter granted by LSSU and authorizes its President to sign the charter on behalf of the Board.

The motion passed unanimously.

Dr. Harger shared a brief overview of the relationship of LSSU and WAY Academy and cited examples of actions that require LSSU Board approval. These include amendments to the Articles of Incorporation, revisions to the Bylaws. Dr. Harger recommended that resolutions to add Grades 7 & 8 and the Lansing site for the 2013-2014 school year be approved in March for LSSU Board consideration at its April meeting.

Dr. Harger introduced Dr. Glenn Bachman as LSSU's Field Consultant to the WAY Academy. Dr. Bachman has over 30 years of experience in education. He served as Superintendent for Whitmore Lake Public Schools and Eau Claire Public Schools. Since retiring ten years ago, Dr. Bachman has worked with charter schools. He works with the National Charter Schools Institute to develop manuals for public school academies and their boards.

Dr. Bachman shared his passion for working with Boards and seeing students succeed. His goal is to work with the Board 24/7 to assure its success. Succinctly, the Board's role is governance not operations. He described the Board's role as identifying the "what" and the Education Service Provider's (ESP) role as identifying the "how".

Board Members shared brief introductions.

Schedule of Regular Board Meetings

The Revised School Code and the Open Meetings Act require WAY Academy to adopt and publish a schedule of regular Board Meetings.

The following motion was moved by Irwin and supported by Wong:

RESOLVED: the Board of Directors of WAY Academy will hold its regular Board meetings on the 1st working Monday of each month at 5:00 p.m. at the WAY Academy, 8107 Vernor in Detroit, Michigan beginning in August, 2012.

9 Services) Southwest, 5635 Fort Street in Detroit, Michigan at 5:00 p.m. Mr. Lusk will post the schedule of meetings ~~and the exception~~ at the County Clerk's Office.

Report and Comment from WAY Program Representatives

A walk-through of the school site is scheduled for Friday, June 29, 2012.

Report and Comment from Authorizer

Comments have been integrated throughout.

ESP Agreement

The Board of Directors reviewed the proposed ESP Agreement from WAY Program at its June 22, 2012 meeting and directed its attorney to contact the WAY Program about issues of concern.

The following was moved by Wong and supported by Croxton:

RESOLVED: the Board President and the Board's Attorney will meet with representatives of the WAY Program to discuss and address the Board's issues of concern and after doing so, will present the ESP Agreement to the Board for consideration and approval.

Dr. Bachman encouraged Member's to have a thorough understanding of the agreement to facilitate development of Board Policies. Member Irwin suggested from his experience as a founding Board Member of Chavez Academy, that creating Board Policies from scratch was a formidable task. Prototypes such as those from the National Charter School Institute are available.

The motion passed unanimously.

Lease

The Board of Directors has been informed that the WAY Program's Attorney is drafting a sub-lease for premises at 8701 Vernor Road, Detroit, Michigan.

The following was moved by Wong and supported by Croxton:

RESOLVED: the Board's President and the Board's Attorney will review and negotiate any reasonable and necessary revisions to the proposed sub-lease for premises at 8701 Vernor Road, Detroit, Michigan and will present the sub-lease to the Board for consideration and approval.

The motion passed unanimously.

Public Comment and Non-Agenda Items

Mr. Glen Taylor and Ms. Beth Baker arrived. No comments were offered.

Comments from and Discussion by Board Members

No comments were offered.

Next Meeting

The Board of Directors will meet next on Monday, July 2, 2012 at CHASS (Community Health and Social Services) Southwest, 5635 Fort Street in Detroit, Michigan at 5:00 p.m.

Adjournment

Member Irwin moved and Member LeRoy supported. The meeting was adjourned at 2:35 p.m.

Respectfully submitted,

Pamela A. Wong
Board Secretary