

**W-A-Y ACADEMY
REGULAR MEETING OF THE BOARD OF DIRECTORS
OCTOBER 1, 2012
MINUTES**

Call to Order

President Bauer called the meeting to order at 5:04 p.m. at the WAY Academy, 8701 W. Vernor, Detroit, Michigan.

Roll Call

The Secretary called the roll. Present were President Bauer, Vice President Croxton, Member LeRoy and Secretary Wong. Also attending were: Mr. Glenn Bachman, Lake Superior State University Field Consultant; Mr. Glen Taylor, Co-Founder, WAY Program, Ms. Beth Baker, Co-Founder, WAY Program; Mr. Shannon Smith, WAY Program, Director of Charter Schools.

Public Comment on Agenda Items

The following comments were offered:

- Amend the agenda to include a discussion about the Walton Family Foundation grant application
- Amend the agenda to include a Policy Public Hearing regarding bullying.

The following motion was made by LeRoy, seconded by Wong and was passed unanimously:

RESOLVED: The Board approves the amendments to the agenda, as presented.

Policy Public Hearing

The President convened the Policy Public Hearing. No public comments were offered.

Approval of Minutes of September 10, 2012 Meeting

Proposed minutes of the September 10, 2012, regular meeting were distributed.

The following motion was made by LeRoy, seconded by Bauer and passed unanimously:

RESOLVED: The Board approves the minutes of the September 10, 2012, regular meeting, as presented.

Treasurer's Report

Bauer reported for Irwin that outstanding invoices had been paid. Bank processes are in order. Additional monies from the Planning Grant, Phase II and Implementation Grant will be accessible after the Michigan Department of Education accepts the final Planning Phase I report.

Report and Comments from WAY Program Representatives

Beth Baker reported that WAY Academy has 260 students enrolled. Current Funding is based on 207 students. State will adjust the amount of State Aid due to WAY Academy in January.

Smith shared a video that captured student's reflection regarding their WAY Academy experience and the difference it is making in their lives.

WAY Program has hired a Pupil Accounting consultant.

Taylor reported that there are no new developments with the Detroit Development Fund monies.

Bauer will check with legal counsel regarding limiting the Board's liability for the organization's indebtedness.

Baker did an interview with Desiree Cooper that aired on "American Graduate".

Note: Treasurer Patrick Irwin arrived. The time was 5:37 p.m.

Review of Budget and Potential Action

The charter requires the Academy to approve an operating budget and to provide transparency in all financial matters. The Board of Directors discussed components of a potential budget.

The following motion was made by LeRoy and seconded by Wong and passed unanimously:

RESOLVED: The Board authorizes Irwin, Bauer and Croxton to work with WAY Program, Taylor and Baker, to develop a draft budget for presentation at the next regular Board Meeting and to take those actions reasonable and necessary to put into place the financial processes .required by the Academy's charter.

Discussion of Payment Procedures for Planning Grant, Phase Two and Implementation Grant

MDE has authorized the Academy to draw on the Planning Grant. The Board discussed establishing policies and/or procedures pursuant to which available funds will be drawn and dispersed.

The President shared that the Walton Family Foundation requested additional information regarding our grant application. We are awaiting notification about next steps in the process. Irwin and Croxton will lead planning for the anticipated Board interview.

Discussion of Retention of Accounting Firm and Potential Action

The Academy is required to retain an accounting firm to audit its accounts for compliance with various legal and other requirements. The Board received a presentation from Ms. Ramona Pearson, the Principal of the Pearson Group. The Board discussed additional firms which may

provide this service for the Academy including Apparatus Solutions and Alan Young and Associates but did not take action to select a firm.

Bauer will check with legal counsel to ascertain the need for a separate accounting firm for The Academy.

Discussion of Board Policy Development

Pursuant to the Board's resolution dated August 6, 2012, the Board's President entered into a contract with the National Charter School Institute (NCSI) to assist the Board in developing policies and administrative procedures. NCSI has agreed that Mr. Glenn Bachman will serve as its liaison to the Board for that purpose.

Taylor, LeRoy and Wong met with Bachman on September 25, 2012 from 5-9 p.m. at WAY Program offices, 369 Main Street, Belleville, 48111 to develop policies and procedures. LeRoy reported that she, Wong, Bachman, Taylor and Baker met to develop legally required policies. The Financial Policies will be developed by WAY Program. When all policies are developed, they will be submitted to Lake Superior State University. Within 45 days, the Policies will be returned to The Academy Board of Directors for approval. Best practices will be developed in mid- winter. LeRoy commended Bachman for his grasp of policy development and the deftness with which he led the process.

Discussion of MASB Board Training

Pursuant to the Board's resolution dated August 6, 2012, the Board's President entered into a contract with the Michigan Association of School Boards (MASB) for Board training, which will be provided by Mr. Errol Goldman on Monday, October 8, 2012 from 5:30 to 8:30 p.m. The Board discussed the agenda for the scheduled MASB Board training.

Adoption of Policy Regarding Bullying

The Board held a policy public hearing. No comments were offered.

The following motion was made by Wong and seconded by Irwin and passed unanimously:

RESOLVED: The Board of Directors approves the attached Policy as presented.

Bachman will provide a final copy to Taylor to be uploaded to MEGS.

Report and Comments from Authorizer

Bachman share affirmation of Errol Goldman as a very knowledgeable subject matter expert.

The Academy's Policy regarding Bullying must be uploaded to MEGS.

Public Comment, on Non-Agenda Items

There were no comments offered.

Comments from and Discussion by Board Members

The Board affirmed its commitment to serving WAY students.

Wong reminded that Bachman suggested that we host a Grand Opening Open House.

Next Meeting

The Board of Directors will meet next on Monday, October 8, 2012, at the WAY Academy at 5:30 p.m. for Board Training. The Board of Directors will meet next at its regular meeting on Monday, November 5, 2012, at the WAY Academy.

Adjournment

The meeting was adjourned at 7:03 p.m.

Minutes of all Board of Directors meetings are available after approval by the Board at the offices of the Board's attorneys, Lusk & Albertson, PLC, 40950 Woodward Avenue, Ste. 350, Bloomfield Hills, Michigan 48304 ((248) 258-2850). Approved minutes will also be posted on the WAY Academy's web site, www.wayprogram.net.

Public notice of this meeting was posted as required by the Open Meetings Act.

-- NOTICE OF POSTING --

**WAY Academy
Board of Directors**

The Board of Directors will hold a

POLICY PUBLIC HEARING

at its regular meeting

Monday, October 1, 2012 at 5:00 p.m.

**WAY Academy
8701 W. Vernor
Detroit, Michigan 48209**

PURPOSE: The Board of Directors will hold a policy public hearing during this meeting allowing discussion of the Revised School Safety Policy (prohibiting bullying) and public comment prior to approval of the policy.

Created by Pam Wong, Board Secretary on Thursday, September 27, 2012 at 10:15 a.m.

**Posted by at WAY Academy by _____ on
_____ at _____ A.M./P.M.**

Emailed to LSSU on Thursday, September 27, 2012 at 10:25 a.m.

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