



APPROVED 8/17/11

GEORGIA CONNECTIONS ACADEMY
MINUTES OF THE BOARD OF DIRECTORS MEETING
Wednesday, July 20, 2011 at 6:00 p.m. ET
Held at the following location (and via teleconference):
Georgia Connections Academy
2763 Meadow Church Road, Suite 208
Duluth, GA 30097

I. Call to Order

Mr. Michell called the meeting to order at 6:02 p.m. when all participants were present and able to hear each other. The school location and phone line were open for the public to attend.

II. Roll Call

Board Members Present at Roll Call: Greg Michell, Steve Julal, Oney Temple, Charlotte Collins, Alisa Hug and Joy Berry (via phone);

Guests Present: Heather Robinson, School Principal (in person); Ted Ochs, Peter Robertson, Barrie Drum, Comaneci Davis Brooken, and Megann Wrisley, Connections Education Staff (via phone).

III. Routine Business

a. Approval of Agenda

Mr. Michell asked the Board to review the Agenda distributed prior to the meeting. The Board added Acceptance of Resignation of Board Member, Stephanie Reid, to the agenda. There being no further changes noted, and no further discussion, Mr. Temple made the following motion and it was seconded by Ms. Hug as follows:

RESOLVED, that the Agenda for the July 20, 2011 Meeting of the Board of Directors of the Georgia Connections Academy, as amended, is hereby approved.

The motion passed unanimously.

Acceptance of Resignation of Board Member, Stephanie Reid

Board members briefly discussed Ms. Reid's resignation letter, received electronically prior to the meeting by members of the Board. There being no further discussion, Dr. Berry made the following motion and it was seconded by Mr. Julal as follows:

RESOLVED, that the Resignation of Board Member, Stephanie Reid, is hereby accepted.

The motion passed unanimously.

IV. Oral Reports

a. Principal's Report

Ms. Robinson provided the Board with an update on the school's planning year activities. She reviewed the training process planned for teachers, as well as the timeline for school opening activities for all staff members. Ms. Robinson further reviewed current enrollment numbers, hiring status per position and facilities build-out information.

b. Financial Report

Mr. Ochs reviewed the recent school expense summary with the Board, as included in the Board materials. He further detailed the expected start-up process for financial reporting once the school opens. Board members discussed the expense summary, as well as the contents of the prospective financial statements.

- i. Amendment to Educational Products and Service Agreement with CA – Mr. Ochs discussed the recently approved State Board of Education (SBOE)'s two-year contract with the school. He advised the Board that the amended language in the school's Educational Products and Services Agreement (EPSA) proposed at this meeting reflects changes requested by Board members following the SBOE's abbreviated contractual term. He further highlighted the language detailing that deficit protection credits will expire either at the conclusion of the charter term, or continue through a charter renewal, though continuing no later than July 15, 2015.

V. Consent Agenda

Mr. Michell asked the Board members whether there were any items from the Consent Items that they wished to have moved to Action Items for discussion, or tabled. Board members briefly discussed changes requested to specific language within Section VII of the Minutes from the June 23, 2011 Meeting, and asked to table the vote on those minutes to the next meeting. There being no additional items requiring removal or further discussion, Dr. Berry made the following motion and it was seconded by Ms. Hug as follows:

RESOLVED, the Consent Items:

- b. Approval of Staffing Report;
- c. Approval of Legal Invoice(s);
- d. Approval to Engage Board Counsel to Review and Update Board Governance and Administrative Policy Manual; and
- e. Approval of Amendment to Educational Products and Services Agreement (EPSA) with Connections Academy of Georgia; are approved.

The motion passed unanimously.

[Mr. Temple left the meeting at 6:20 p.m.]

VI. Action Items

a. Approval of Directors

Ms. Wrisley discussed the current Board composition, as well as the recent Board seat vacancy with Board members. The Board had extensive discussion on its current composition, and expressed their desire to fill the recently vacated seventh Board seat. Board members further discussed specific processes they wished to implement for Board member recruitment, including the preparation of a questionnaire for potential Board members. There being no further discussion, a motion was made by Ms. Hug and seconded by Mr. Julal as follows:

RESOLVED, that recruitment of Board member candidate(s) to fill the recently vacated seventh Director position, is hereby approved.

The motion passed unanimously.

Board members next discussed their intent to renew the terms of the current slate of Directors to the 2012 Annual Meeting. There being no further discussion, Ms. Hug made the following motion and it was seconded by Dr. Berry as follows:

RESOLVED, that the appointments of Greg Michell, Steve Julal, Joy Berry, Alisa Hug, Charlotte Collins and Oney Temple to the Georgia Connections Academy Board of Directors for terms to the 2012 Annual Meeting, are hereby approved.

The motion passed unanimously.

c. Approval of Officers

Ms. Wrisley presented this item to the Board. She indicated that as the Board approval of Officers was tabled from the Annual Meeting in June to this meeting, there was a need for the Board to nominate the President, Vice President, Treasurer and Secretary positions for the 2011-2012 school year. The Board members present had discussion on this item. Nominations were opened for the position of Board President. Greg Michell was nominated for the position of Board President. Mr. Michell requested that his candidacy for this position be withdrawn. Ms. Hug was nominated for the position of Board President. There being no further nominations, a motion was made by Ms. Collins and seconded by Dr. Berry as follows:

RESOLVED, that the appointment of Alisa Hug, for the position of Board President for the 2011-2012 school year, be approved.

The motion was approved unanimously.

Nominations were opened for the position of Board Vice President. Greg Michell was nominated for the position of Board Vice President. There being no further nominations, a motion was made by Dr. Berry and seconded by Mr. Julal as follows:

RESOLVED, that the appointment of Greg Michell for the position of Board Vice President for the 2011-2012 school year, be approved.

The motion passed unanimously.

Nominations were opened for the position of Board Treasurer. Steve Julal was nominated for the position of Board Treasurer. There being no further nominations, a motion was made by Mr. Michell and seconded by Dr. Berry as follows:

RESOLVED, that the appointment of Steve Julal for the position of Board Treasurer for the 2011-2012 school year, be approved.

The motion passed unanimously.

Nominations were opened for the position of Board Secretary. Charlotte Collins was nominated for the position of Board Secretary. There being no further nominations, a motion was made Ms. Hug and seconded by Dr. Berry as follows:

RESOLVED, that the appointment of Charlotte Collins for the position of Board Secretary for the 2011-2012 school year, be approved.

The motion passed unanimously.

Ms. Hug began chairing the meeting at this time.

VI. Information Items

a. Legislative Update

Ms. Drum provided the Board with an update on recent legislative activities that may impact the school.

[Ms. Davis Brooken left the meeting at 6:52 p.m.]

b. Revised Bylaws

Mr. Michell advised Board members that these would be presented at a future meeting.

c. Implementation Grant Updated

Ms. Robinson provided the Board with an update on the revisions being made for the re-submission of the implementation grant application, resulting from feedback received on the previous applications' reviewers. Board members discussed the timeline for re-submission, and the need to appoint a Board member to work with Connections Academy on the re-submission of the application.

There being no further discussion, a motion was made by Dr. Berry and seconded by Ms. Collins as follows:

RESOLVED, that the appointment of Alisa Hug as the Board Designee to work with Connections Academy, and Execute all Necessary Documentation for the Re-Submission of the Implementation Grant Application on Behalf of the Board, is hereby approved.

The motion passed unanimously.

d. Update on 501c3 Application

Ms. Wrisley provided the Board with an update on the current progress of the 501c3 application for the school, including document collection. She advised the Board that preparations for filing had been temporarily on hold pending the charter application decision from the SBOE, and that the application would now be filed within the necessary deadlines. Board members also confirmed Mr. Julal as the previously approved designee to work with Connections Academy and engaged Counsel on the 501c3 application.

VIII. Adjournment and Confirmation of Next Meeting

The next meeting is scheduled for August 16, 201 at 6:00 p.m. A motion was made by Dr. Berry and seconded by Mr. Michell to adjourn the meeting at 7:01 p.m.