



APPROVED 01/11/16

**Indiana Connections Academy (INCA)
MINUTES OF THE BOARD OF DIRECTORS SPECIAL MEETING
Friday, December 4, 2015 at 8:30 a.m.**

**Held at the following location and via teleconference:
6640 Intech Boulevard, Suite 250
Indianapolis, IN 46278**

I. Call to Order

Ms. Taylor called the meeting to order at 8:41 a.m. when all participants were present and able to hear each other. The meeting location was open to the public to attend.

II. Roll Call

Board Members Present In Person: Stacy Taylor, Robbie Rhinesmith and Richard Ellery (in person);

Board Members Absent: Erika Wise;

Guests Present: Melissa Brown, School Leader; Wayne Turner and Mike Limrick, Hoover, Hull and Turner, LLP; Chris Gibson, Connections Consultant; Susan Stagner, Connections staff (in person); Allison Reaves and Laura Coleman, Connections staff (via phone).

III. Public Comment

There were no public comments at this time.

IV. Routine Business

a. Approval of Agenda

Ms. Taylor asked the Board to review the Agenda distributed prior to the meeting. There being no changes noted, a motion was made and seconded as follows:

RESOLVED, that the Agenda for the December 4, 2015 special meeting of the Board of Directors of Indiana Connections Academy, as presented, is hereby approved.

The motion passed unanimously.

V. Action Items

- a. Review and Consideration of Resolutions Regarding Litigation Discussed During Executive Session
 - i. Adoption of Resolution to Authorize Initiation of Litigation Matters Pertaining to Unpaid State Tuition Support and Related Student Funding for Educational Services Provided by INCA to INCA Students Served Prior to July 1, 2013

Ms. Taylor reminded the Board of the discussion on this matter during the Executive Session held immediately prior to this meeting and publicly posted separately. There being no further discussion, a motion was made and seconded as follows:

RESOLVED, that the Resolution to authorize initiation of litigation matters pertaining to unpaid state tuition support and related student funding for Educational Services Provided by INCA to INCA students served prior to July 1, 2013, as discussed, is hereby adopted.

The motion passed unanimously.

- ii. Adoption of Resolution to Authorize the Retention of Legal Services to Represent INCA in Litigation Matters Pertaining to the Unpaid State Tuition Support and Related Student Funding for Educational Services Provided by INCA to INCA Students Served Prior to July 1, 2013

Ms. Taylor again reminded the Board of Executive Session discussion. There being no further discussion, a motion was made and seconded as follows:

RESOLVED, that Resolution to authorize the retention of legal services, Hoover, Hull and Turner, LLP, to represent INCA in litigation matters pertaining to the unpaid state tuition support and related student funding for Educational Services Provided by INCA to INCA students served prior to July 1, 2013, as discussed, is hereby adopted.

The motion passed unanimously.

- iii. Adoption of Resolution to Authorize Board President as Board Designee to work with Special Legal Counsel for Decision Making on Litigation Matters Pertaining to the Unpaid State Tuition Support and Related Student Funding for Educational Services Provided by INCA to INCA Students Served Prior to July 1, 2013

The Board discussed the advantages of a second Board Designee and who would best serve the Board and school in this role. Mr. Rhinesmith volunteered to be the second Board Designee dedicated to this matter. There being no further discussion, a motion was made and seconded as follows:

RESOLVED, that resolution to authorize Board President and Board Treasurer as Board Designees to work with special legal counsel for decision making on litigation matters pertaining to the unpaid state tuition support and related student funding for Educational Services Provided by INCA to INCA Students Served Prior to July 1, 2013, as discussed, is hereby adopted.

The motion passed unanimously.

VI. Adjournment and Confirmation of Next Meeting - Monday, January 11, 2016 at 4:30 p.m. ET

The next meeting is scheduled for January 11, 2016 at 4:30 p.m. A motion was made and seconded to adjourn the meeting at 8:42 a.m. The motion passed unanimously.