



APPROVED 1/24/14
Maine Connections Academy, Inc. (MCA)
MINUTES OF THE BOARD OF DIRECTORS MEETING

Monday, November 19, 2013 at 9:00 a.m.

Held via teleconference:
800-747-5150, access code 332-2815#

I. Call to Order and Roll Call

Ms. Volk called the meeting to order at 10:08 a.m. The meeting was open to the public.

Board Members Present: Amy Volk, Carol Weston, Nick McGee, Amy Linscott and Julie Hannon;

Board Members Absent: Peter Bouchard;

Guests: Lyn McCullen and David Schmidt, Connections staff (in person); Pat Laystrom, Marci Carter and Heather Woodward, Connections staff (via phone).

II. Routine Business

The Board asked to add the Removal of Board Member Peter Bouchard to the agenda. All Board members present were in support of this removal due to him not being in attendance at several of the Board's meetings. There being no discussion, a motion was made and seconded as follows:

RESOLVED, that the removal of Board member Peter Bouchard, effective immediately, is hereby approved.

The motion passed unanimously.

a. Approval of Agenda

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

RESOLVED, that the Agenda for the November 19, 2013 Maine Connections Academy, Inc. Board Meeting, as presented, is hereby approved.

The motion passed unanimously.

III. Oral Reports

a. Update on Charter Application and Timeline

This item will be provided later in the meeting.

IV. Consent Items

Ms. Volk asked the Board members whether any items from the Consent Items should be moved to Action Items for discussion, or tabled. There being no items moved, a motion was made and seconded as follows:

RESOLVED, that the Consent Items:

- a. Approval of Minutes from the July 22, 2013 Board Meeting; and
- b. Approval of Minutes from the September 23, 2013 Board Meeting; are hereby approved.

The motion passed unanimously.

V. Action Items

- a. Approval of Board Secretary

Ms. Woodward presented this item to the Board. She reviewed with the Board the Board Secretary position as set out in the Bylaws. She advised the Board that the position would be for a term until the Annual Meeting 2014. Nominations were opened for the position of Board Secretary. Amy Linscott was nominated for the position of Board secretary. There being no further nominations and no further discussion, the following motion was made and seconded as follows:

RESOLVED, that the appointment of Amy Linscott, for the position of Board Secretary for a term ending at the Annual Meeting 2014, hereby be approved.

The motion passed unanimously.

- b. Approval of the Board Designee to Submit Charter Application and All Other Charter Related Correspondence on Behalf of the Board

Ms. Laystrom reviewed the desire for Connections to work with a Board Designee on finalizing and submitting the Charter application on behalf of the Board. The Board discussed who would be best to work with Connection as the Board's Designee. Ms. Volk offered to work with Connections in this capacity, and the Board was supportive of the designation. There being no further discussion, a motion was made and seconded as follows:

RESOLVED, that Amy Volk as the Board Designee to submit Charter application and all other Charter related correspondence on behalf of the Board, as discussed, is hereby approved.

The motion passed unanimously.

[Ms. Hannon and Mr. Schmidt joined the meeting at 10:21 a.m.]

VI. Information Items

a. Update on Board Counsel Engagement

Ms. Weston presented this item to the Board. She reminded the Board of their prior action authorizing her engagement of Board Counsel. Ms. Weston reviewed the Board Counsel information for John Larouche contained in the Board materials. The Board was reminded that the firm will work solely for the Board and school and give advice in regards to items keeping the best interests of the school in mind. The Board was supportive of moving forward with the engagement of Board Counsel.

Update on Charter Application and Timeline

Ms. McCullen provided the Board with an update on the charter application. She noted that the application is much more extensive than previous applications and is approximately 95% complete. Ms. McCullen noted that Board Counsel will be reviewing the application and she discussed the timeline for submission.

VII. Adjournment and Next Meeting at the Call of the Chair

Ms. Volk noted that the Board was at the end of its agenda and that the next meeting was scheduled to be held at the call of the Board Chair. At 10:34 a.m. the Board made and seconded the following motion:

RESOLVED, that the adjournment of the Maine Connections Academy, Inc. November 19, 2013 Board meeting, is hereby approved.

The motion was approved unanimously.