



MINUTES
FOR REGULAR MEETING
OF THE BOARD OF TRUSTEES
OF GRAND VALLEY STATE UNIVERSITY

The second meeting in 2014 of the Board of Trustees of Grand Valley State University was held on the 2nd Floor, Russel H. Kirkhof Center, on the Allendale Campus of Grand Valley State University on Wednesday, April 30, 2014.

The following members of the Board were present:

David S. Hooker
John C. Kennedy
Mary L. Kramer
Shelley E. Padnos, Chair
John G. Russell
Michael D. Thomas, Vice Chair
David L. Way
Kate Pew Wolters
Thomas J. Haas, President, Ex Officio

The following Executive and Board officers were present:

Jeanne J. Arnold, Vice President for Inclusion and Equity
Jim Bachmeier, Vice President for Finance and Administration,
and Treasurer, Board of Trustees
Thomas A. Butcher, University Counsel
Gayle R. Davis, Provost and Vice President for Academic and Student Affairs
Teri L. Losey, Executive Associate to the President and Secretary, Board of Trustees
Karen Loth, Vice President for Development
Matthew E. McLogan, Vice President for University Relations

The meeting was called to order at 11 a.m.

I. SECRETARY'S REPORT

14-2-1 (1) Approval of Minutes of Prior Meeting

On motion by Mr. Thomas and second by Mr. Russell, the following resolution was adopted unanimously:

RESOLVED, that the minutes of the meeting, held February 14, 2014, are approved as distributed.

14-2-2 (2) Motion to Adopt Agenda

On motion by Mrs. Wolters and second by Mr. Russell, the following resolution was adopted unanimously:

RESOLVED, that the Board of Trustees agenda for the April 30, 2014, meeting is approved as distributed.

14-2-3 (3) Committee to Nominate Board Officers

The Board Chair has identified the following trustees to serve on the Nominating Committee.

Shelley Padnos
Michael Thomas
Kate Pew Wolters

The Board of Trustees will receive a report from the Nominating Committee and will elect officers at its July 11, 2014 meeting.

14-2-4 (4) Personnel Actions

On motion by Mr. Russell and second by Mr. Hooker, the following resolution was adopted unanimously:

RESOLVED, that the Board of Trustees approves the personnel actions as reported at this meeting.

II. GENERAL REPORTS

14-2-5 (5) Development Division Report

On motion by Mrs. Wolters and second by Ms. Kramer, the following resolution was adopted unanimously:

RESOLVED, that the Board of Trustees gratefully accepts the gifts and pledge payments of \$1,688,866.54 from the University presented at this meeting for January 1, 2014 through March 31, 2014.

II. GENERAL REPORTS cont'd.

- 14-2-6 (6) Chemistry – Discontinue BA Program
- On motion by Mr. Hooker and second by Mrs. Wolters, the following resolution was adopted unanimously:
- RESOLVED, that the Board of Trustees approve the changes to Chapter 3, Section C.1, Undergraduate Degree Programs, of the *Administrative Manual* to delete the BA in Chemistry Program
- 14-2-7 (7) Bachelor of Science in Biochemistry Proposal
- On motion by Mr. Hooker and second by Mrs. Wolters, the following resolution was adopted unanimously:
- RESOLVED, that the Board of Trustees approve the changes to Chapter 3, Section C.1, Undergraduate Degree Programs, of the *Administrative Manual* to include the Biochemistry program.
- 14-2-8 (8) Management Majors Proposal
- On motion by Mr. Hooker and second by Mrs. Wolters, the following resolution was adopted unanimously:
- RESOLVED, that the Board of Trustees approve the changes to Chapter 3, Section C.1, Undergraduate Degree Programs, of the *Administrative Manual* to include the General Management, Human Resources Management, and Operations Management programs.
- 14-2-9 (9) Master of Philanthropy and Nonprofit Leadership Proposal
- On motion by Mr. Hooker and second by Mrs. Wolters, the following resolution was adopted unanimously:
- RESOLVED, that the Board of Trustees approve the changes to Chapter 3, Section A, Grand Valley State University, and Section C.2, Graduate Degree Programs, of the *Administrative Manual* to add the MPNL Master of Philanthropy and Nonprofit Leadership program.
- 14-2-10 (10) Revisions to *Administrative Manual* Chapter 3, Section B.4 –Academic Governance
- On motion by Mr. Hooker and second by Mrs. Wolters, the following resolution was adopted unanimously:
- RESOLVED, that the Board of Trustees approve the changes to Chapter 3, Section B.4, Academic Governance, of the *Administrative Manual* as presented at this meeting.

II. GENERAL REPORTS cont'd.

- 14-2-11 (11) Revisions to *Administrative Manual* Chapter 4, Section 6 - Clerical, Office and Technical Staff and Section 9 – Confidential Clerical Staff and Chapter 6, Section Q – Authorization to Approve Collective Bargaining Agreements

On motion by Mr. Hooker and second by Mrs. Wolters, the following resolution was adopted unanimously:

RESOLVED, that the Board of Trustees approve the changes to Chapter 4, Section 6, Clerical, Office and Technical Staff and Section 9, Confidential Clerical Staff and due to name changes for these employee groups, the addition of Chapter 6, Section Q, of the *Administrative Manual* as presented at this meeting.

- 14-2-12 (12) 2014-2015 Endowment Fund Spending Rates

On motion by Mr. Kennedy and second by Mr. Russell, the following resolution was adopted unanimously:

RESOLVED, that the Board of Trustees approves the 2014-2015 Endowment Fund Spending Rates as presented at this meeting.

- 14-2-13 (13) 2014-2015 Auxiliary Operating Budgets

On motion by Mr. Kennedy and second by Mr. Russell, the following resolution was adopted unanimously:

RESOLVED, that the Board of Trustees approves the 2014-2015 Auxiliary Operating Budgets as presented at this meeting.

- 14-2-14 (14) GVSU Science Laboratory, Classroom and Office Building – State Building Authority Financial Documents

On motion by Mr. Kennedy and second by Mr. Russell, the following resolution was adopted unanimously:

RESOLVED, that the Board of Trustees approves the Allendale Classroom/Labs Building form resolution and certain other documents as required by the State Building Authority as part of the transaction and financing process.

II. GENERAL REPORTS cont'd.

RESOLUTION OF THE BOARD OF CONTROL OF
GRAND VALLEY STATE UNIVERSITY
APPROVING A CONSTRUCTION AND COMPLETION
ASSURANCE AGREEMENT, A CONVEYANCE OF
PROPERTY, A LEASE AND AN EASEMENT AGREEMENT,
IF NECESSARY, FOR THE GRAND VALLEY STATE UNIVERSITY
SCIENCE LABORATORY, CLASSROOM AND OFFICE BUILDING

A RESOLUTION of the Board of Control of Grand Valley State University (i) approving (a) a form of construction and completion assurance agreement (the "Construction Agreement"), by and among the State Building Authority (the "Authority"), the State of Michigan (the "State") and Grand Valley State University, a Michigan constitutional body corporate (the "Educational Institution"), providing for the rights, duties and obligations of the Authority, the State and the Educational Institution with respect to the Educational Institution's Science Laboratory, Classroom and Office Building and the site therefor (the "Facility") during the construction, renovation and/or equipping of the Facility and prior to the conveyance of the Facility to the Authority, (b) the conveyance of the Facility to the Authority, (c) a lease (the "Lease"), by and among the Authority, the Educational Institution and the State, for the purpose of leasing the Facility to the State and the Educational Institution and (d) an easement agreement (the "Easement Agreement") between the Authority and the Educational Institution, if necessary in connection with the entering into of the Lease, and (ii) providing for other matters related thereto.

WHEREAS, the Authority has been incorporated under and pursuant to the provisions of Act No. 183, Public Acts of Michigan, 1964, as amended ("Act 183"), for the purpose of acquiring, constructing, furnishing, equipping, owning, improving, enlarging, operating, mortgaging and maintaining buildings, necessary parking structures or lots and facilities, and sites therefor, for the use of the State, including institutions of higher education created pursuant to Section 4, 5, 6 or 7 of Article 8 of the Michigan Constitution of 1963 (the "State Constitution"), or any of its agencies; and

WHEREAS, the Educational Institution has been maintained and created pursuant to Sections 4 and 6 of Article 8 of the State Constitution; and

WHEREAS, the State and the Educational Institution desire that the Authority finance the acquisition, construction, renovation and/or equipping of the Facility in consideration of (i) the Educational Institution granting a license to the Authority to enter upon the site of the Facility (the "Site") in order to undertake such construction, renovation and/or equipping, (ii) the Educational Institution undertaking on behalf of the Authority the oversight of such construction, renovation and/or equipping and (iii) the Educational Institution conveying the Facility to the Authority on or prior to the date of its

II. GENERAL REPORTS cont'd.

completion, and the Authority is willing to provide such financing in consideration of the items described above; and

WHEREAS, in accordance with the Construction Agreement, the State and the Educational Institution desire that the Authority acquire the Facility on or prior to the date of its completion, and lease the same to the State and the Educational Institution, and the Authority is willing to acquire the Facility and lease the same to the State and the Educational Institution; and

WHEREAS, the Site is presently owned by the Educational Institution, the Facility will be constructed by the Educational Institution on behalf of the Authority, and it is intended that the Site and the Facility be conveyed to the Authority by the Educational Institution; and

WHEREAS, the acquisition of the Facility by the Authority for use by and lease to the Educational Institution and the State is necessary in order for the State and the Educational Institution to carry out necessary governmental functions and to provide necessary services to the people of the State as mandated or permitted by constitution and law, and the use of Act 183 to accomplish such acquisition represents the most practical means to that end at the lowest cost to the State and the Educational Institution; and

WHEREAS, Section 7 of Act 183 provides that the Lease shall be approved by the Authority, by the State Administrative Board of the State and as provided in an appropriations act and if the Lease is for an institution of higher education existing or created pursuant to Section 4, 5, 6 or 7 of Article 8 of the State Constitution, then in addition, the Lease shall be authorized by the institution of higher education and signed by its authorized officers and, accordingly, it is necessary that the Educational Institution authorize and approve the Lease; and

WHEREAS, if it is determined that (i) the Authority will require an easement from a public road to the Facility over real property owned by the Educational Institution so that the Authority has access to the Facility, (ii) the Educational Institution will require for future use certain easements through the Facility, (iii) the Authority and the Educational Institution will require an agreement to share a common structural wall or (iv) the Authority will require an easement over real property owned by the Educational Institution so that the Authority has sufficient parking available in connection with the reasonable use of the Facility, then in order to meet any such requirement, it may be necessary for authorized officers of the Educational Institution to approve an Easement Agreement to provide for such easements or the sharing of a common structural wall, as the case may be;

II. GENERAL REPORTS cont'd.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF CONTROL OF THE EDUCATIONAL INSTITUTION THAT:

1. The plans for the Facility, as filed with the Educational Institution, are hereby approved.
2. The Educational Institution hereby authorizes and approves the Construction Agreement in substantially the form attached as Exhibit A, and any of the then seated officers of the Educational Institution: the President, the Secretary, the Treasurer and the Assistant Treasurer is hereby authorized and directed to execute and deliver, at the appropriate time, the Construction Agreement in substantially the form attached as Exhibit A for and on behalf of the Educational Institution. Either of these officers is hereby authorized to approve such changes in and modifications to the Construction Agreement as do not materially adversely affect the Educational Institution.
3. The conveyance of the Site and the Facility to the Authority in accordance with the Construction Agreement is hereby approved, and any of the then seated officers of the Educational Institution: the President, the Secretary, the Treasurer and the Assistant Treasurer is hereby authorized and directed to execute and deliver a warranty deed in substantially the form attached as Exhibit B and bills of sale to accomplish such conveyance in such form as may be from time to time approved by such officers.
4. The Educational Institution hereby authorizes and approves the Lease in substantially the form attached as Exhibit C, and any of the then seated officers of the Educational Institution: the President, the Secretary, the Treasurer and the Assistant Treasurer is hereby authorized and directed to execute and deliver the Lease in accordance with the Construction Agreement and in substantially the form attached as Exhibit C for and on behalf of the Educational Institution and such officers are hereby designated as authorized officers of the Educational Institution for purposes of Section 7 of Act 183. Any of those officers is hereby authorized to approve such changes in and modifications to the Lease as do not materially alter the substance and intent thereof as expressed in the Lease and the request for action submitted to the Board of Control in connection therewith; provided such officers are not hereby authorized to approve a change in the Lease with respect to the range of rental, the description of the Facility or the material financial obligations of the Educational Institution contained in the Lease approved herein. The Educational Institution hereby determines that the maximum rental in the amount described below is reasonable and any authorized officer is hereby authorized to approve in the Lease, as executed, rental in annual amounts

II. GENERAL REPORTS cont'd.

determined by the final appraisal of "True Rental," but not exceeding \$2,690,000 in any 12-month period and a lease term of not exceeding 40 years.

5. If in connection with the entering into of the Lease, any of the following then seated officers of the Educational Institution: the President, the Secretary, the Treasurer and the Assistant Treasurer determines that (i) the Authority will require an easement from a public road to the Facility over real property owned by the Educational Institution so that the Authority has access to the Facility, (ii) the Educational Institution will require for future use certain easements through the Facility, (iii) the Authority and the Educational Institution will require an agreement to share a common structural wall or (iv) the Authority will require an easement over real property owned by the Educational Institution so that the Authority has sufficient parking available in connection with the reasonable use of the Facility, then such officers are hereby authorized and directed to execute and deliver an Easement Agreement if necessary in order to meet any such requirement.
6. Any of the following then seated officers of the Educational Institution: the President, the Secretary, the Treasurer and the Assistant Treasurer is hereby severally authorized and directed to take or cause to be taken all other actions, including, without limitation, making requests of and approving requests from the Authority and the State and signing certificates, documents or other instruments, each on behalf of the Educational Institution, as they deem necessary or desirable under the circumstances to accomplish the purposes of the transactions authorized in this Resolution.
7. The Educational Institution further confirms its obligations to perform the duties and obligations specified in the Construction Agreement (only upon its execution by an authorized officer of the Educational Institution) and the Lease (only upon its execution by an authorized officer of the Educational Institution) and acknowledges that such obligations do not depend upon passage of title to the Facility to the Educational Institution without consideration upon termination of the Lease. The Educational Institution hereby recognizes that it would execute and deliver the Lease even if title to the Facility would not pass upon termination of the Lease.
8. The Educational Institution recognizes that the Authority shall pay for costs of the Facility in an amount not in excess of \$29,999,800.
9. All ordinances, resolutions and orders or parts thereof in conflict with the provisions of this Resolution are, to the extent of such conflict, hereby repealed.

II. GENERAL REPORTS cont'd.

10. This Resolution shall be effective immediately upon its adoption

14-2-15 (15) Grand Rapids Property Acquisition

On motion by Mr. Kennedy and second by Mr. Russell, the following resolution was adopted unanimously:

RESOLVED, that the Board of Trustees of Grand Valley State University authorizes the purchase of real estate (Parcel #41-13-25-376-006) from Worthen Industries, Inc. for the price of \$950,000, exclusive of closing costs, subject to the terms and conditions acceptable to the President.

FURTHER RESOLVED, that the Board authorizes the Treasurer and Assistant Treasurer to execute any and all documents to effectuate the transaction and that the source of funds for the acquisition of the property shall be the Campus Development Fund.

14-2-16 (16) Strategic Planning Update

14-2-17 (17) Charter Schools Report

On motion by Mr. Hooker and second by Mr. Kennedy, the following resolution was adopted unanimously:

Termination of Charter Contract- Escuela Avancemos!

WHEREAS, the Board of Trustees, at its meeting on April 27, 2012, issued a charter contract (the "Contract") authorizing Escuela Avancemos! to organize and operate as a public school academy; and

WHEREAS, pursuant to Section 10.2 of the Contract, the Board of Trustees may terminate the Contract by notifying the Academy Board by providing a certified resolution of the Board of Trustees' decision to terminate the Contract;

NOW, THEREFORE, BE IT RESOLVED, that the Board of Trustees, pursuant to Section 10.2 of the Charter Contract dated July 1, 2012, between the University Board and the Board of Directors of Escuela Avancemos!, shall exercise its right to terminate the Contract ten (10) months from the date that the Academy Board receives notice of this resolution.

FURTHER RESOLVED, that the Board of Trustees directs the Charter Schools Office Director to prepare a schedule for the dissolution of the Academy (the "Dissolution Schedule") and to send it to the Academy. The Dissolution Schedule shall provide that the Academy must begin winding-up immediately following the Academy's final state school aid payment for the 2013-2014 academic year, and in no case shall winding-up begin later than

II. GENERAL REPORTS cont'd.

August 31, 2014. The Dissolution Schedule shall also require that the Academy's dissolution be completed no later than 10 months from the date on which the Academy receives notices of this Resolution. The Dissolution Schedules shall include, but is not limited to, provisions for the liquidation of assets, payment of, or providing for the payment of, all the Academy's liabilities, and transference of the corporate assets, if any, to the Board of Trustees for submission to the State of Michigan.

Authorization of Cornerstone Jefferson-Douglass Academy 6a Contract

On motion by Mr. Hooker and second by Mrs. Wolters, the following resolution was adopted unanimously:

WHEREAS, the Michigan Legislature has provided for the establishment of public school academies as part of the Michigan public school system by enacting Act No. 362 of the Public Acts of 1993; and

WHEREAS, according to this legislation, the Grand Valley State University Board of Trustees (the "Board of Trustees"), as the governing body of a state public university, is an authorizing body empowered to issue contracts to organize and operate public school academies; and

WHEREAS, the Michigan Legislature has mandated that public school academy contracts be issued on a competitive basis taking into consideration the resources available for the proposed public school academy, the population to be served by the proposed public school academy, and the educational goals to be achieved by the proposed public school academy; and

WHEREAS, the Grand Valley State University Board of Trustees, having requested applications for organizing public school academies and having reviewed the applications according to the provisions set forth by the Michigan Legislature;

NOW, THEREFORE, BE IT RESOLVED:

1. That the application for Cornerstone Jefferson-Douglass Academy ("Academy"), located at 17320 Rosemont Avenue, Detroit, MI 48219, submitted under Section 502 of the Revised School Code, meets the Board of Trustees' requirements and the requirements of applicable law, is therefore approved;
2. That the Board of Trustees establishes the method of selection, length of term and number of members of the Academy's Board of Directors as follows:

II. GENERAL REPORTS cont'd.

Method of Selection and Appointment of Academy Board Members:

- a. Initial Academy Board Member Nominations and Appointments: As part of the public school academy application, the public school academy applicant shall propose to the Director of the University Charter Schools Office (“Director”), the names of proposed individuals to serve on the initial board of directors of the proposed public school academy. When the Director recommends an initial contract for approval to the Board of Trustees, he/she shall include recommendations for initial Academy Board members. These recommendations may, but are not required to, include individuals proposed by the public school academy applicant. To be considered for appointment, the nominees must have completed the required board member candidate application materials, including at least (i) the Academy Board Member Questionnaire prescribed by the University Charter Schools Office; and (ii) the Criminal Background Check Report prescribed by the University Charter Schools Office.
- b. Subsequent Academy Board Member Nominations and Appointments: Except as provided in paragraph (2) below, the Academy Board may nominate individuals for subsequent Academy Board of Director positions. As part of the appointment process, the Academy Board may submit to the Director: (i) the name of the nominee; (ii) the board member candidate application materials identified in paragraph (a) above; and (iii) a copy of the Academy Board nominating resolution. The Director may or may not recommend the proposed nominee submitted by the Academy Board. If the Director does not recommend a nominee submitted by the Academy Board, the Director shall select a nominee and forward that recommendation to the Board of Trustees for appointment. The Board of Trustees shall have the sole and exclusive right to appoint members to the Academy Board.
- c. Exigent Appointments: When the Director determines an “exigent condition” exists which requires him/her to make an appointment to a public school academy’s board of directors, the Director, with University President approval, may immediately appoint a person to serve as a public school academy board member for the time specified, but not longer than the next meeting held by the Board of Trustees when a regular appointment may be made by the Board of Trustees. The Director shall make the appointment in writing and notify the public school academy’s board of directors of the appointment. Exigent conditions include, but are not limited to

when an Academy Board seat is vacant, when a Academy Board cannot reach a quorum, when the Board of Trustees determines that an Academy Board member's service is no longer required, when an Academy Board member is removed, when an Academy Board fails to fill a vacancy, or other reasons which would prohibit the Academy Board from taking action without such an appointment.

3. Qualifications of Academy Board Members: To be qualified to serve on the Academy Board, a person shall: (a) be a citizen of the United States; (b) reside in the State of Michigan; (c) submit all materials requested by the GVSU Charter Schools Office including, but not limited to, a GVSU Academy Board Member Questionnaire and a release for criminal history background check; (d) not be an employee of the Academy; (e) not be a director, officer, or employee of a company or other entity that contracts with the Academy; and (f) not be an employee or representative of GVSU or be a member of the Board of Trustees.
4. Oath /Acceptance of Office / Voting Rights: Following appointment by the Board of Trustees, Academy Board Appointees may begin their legal duties, including the right to vote, after they have signed an Acceptance of Public Office form and taken the Oath or Affirmation of Public Office administered by a member of the Academy Board, other public official or notary public.
5. Length of Term; Removal: An appointed Academy Board member is an "at will" board member who shall serve at the pleasure of the Board of Trustees for a term of office not to exceed three (3) years. Regardless of the length of term, terms shall end on June 30 of the final year of service, unless shorter due to other provisions of this resolution. A person appointed to serve as an Academy Board member may be reappointed to serve additional terms. When an Academy Board member is appointed to complete the term of service of another Academy Board member, their service ends at the end of the previous Academy Board member's term.

If the Board of Trustees determines that an Academy Board member's service in office is no longer required, then the Board of Trustees may remove an Academy board member with or without cause and shall specify the date when the Academy Board member's service ends. An Academy Board member may be removed from office by a two-thirds (2/3) vote of the Academy's Board for cause.

6. Resignations: A member of the Academy Board may resign from office by submitting a written resignation or by notifying the Director. The resignation is effective upon receipt by the Director, unless a later date is specified in the resignation. A written notice of resignation is not required. If no such written notification is provided, then the

II. GENERAL REPORTS cont'd.

Director shall confirm a resignation in writing. The resignation shall be effective upon the date the Director sends confirmation to the resigning Academy Board member.

7. Vacancy: An Academy Board position shall be considered vacant when an Academy Board member:

- a. Resigns
- b. Dies
- c. Is removed from Office
- d. Is convicted of a felony
- e. Ceases to be qualified
- f. Is incapacitated

8. Filling a Vacancy: The Academy Board may nominate and the Director shall recommend or temporarily appoint persons to fill a vacancy as outlined in the “Subsequent Appointments” and “Exigent Appointments” procedures in this resolution.

9. Number of Academy Board Member Positions: The number of member positions of the Academy Board of Directors shall be five (5), seven (7) or nine (9), as determined from time to time by the Academy Board.

10. Quorum: In order to legally transact business the Academy Board shall have a quorum physically present at a duly called meeting of the Academy Board. A “quorum” shall be defined as follows:

# of Academy Board positions	# required for Quorum
Five (5)	Three (3)
Seven (7)	Four (4)
Nine (9)	Five (5)

11. Manner of Acting: The Academy Board shall be considered to have “acted,” when a duly called meeting of the Academy Board has a quorum present and the number of board members voting in favor of an action is as follows:

# of Academy Board positions	# for Quorum	# required to act
Five (5)	Three (3)	Three (3)
Seven (7)	Four (4)	Four (4)
Nine (9)	Five (5)	Five (5)

II. GENERAL REPORTS cont'd.

12. Initial Members of the Board of Directors: The Grand Valley State University Board of Trustees appoints the following persons to serve as the initial members of the Academy's Board of Directors for the designated term of office set forth below:

Yvette Bing	1 year term expiring June 30, 2015
Bill Brazier	2 year term expiring June 30, 2016
Roger DeMeyere	3 year term expiring June 30, 2017

13. The Board of Trustees approves and authorizes the execution of a contract to charter a public school academy to the Academy and authorizes the University President or designee to issue a contract to charter a public school academy and related documents ("Contract") to the Academy, provided that, before execution of the Contract, the University President or designee affirms that all terms of the contract have been agreed upon and the Academy is able to comply with all terms and conditions of the Contract and Applicable Law. This resolution shall be incorporated in and made part of the Contract.
14. Within ten days after the Board of Trustees issues the Contract, the Director will submit the Contract to the Michigan Department of Education. Pursuant to the State School Aid Act of 1979, the Michigan Department of Education shall, within thirty days after the Contract is submitted to the Michigan Department of Education, issue a district code number to each public school academy that is authorized under the Revised School Code and is eligible to receive funding under the State School Aid Act. By approving and issuing the Contract, the Board of Trustees is not responsible for the Michigan Department of Education's issuance or non-issuance of a district code number. As a condition precedent to the Board of Trustees' issuance of the Contract, the Applicant, the Academy and the Academy's Board of Directors shall acknowledge and agree that the Board of Trustees, Grand Valley State University, its officers, employees and agents are not responsible for any action taken by the Academy in reliance upon the Michigan Department of Education's issuance of a district code number to the Academy, or for any Michigan Department of Education's decision resulting in the non-issuance of a district code number to the Academy.

Authorization of Covenant House Academy Muskegon 6a Contract

WHEREAS, the Michigan Legislature has provided for the establishment of public school academies as part of the Michigan public school system by enacting Act No. 362 of the Public Acts of 1993; and

WHEREAS, according to this legislation, the Grand Valley State University Board of Trustees (the "Board of Trustees"), as the governing body of a state

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public university, is an authorizing body empowered to issue contracts to organize and operate public school academies; and

WHEREAS, the Michigan Legislature has mandated that public school academy contracts be issued on a competitive basis taking into consideration the resources available for the proposed public school academy, the population to be served by the proposed public school academy, and the educational goals to be achieved by the proposed public school academy; and

WHEREAS, the Grand Valley State University Board of Trustees, having requested applications for organizing public school academies and having reviewed the applications according to the provisions set forth by the Michigan Legislature;

NOW, THEREFORE, BE IT RESOLVED:

1. That the application for Covenant House Academy Muskegon ("Academy"), located at 125 Catherine Avenue, Muskegon, MI 49442, submitted under Section 502 of the Revised School Code, meets the Board of Trustees' requirements and the requirements of applicable law, is therefore approved;
2. That the Board of Trustees establishes the method of selection, length of term and number of members of the Academy's Board of Directors as follows:

Method of Selection and Appointment of Academy Board Members:

- a. Initial Academy Board Member Nominations and Appointments: As part of the public school academy application, the public school academy applicant shall propose to the Director of the University Charter Schools Office ("Director"), the names of proposed individuals to serve on the initial board of directors of the proposed public school academy. When the Director recommends an initial contract for approval to the Board of Trustees, he/she shall include recommendations for initial Academy Board members. These recommendations may, but are not required to, include individuals proposed by the public school academy applicant. To be considered for appointment, the nominees must have completed the required board member candidate application materials, including at least (i) the Academy Board Member Questionnaire prescribed by the University Charter Schools Office; and (ii) the Criminal Background Check Report prescribed by the University Charter Schools Office.

II. GENERAL REPORTS cont'd.

- b. Subsequent Academy Board Member Nominations and Appointments: Except as provided in paragraph (2) below, the Academy Board may nominate individuals for subsequent Academy Board of Director positions. As part of the appointment process, the Academy Board may submit to the Director: (i) the name of the nominee; (ii) the board member candidate application materials identified in paragraph (a) above; and (iii) a copy of the Academy Board nominating resolution. The Director may or may not recommend the proposed nominee submitted by the Academy Board. If the Director does not recommend a nominee submitted by the Academy Board, the Director shall select a nominee and forward that recommendation to the Board of Trustees for appointment. The Board of Trustees shall have the sole and exclusive right to appoint members to the Academy Board.
 - c. Exigent Appointments: When the Director determines an “exigent condition” exists which requires him/her to make an appointment to a public school academy’s board of directors, the Director, with University President approval, may immediately appoint a person to serve as a public school academy board member for the time specified, but not longer than the next meeting held by the Board of Trustees when a regular appointment may be made by the Board of Trustees. The Director shall make the appointment in writing and notify the public school academy’s board of directors of the appointment. Exigent conditions include, but are not limited to when an Academy Board seat is vacant, when a Academy Board cannot reach a quorum, when the Board of Trustees determines that an Academy Board member’s service is no longer required, when an Academy Board member is removed, when an Academy Board fails to fill a vacancy, or other reasons which would prohibit the Academy Board from taking action without such an appointment.
3. Qualifications of Academy Board Members: To be qualified to serve on the Academy Board, a person shall: (a) be a citizen of the United States; (b) reside in the State of Michigan; (c) submit all materials requested by the GVSU Charter Schools Office including, but not limited to, a GVSU Academy Board Member Questionnaire and a release for criminal history background check; (d) not be an employee of the Academy; (e) not be a director, officer, or employee of a company or other entity that contracts with the Academy; and (f) not be an employee or representative of GVSU or be a member of the Board of Trustees.

II. GENERAL REPORTS cont'd.

4. Oath /Acceptance of Office / Voting Rights: Following appointment by the Board of Trustees, Academy Board Appointees may begin their legal duties, including the right to vote, after they have signed an Acceptance of Public Office form and taken the Oath or Affirmation of Public Office administered by a member of the Academy Board, other public official or notary public.
5. Length of Term; Removal: An appointed Academy Board member is an “at will” board member who shall serve at the pleasure of the Board of Trustees for a term of office not to exceed three (3) years. Regardless of the length of term, terms shall end on June 30 of the final year of service, unless shorter due to other provisions of this resolution. A person appointed to serve as an Academy Board member may be reappointed to serve additional terms. When an Academy Board member is appointed to complete the term of service of another Academy Board member, their service ends at the end of the previous Academy Board member’s term.

If the Board of Trustees determines that an Academy Board member’s service in office is no longer required, then the Board of Trustees may remove an Academy board member with or without cause and shall specify the date when the Academy Board member’s service ends. An Academy Board member may be removed from office by a two-thirds (2/3) vote of the Academy’s Board for cause.

6. Resignations: A member of the Academy Board may resign from office by submitting a written resignation or by notifying the Director. The resignation is effective upon receipt by the Director, unless a later date is specified in the resignation. A written notice of resignation is not required. If no such written notification is provided, then the Director shall confirm a resignation in writing. The resignation shall be effective upon the date the Director sends confirmation to the resigning Academy Board member.
7. Vacancy: An Academy Board position shall be considered vacant when an Academy Board member:
 - a. Resigns
 - b. Dies
 - c. Is removed from Office
 - d. Is convicted of a felony
 - e. Ceases to be qualified
 - f. Is incapacitated

II. GENERAL REPORTS cont'd.

- 8. Filling a Vacancy: The Academy Board may nominate and the Director shall recommend or temporarily appoint persons to fill a vacancy as outlined in the “Subsequent Appointments” and “Exigent Appointments” procedures in this resolution.
- 9. Number of Academy Board Member Positions: The number of member positions of the Academy Board of Directors shall be five (5), seven (7) or nine (9), as determined from time to time by the Academy Board.
- 10. Quorum: In order to legally transact business the Academy Board shall have a quorum physically present at a duly called meeting of the Academy Board. A “quorum” shall be defined as follows:

# of Academy Board positions	# required for Quorum
Five (5)	Three (3)
Seven (7)	Four (4)
Nine (9)	Five (5)

- 11. Manner of Acting: The Academy Board shall be considered to have “acted,” when a duly called meeting of the Academy Board has a quorum present and the number of board members voting in favor of an action is as follows:

# of Academy Board positions	# for Quorum	# required to act
Five (5)	Three (3)	Three (3)
Seven (7)	Four (4)	Four (4)
Nine (9)	Five (5)	Five (5)

- 12. Initial Members of the Board of Directors: The Grand Valley State University Board of Trustees appoints the following persons to serve as the initial members of the Academy’s Board of Directors for the designated term of office set forth below:

Joe Crawford	1 year term expiring June 30, 2015
Jim Fisher	2 year term expiring June 30, 2016
Chris McGuigan	3 year term expiring June 30, 2017

- 13. The Board of Trustees approves and authorizes the execution of a contract to charter a public school academy to the Academy and authorizes the University President or designee to issue a contract to charter a public school academy and related documents (“Contract”) to the Academy, provided that, before execution of the Contract, the University President or designee affirms that all terms of the contract have been agreed upon and the Academy is able to comply with all terms and conditions of the Contract and Applicable Law. This resolution shall be incorporated in and made part of the Contract.

II. GENERAL REPORTS cont'd.

14. Within ten days after the Board of Trustees issues the Contract, the Director will submit the Contract to the Michigan Department of Education. Pursuant to the State School Aid Act of 1979, the Michigan Department of Education shall, within thirty days after the Contract is submitted to the Michigan Department of Education, issue a district code number to each public school academy that is authorized under the Revised School Code and is eligible to receive funding under the State School Aid Act. By approving and issuing the Contract, the Board of Trustees is not responsible for the Michigan Department of Education's issuance or non-issuance of a district code number. As a condition precedent to the Board of Trustees' issuance of the Contract, the Applicant, the Academy and the Academy's Board of Directors shall acknowledge and agree that the Board of Trustees, Grand Valley State University, its officers, employees and agents are not responsible for any action taken by the Academy in reliance upon the Michigan Department of Education's issuance of a district code number to the Academy, or for any Michigan Department of Education's decision resulting in the non-issuance of a district code number to the Academy.

Authorization of Name Change for Cornerstone Health School

On motion by Mr. Hooker and second by Mrs. Wolters, the following resolution was adopted unanimously:

WHEREAS, the Board of Trustees, at its meeting on April 29, 2011, approved the issuance of a charter contract to Cornerstone Health School; and

WHEREAS, Cornerstone Health School requests a name change to Cornerstone Health and Technology School;

NOW, THEREFORE, BE IT RESOLVED, that in accordance with Article IX of the Terms and Conditions of the Academy's Contract, the Board of Trustees approves the Academy's name change to Cornerstone Health and Technology School.

Appointment of Charter School Board of Directors

On motion by Mr. Hooker and second by Mrs. Wolters, the following resolution was adopted unanimously:

RESOLVED, the Board of Trustees appoints the Charter School Board of Directors as presented at this meeting.

14-2-18 (18) Student Senate Report

14-2-19 (19) Faculty Achievements

II. GENERAL REPORTS cont'd.14-2-20 (20) President's Report14-2-21 (21) Motion to Adjourn

RESOLVED, on motion by Ms. Kramer and second by Mr. Russell, the meeting was adjourned at 11:52 a.m.

Shelley E. Padnos, Chair
Board of Trustees

Teri L. Losey, Secretary
Board of Trustees