

MICHIGAN INTERNATIONAL PREP SCHOOL

Meeting of the Board of Directors

June 13, 2017

In Attendance

Board Members Present: Carol Mitchell, Pam Sovis, Paul Tarnavsky, Jim McCann, Thomas Suter

REMS Representative Present: Andrew Hulbert, Bill Skilling

Other: Rachel Wong, CPA, Aimee Gibbs, Esq.

1. Call to Order: 7:00pm
2. Roll Call – All present
3. Approve Agenda
4. Approval of April 26, 2017 Board Meeting Minutes
5. Public Comment
  - a. None
6. Board President Comments
7. Superintendent's Report
  - a. Facilities Update by Drew Hulbert
    - i. Examining building in Oak Park and Berkely
  - b. Marketing/enrollment update by Drew Hulbert
    - i. Approached local superintendents regarding “drop-out” lists; explained MIPS is designed to help, not compete with local schools
    - ii. MIPS to receive \$200/student
    - iii. Whole Brain Group – working on website
8. Treasurer's Report
  - a. Financial Report by Bill Skilling
    - i. See attached budget; Changes to budget in yellow
    - ii. Anticipating 3 amendments to budget
    - iii. No students yet; Goal is to have 100 students initially; potential USA hockey students
    - iv. Singh – investment partner – willing to risk getting “0” in first year
  - b. Approval of Budget
    - i. Motion by Pam Sovis to approve budget;
    - ii. Motion supported by Paul Tarnavsky
9. New Business
  - a. Management Agreement with Reimagine
    - i. Discussion with Aimee Gibbs regarding contract
      1. Aimee Gibbs no longer Resident Agent for Reimagine to avoid potential conflict of interest;
      2. Aimee Gibbs to represent MIPS
      3. Discussed following changes to agreement:

- a. Clarify that Reimagine is responsible for own payroll and taxes;
  - b. Clarify that Reimagine is to receive annual fee of 12% under Article VII
  - c. Clarify that Reimagine receives reimbursement costs in addition to the 12% fee under section 2 Article VII
  - d. Strengthen Article XI, Section 2 to include tortious conduct
- ii. Motion by Paul Tarnavsky to Approve Agreement with Reimagine subject to aforementioned changes
- iii. Motion Supported by Thomas Suter
- iv. Motion by Paul Tarnavsky for Carol Mitchell to sign Agreement with Reimagine
- v. Motion Supported by Thomas Suter
- b. Contract with Accounting Consultant
  - i. Rachel Wong to consult with Walter Jones, CPA at \$150/hr (Jones Fee)
  - ii. Motion by Thomas Suter to retain Walter Jones as accounting consultant through June 30, 2018
  - iii. Motion Supported by Pam Sovis
- c. Contract with Auditors
  - i. Larry Wilkinson, CPA – not charging due to start-up nature of MIPS – discussed paying him some reasonable amount for future services
  - ii. Discussion tabled for future date
- d. Contract for NCSI for Board Policies
  - i. NCSI policies require \$5k initial fee plus @2k/year in updates
  - ii. Motion by Thomas Suter to hire NCSI for Board Policies through June 30th 2020
  - iii. Motion Supported by Paul Tarnavsky
- e. Loan Agreement
  - i. State aid to be used as collateral
  - ii. Motion by Jim McCann to approve Promissory Note and Loan Agreement
  - iii. Motion Supported by Thomas Suter
- f. Edementum – Virtual Curriculum
  - i. Discussion – benefits of Edementum – turn-key system and USA hockey students requested use of such program
  - ii. Reimagine cannot reuse purchased curriculum for schools other than MIPS
  - iii. Motion by Thomas Suter to use Edementum virtual curriculum
  - iv. Motion Supported by Paul Tarnavsky
- g. PowerSchool – Student Information System discussion presented by Drew Hulbert
  - i. 92% of schools in MI use PowerSchool
  - ii. System reports directly to the State of Michigan
  - iii. Motion by Thomas Suter to approve PowerSchool as the Student Database
  - iv. Motion Supported by Jim McCann
- h. Whole Brain Group – Website Developer

- i. Provided formal quote of \$12k for website development
- ii. Bill Skilling stressed importance of phone app for MIPS
- iii. Bill Skilling states that \$5k will need to be added to budget for website enhancements
- iv. Motion by Thomas Suter to approve current website as the website for MIPS
- v. Motion Supported by Pam Sovis

10. Other Business

- a. Charter Contract Ratification and Ratification of Charter Contract approved by MDE
  - i. Aimee Gibbs to email changes
  - ii. Aimee Gibbs to add language of “drop-in center”
  - iii. Provide notice of additional drop-in centers
- b. Insurance Coverage Procurement
  - i. Since Ovid-Elsie is K-12 public, MIPS will qualify for SAG

11. Extended Public Comment

- a. None

12. Adjournment

- a. Meeting adjourned at 8:29pm