



# FERRIS STATE UNIVERSITY

## FERRIS STATE UNIVERSITY CERTIFICATE OF SECRETARY TO THE BOARD OF TRUSTEES

I, Karen K. Obermier, Secretary to the Board of Trustees of Ferris State University, a constitutional body corporate of the State of Michigan, hereby certify that the attached is a true, complete and correct copy of the Resolution duly adopted by the Board of Trustees at a formal meeting of the Board of Trustees held on **April 9, 2010**, that said formal meeting was open to the public as prescribed by Mich. Const. 1963, art. 8, sec. 4, that said formal meeting was otherwise called and conducted in accordance with applicable provisions of Michigan law and the Bylaws of the Board of Trustees of Ferris State University then in effect, and that the minutes of said formal meeting were kept and are available for public inspection.

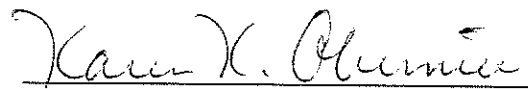
I further certify that the following Trustees were in attendance and constituted a quorum of the Board of Trustees:

**R. Thomas Cook, Alisha M. Baker, James K. Haveman, Jr., George J. Menoutes,  
Ronald E. Snead, Arthur L. Tebo and Sucann L. Walz.**

I further certify that **all Trustees listed above** voted in favor of adoption of the attached Resolution.

Dated: **May 11, 2010**



  
Karen K. Obermier  
Secretary to the Board of Trustees

**BOARD OF TRUSTEES**  
1201 S. State Street, CSS 301, Big Rapids, MI 49307-2747  
Phone 231 591-2505

April 9, 2010

3k.1. Reauthorization of Marshall Academy

Moved by **Trustee Snead**, supported by **Trustee Tebo**, and **unanimously carried** that the Ferris State University Board of Trustees hereby approves the following Resolution:

**RESOLUTION**

WHEREAS, the Ferris State University Board of Trustees (the "University Board") granted conditional approval to a Resolution (the "Initial Resolution") dated May 5, 2000, for Marshall Academy (the "Academy"), which conditionally authorized the execution of a contract with the Academy to charter a public school academy ("Original Charter Contract") and conditionally authorized the Chairperson of the University Board to execute the Original Charter Contract between the Academy and the University Board;

WHEREAS, the University Board desires to reauthorize the Academy pursuant to the terms of a new contract to charter a public school academy ("New Charter Contract") in substantially the form provided to the University Board in connection with its consideration of this reauthorization resolution (the "Reauthorization Resolution") for a term extending until June 30, 2015; and

WHEREAS, the University Board intends that the New Charter Contract shall supersede and replace the Original Charter Contract in all respects.

**NOW THEREFORE BE IT RESOLVED:**

1. The application for the reauthorization of Marshall Academy (the "Academy") submitted to the Ferris State University Charter Schools Office (FSU CSO) for a term ending on June 30, 2015, is approved contingent upon the Academy Board approving the New Charter Contract (including without limitation the Terms and Conditions and all of the Schedules incorporated therein) and its execution, delivery and filing of the same in the name of and on behalf of the Academy.
2. The University Board establishes the method of selection, length of term, number of members, qualification of members, the procedure for removal of members, and other matters pertaining to the Academy's Board of Directors, as follows:
  - a. Method of Selection. The University Board shall prescribe the method of appointment for members of the Academy Board. The University's Director of Charter Schools (the "CSO Director") is authorized to administer the University Board's Academy Board selection and appointment process (including a Public School Academy Board Member Questionnaire and required background checks) as provided below:

1. The University Board shall appoint members of the Academy Board of Directors by formal resolution, except as prescribed by subparagraph (4) of this subparagraph (a). The CSO Director shall recommend nominees to the University Board based upon a review of the Public School Academy Board Member Questionnaire, required background checks, and each nominee's resume. Each nominee shall be available for interview by the University Board or its designee and shall receive Board Orientation and leadership training before allowing to be seated on the Academy Board of Directors. The University Board may reject any or all Academy Board nominees.
  2. The Academy Board shall be provided an opportunity to nominate its members, by resolution or majority vote, except as provided in this Reauthorization Resolution. The Academy Board's nominees shall submit the Public School Academy Board Questionnaire for review by the CSO. If the University Board elects not to appoint any of the Academy Board's nominees for a vacant position on the Academy Board or elects to make its own recommendation(s), it may nominate and appoint any Academy Board member of its own choosing for that vacant position, or it may request additional nominees from the Academy Board. No candidate will be seated on the Board or be allowed to take a constitutional oath of office until the candidate(s) receive Board Orientation and leadership training acceptable to the University Board or its designee.
  3. An individual appointed to fill a vacancy created other than by expiration of the term shall be appointed for the unexpired term of that vacant position contingent upon the individual receiving Board Orientation and leadership training.
  4. Under exigent conditions, and with the approval of the University Board's Chair, the CSO Director may appoint a qualified individual to the Academy Board. All appointments made under this provision must be presented to the University Board for final determination at its next regularly scheduled formal session. The University Board reserves the right to review, rescind, modify, ratify, or approve any appointments made under the exigent condition provision. Individuals appointed under exigent conditions must receive Board Orientation and leadership development before (s)he is allowed to take the constitutional oath of office and be seated as a member of the Academy's board of directors.
- b. Length of Term. The term of each member of the Academy's Board of Directors shall be for a period of four (4) years. The terms for each position shall begin on July 1<sup>st</sup> and end of June 30<sup>th</sup> of the pertinent year (given that staggered terms are in use on the Academy Board).

- c. Number of Directors. The number of board member positions on the Academy's Board of Directors shall be seven (7). The number of board member positions shall never be fewer than five (5) nor more than seven (7), as determined from time to time by the University Board. If the Academy Board fails to attain or maintain its full membership by making appropriate and timely nominations, the University Board, or its designee, may deem that failure an exigent condition.
- d. Qualifications of Members. The members of the Academy's Board of Directors shall include (1) a parent or guardian of a child attending the school; (2) one professional educator, preferably a person with school administrative experience. The members of the Academy's Board of Directors shall not include (1) any member appointed or controlled by another profit or non-profit corporation; (2) employees of the Academy; (3) any director, officer, or employee of an educational service provider that contracts with the Academy; and (4) University officials or employees.
- e. Oath. All members of the Academy's Board of Directors shall take and sign the constitutional oath of office, and shall cause a copy of such oath of office to be filed with the University Board designee. No appointment shall be effective prior to the taking and signing of the oath of office.
- f. Removal of Members. Any Academy Board member may be removed with or without cause by the University Board at any time, or with cause by a two-thirds (2/3) vote of the Board of Directors of the Academy. Board members may also be removed for excessive absence at the discretion of the University Board or its designee. The Board member shall receive written notification of this provision prior to removal.
- g. Tenure. Each Academy Board member shall hold office until the Director's replacement, death, resignation, removal, or until the expiration of the term, whichever occurs first.
- h. Resignation. Any Academy Board member may resign at any time by providing written notice to the Academy. Notice of resignation will be effective upon receipt or at a subsequent time designated in the notice. Any Academy Board member who fails to attend three (3) consecutive Academy Board meetings without prior notification to the Academy Board President, may, at the option of the Academy Board, the University Board, or its designee, be deemed to have resigned, effective at a time designated in a written notice sent to the resigning Board member. A successor shall be appointed as provided by the method of selection adopted by the University Board.
- i. Board Vacancies. An Academy Board vacancy shall occur because of death, resignation, removal, failure to maintain residency in the State of Michigan, disqualification, enlargement of the Academy Board, or as specified in the Code.

Any vacancy shall be filled as provided by the method of selection adopted by the University Board.

- j. Leave of Absence. An Academy Board member may request an extended leave of absence provided said request is in writing and is approved for an appropriate period of time by the University Board or its designee.
- k. Compensation. An Academy Board member shall serve as a volunteer director. By resolution of the Academy Board, the Academy Board members may be reimbursed for their reasonable expenses incidental to their duties as a public school Academy Board member.
- l. Current Members of the Board of Directors. The University Board re-confirms the appointments of the following persons to their existing terms set forth below as members of the Academy's Board of Directors:

Marie Bachmann \*\*  
538 Cosmopolitan  
Marshall, MI 49068  
Term Expiration: June 30, 2012

Christine Brundage \*\*  
13700 20 Mile Road  
Marshall, MI 49068  
Term Expiration: June 30, 2012

Patti Cornwell  
18935 15 ½ Mile Road  
Marshall, MI 49068  
Term Expiration: June 30, 2013

Daniel Coupland \*  
4222 E. Sterling Rd.  
Jonesville, MI 49250  
Term Expiration: June 30, 2011

Robert Olson \*  
2351 N. Sand Lake Road  
Hillsdale, MI 49242  
Term Expiration: June 30, 2011

John W. Swett \*\*  
333 N. Madison Street  
Marshall, MI 49068  
Term Expiration: June 30, 2013

David Twiss \*\*  
12506 Parkhill Lane  
Marshall, MI 49068  
Term Expiration: June 30, 2012

\* Educator = 2      \*\* Parent(s) = 4      \*\*\* Vacancy = 0

- 3. The University Board hereby approves the New Charter Contract in substantially the form provided to the University Board in connection with its consideration of this Reauthorization Resolution, and upon being presented with the counterpart of the same that has been fully executed by a duly authorized representative of the Academy Board in its name and on its behalf, the President of the University, or his designee, is hereby authorized to execute the same in the name of and on behalf of the University Board, and the New Charter Contract shall thereupon take immediate effect and supersede and replace the Original Charter Contract in all respects.