

**SPECIAL BOARD OF DIRECTORS**

May 4, 2021 at 12:30pm
Virtual Zoom Meeting

Meeting Minutes**I. ATTENDANCE:**

Members Present:

Tom Barbarini, David Colp, Rick Dyer, Vail Harding, Steve Jackson, John Janick, Paul Konopacki, Dr. Trevor Kubatzke, Lance Lyons, Anna Murphy, Christopher Randall, George Saleeby, Tom Stanek, Kathy Valdes, Arlandar Washington, and Dan Wyant

Members Absent:

Barb Anderson, and Bob Kara

Chief Elected Officials (CEOB) Present:

Michael Grice, Don Hanson, Roseann Marchetti, Don Meeks, and Mamie Yarbrough

CEOB's Absent:

Randall Peat

Staff Present:

Lily Brewer, Josh Cosner, Jake Gustafson, Todd Gustafson, Allie Knapp, Gillian Korfmacher, Paula Polaskey, Al Pscholka, and Erin Wright

II. PUBLIC COMMENT

None.

III. KINEXUS GROUP SUBSIDIARIESMichigan Works! BCVB

Lily Brewer reported that after nearly two years of extensive due diligence, authorized by the board, in an effort to sustain the Bridge Academy, the staff is bringing forward the best partner option discussed and approved by the Michigan Works! Committee on February 17, 2021. In an effort to find an academic partner for the 2020/2021 school year, the Michigan Works! Committee recommended to engage in discussions/negotiations with the Bridge Academy of Southwest Michigan. Ms. Brewer noted that the current contract with Berrien Springs Public Schools ends on June 30, 2021.

Lily Brewer reported that the Bridge Academy of Southwest Michigan, a Public School Academy (PSA), authorized by Central Michigan University (CMU) is in need of an Educational Service Provider (ESP) to provide leadership, management and staff for the academics, finances and the operations. Ms. Brewer read the executive overview of the proposed ESP Agreement.

The overview includes:

- ESP Contract is between Kinexus Group (KG) and the Bridge Academy of Southwest Michigan Public School Academy (BASWM).
- The proposed ESP is a 'full responsibility' contract.

- The Kinexus Group is required to provide: educational, business, management, administrative, and facility services for the Public School Academy.
- The term of the ESP with Kinexus Group, follows the term of BASWM PSA's Charter Contract with CMU until 2026.
- The ESP is required to comply with the BASWM PSA's Charter Contract with the Authorizer (CMU), Michigan Department of Education (MDE) guidance, and other applicable school law.

The overview of the Education Service delivery includes:

- The proposed ESP Agreement has been mutually designed to emulate the Bridge Academy's current unique service delivery model, including the use of existing facilities.
- The ESP will remain focused on the end goal of career success for students. Student services will be provided via a hybrid curriculum (in-person and on-line) that gives students choice to complete their Michigan Merit Curriculum aligned diploma, along with job readiness and career exploration opportunities.
- The number of students projected to be served is 90 (89 students enrolled in the Bridge Academy)
- The contract will require the addition of four (4) educational staff

The overview of the Business & Administrative Responsibilities includes:

- Financial terms of the contract require BASWM PSA to reimburse Kinexus Group directly for leased employees and operational expenses, monthly
- The BASWM PSA board of directors have the final approval of the budget. A proposed 'draft' budget built in conjunction with BASWM will be presented to the board at this Special Board meeting. It reflects both current and future fiscal projections based on discussions with the BASWM board of directors, CMU and NCI.
- Expenditures of \$25,000 require approvals, if not in the approved budget, by the BASWM board of directors.
- Kinexus Group will be required to deliver the requirements in the contract, regardless of student count and revenue realization.
- The addition of the business and administrative requirements are new responsibilities staff have prepared for and are capable of delivering in conjunction with support from the BASWM board of directors, CMU and NCI.
- Business and Administrative Functions include fiscal, human resource management, to include fiscal reporting and student registration.
- One new administrative staff member may be needed to execute the contract
- As with other subsidiaries and lines of effort, Kinexus Group will be the employer of record for all staff assigned to service the ESP student count.

Discussion followed regarding the background of the BASWM and KG's responsibilities as the ESP. As the ESP, KG would have similar responsibilities as the former Academic partners have provided, i.e. Coloma, Benton Harbor Area Schools (BHAS), and Berrien Springs Public Schools.

If KG does not submit the ESP application, the Bridge Academy would have to close, students will not be able to receive the extensive education, workforce services and six to seven staff would likely be laid off. And the kids would still come to us for services, which would take longer, be more expensive and challenging to help them as it was pre-Bridge Academy. The upside of KG being the ESP is that it provides the long-desired sustainability for the program and continues the unique service delivery model that helps kids on a career path. .

Discussion was held on enrollment. Lily Brewer noted that this model is grades 9-12 and the BASWM, a non-traditional school, has open enrollment to any student in Berrien, Cass and Van Buren Counties interested in learning in a non-traditional setting and focused on a career path. Trevor Kubtzke inquired about CMU's expressed interest in our area. It was stated CMU is interested because of the need in the community and the unique service delivery model of the Bridge Academy.

Chris Kollmayer reviewed the proposed annual operating budget for the BASWM from July 1, 2020 through June 30, 2021. She noted that BASWM has the responsibility and final approval of the budget.

Mamie Yarbrough inquired on how the board members for the BASWM were chosen. Lily Brewer indicated that CMU is responsible for board member appointments. Ms. Brewer read the names of the current BASWM board members. Roseann Marchetti commented on CMUs extensive teacher training program, alternative schools and the importance of this specialty.

Anna Murphy inquired about the motion presented. Lily Brewer presented the following motion on behalf of the Michigan Works! Committee: The Michigan Works! Committee reviewed, approved and is submitting to the Kinexus Group full Board of Directors the recommendation to approve Kinexus Group to become the ESP for the Bridge Academy of Southwest Michigan Public School Academy. The ESP would be effective once and if the Bridge Academy of Southwest Michigan Board of Directors takes formal action to approve it on May 11, 2021. John Janick moved to approve Kinexus Group to become the ESP for the Bridge Academy of Southwest Michigan Board of Directors effective May 11, 2021. Vail Haring supported the motion.

A roll call was conducted to approve Kinexus Group to become the ESP for the Bridge Academy of Southwest Michigan Board of Directors effective May 11, 2021. The vote was 18-2-1. Ayes include Mike Grice, Don Hanson, Don Meeks, Roseann Marchetti, Tom Barbarini, David Colp, Vail Harding, Steve Jackson, John Janick, Paul Konopacki, Lance Lyons, Anna Murphy, Chris Randall, George Saleeby, Tom Stanek, Kathy Valdes, Arlandar Washington, and Dan Wyant. Nays include Mamie Yarbrough and Trevor Kubatzke. Abstaining include Rick Dyer. Absentees include Randall Peat, Barb Anderson, and Bob Kara.

Chris Randall reported that the motion passed.

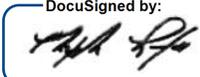
Todd Gustafson thanked Allie Knapp, Lily Brewer, and team for all their work.

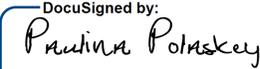
IV. PUBLIC COMMENTS

None.

V. ADJOURNMENT

The meeting adjourned at 1:13pm

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A5A56BA360644A2... Kinexus Board of Directors Chairman	Date

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0824A7DEFA264DE... Recording Secretary	Date