



Board Meeting Minutes
September 24, 2015 / 12 noon - 3 p.m.
Michigan Virtual University
3101 Technology Boulevard, Suite G
Lansing, MI 48910
(517) 336-7733

Meeting Minutes

Note: It was reported by Linda that different call-in numbers were posted on the meeting invitation email and on the agenda. It was determined that the incorrect number on the agenda was due to the not correcting the call-in numbers posted when last month's meeting was held at the National Guard Armory. Greg Marks sent an immediate communication to all board members to advise them. My apologies to anyone that was affected by the incorrect number on the agenda.

Attendees: Gary Gilger, Greg Marks, Mary Sutton, Gary Farina,

On the phone: Linda Daichendt, Jodie Ledford, Mike Tanoff, Monique Wells,

Apologies: Paul Agosta, Brandon Lucas, Tom Wessels, Greg Johnson, Christine Cloud

Guest Attendees: Kathleen Bushnell-Owsley, Romulo Juarez, Jennifer Seger, Camille Bryant, Jenny Deason-Copeland

Absent: Patty Cantu, Patty Farrel-Cole, Lisa Gordon, Victor Naidu, Derhun Sanders, Andrew Smart, Vass Theodoracatos

Public Comments: There were no public comments.

Call to Order – The meeting convened at 12:05 PM

Welcome Members and Guests – Attending Board members and five guests were welcomed.

Consent Agenda

A motion to approve the minutes of the September 24, 2015 meeting was approved (Greg/Mary)

Board Action(s)

The meeting did not have a quorum so no actions were put to vote

Hubs Updates:

Lake Michigan Hub – Mike reported that there is a Hub leadership meeting next week. One of the agenda items is the hub leadership as most of the folks have been in positions longer than the charter really calls for. There will also be a full Hub meeting in October.

There were no other Hub Reports.

Executive Director's Report – The ED reported that most efforts over the past month focused on filling the open board seats and developing the Transition Plan for the Partnership. In regard to the Transition Plan, an original draft was submitted to the state for feedback. Feedback was received; the plan was updated and re-submitted. A major part of the plan addresses Hub leadership and development. The course of action is unclear at this time as it is unknown if Hub leadership will be remaining in the current positions. Greg explained that the Partnership was created by the Michigan Math and Science Center Network. Within that plan, the Math and Science Center Directors were required to participate in the Hubs. Now that the Partnership has evolved to an independent organization it is unknown what level of participation will continue. Collaborative planning, with the Transition Plan document as the basis, will hopefully clarify the structure, organizational alignment, and roles as we

move forward.

Mike Tanoff added that the Math and Science Center Network was given the task by MDE to develop the Partnership and make sure it was a viable organization. If MDE believes that the Network has fulfilled its obligation. The question is what the current hub leaders have time to do and what are they required to do? Is it time for leadership to be taken on by others? Mike stated that it is not a question of alignment (as stated in the ED report) but a question of time and responsibility.

The ED responded that he was in full agreement with those statements and recognized the time and effort that it takes to fulfill those roles above the more that full time jobs that folks have. It is hoped that if changes do occur, it will occur within a timeframe that allow actions to be taken without disrupting the operations of the Hubs. The ED also mentioned that the budget for the upcoming fiscal year does include a contingency, that if funds can be found, compensated position (like in the Bay Hub) would be established to lead/support the hubs.

Committee Reports

Finance Committee

Gary Gilger reported that a business checking account for the Partnership has been established at the Michigan State University Federal Credit Union (MSUFCU). The ED reported that, as suggested at the previous board meeting, a PayPal account that allows donations to be directly deposited into the checking account has also been established. The account is direct linked to a donation option that appears on the Partnership website. People can click the donate button and use a credit card to make donations to the Partnership.

Additionally, the ED reported, that as requested by Paul, he talked with Libby Gordon in Representative Zemke's office. Paul had made a previous request in regard to the flexibility/restrictions on the state grant funds now that they are general fund dollars. Libby reported that the dollars are general funds but are distributed by MDE and subject to the guidelines in the grant legislation. In the past, the restrictions for the use of funds were outlined in the Memo of Understanding between the Partnership and Fiscal Agent. Now that the Partnership is the fiscal for that document is not part of the process. Specific information will need to be provided by MDE.

Gary Gilger reported that the Partnership has completed all application requirements for 501C3 status, is awaiting the letter of determination from the IRS, and can legally function as a 501C3. Mike Tanoff asked to clarify, that without receipt of the Letter of Determination we are not in a position to represent ourselves as a 501C3 to a foundation or corporation – we may only act as a 501C3. Mike stressed that we cannot state that we are a 501C3, only that we are able to act as one as our application processes – we need to be completely accurate in how we represent ourselves. Gary Gilger stated that that is correct and most organizations would require a Letter of Determination prior to awarding any funds to us.

The ED also reported that the Partnership has fully registered with the State Budget Office. This process will allow direct deposit of the State Grant funds into the Partnership checking account once funds are released.

Gary Gilger reported that he has received a quote from Yeo & Yeo for bookkeeping service for the Partnership – estimated at up to three hours of service per month. These services would provide independent oversight on the fiscal operations and manage contracted service payments (salaries and expenses). There are questions on if we can use state grant funds to pay for these services. If that is the case we would need to raise the funds to cover these costs.

Gary also reviewed the draft budget for the upcoming fiscal year (pre-read document). There are still questions to MDE on what flexibility we have in the use of funds. Once we have those answers a finalized budget can be provided. The budget did provide line items that included all administrative services and expenses, the grant program (including the grants that had split payments from both this year and next fiscal year), the cost of the Traverse City grant, activities for which we will need to fundraise, and a budget for funding compensated positions in the hubs if those dollars are realized.

Executive Committee

The ED provided the Executive Committee report in Paul's absence

Transition Plan/State Grant – The ED reported that an initial draft plan was submitted to MDE for a review, primarily to gauge if there were any areas that had information gaps, needed clarity, and/or had statements that may cause or escalate conflict. A response was received from MDE that was view as somewhat toxic, as it made a number of references to missteps and issues that were perceived to be caused by the Partnership. Much of the 'missteps' had to do with the grant process where the extension of timelines and increased number of grant proposals cause the process to run into the

summer months where additional time was needed to secure all of the letters of acceptance. This delayed, by several weeks, the processing of grant awards to the districts.

Overall, the information was of value in updating the document and resending it to MDE to review again. We are waiting for any additional feedback and for MDE to recall the Partnership and Network to a meeting to review the content of the plan, make adjustments, and come to an understanding on actions and alignment to move forward.

Partnership Fiscal Agent/Meeting with Wayne RESA – A meeting was held with the Wayne RESA Superintendent, Randy Liepa. The meeting also included Steven Ezikian, Deputy Superintendent, Libby Pizzo, Director-Math and Science Center, Stephen Best, MDE (at the request of the Superintendent), Mary Starr, Executive Director of the MMSCN, Paul Agosta, Gary Gilger, and me. The purpose of the meeting was to ask Wayne RESA to cover the current budget shortfall from the funds paid to them for indirect services. The basis for the request was that the services did not meet the conditions in the Memo of Understanding. The ED reported that, based on discussion in the Executive Committee meeting, the members of the Partnership would not offer any information that directly and negatively addressed the performance of any individual from Wayne RESA or provide any information to counter statements made by them. Statements were made that there had been ongoing communication from the Partnership and requests for information and meetings that were not address. This situation caused the Partnership to make decision base on the limited information provided by Wayne RESA resulting in a budget shortfall.

There was no stated willingness from Wayne RESA to address the situation. The meeting did provide the opportunity for the Partnership to view a complete budget report for the Partnership funds – something that has never been provided in the three years that Wayne RESA has been the fiscal agent. The good news was that budget shortfall was on the low end - \$2,097. The shortfall will be address by the Partnership by cutting 24% of the salary for the ED and Grant Manager for the month of September.

Fundraising Committee With the filing of the 501C3 application and pending letter of determination, the Partnership will need to begin planning and implementing actions to raise funds. To meet this need, the Executive Committee is establishing a Fundraising Committee. This committee will serve as an additional board work committee and will develop the materials and plan necessary for an ongoing fundraising effort by the Partnership.

Strategic Directions Committee

There was not report from the Strategic Directions Committee.

Governance Committee

Board Member Appointment – Greg reported that we are still working with to fill open board seats. The ED stated that the EC filled three seats at the previous meeting (pre-read document). That leaves two seat open, one educational representative and on private sector. Additionally, Tom Wessels has been an interim appointment and has been offered a full term appointment. Tom has communicated that he will provide an answer after today if he plans to stay with the board.

The ED asked the board to let him know if they had any recommendations to fill the open seats. If so, please get the recommendation's to him. It is best if folks talk to the individual first and if there is interest the ED will follow-up and meet with them.

Also, the ED reviewed that pre-read document that outlined the board work committees and the current membership and openings. Greg remarked that membership on these committees is based on individual interests. Please contact Greg or Gary F. to sign up for one or more of the work committees. These work committees will need to be filled by the October board meeting.

A question was asked on the role of the Strategic Directions Committee. The ED responded that the current focus of the committee was on developing a STEM conference or summit or attaching to an existing conference to provide a strand of programming around STEM. Monique added that the committee is also part of the grant process, as early in the process, they provide direction and targets for the upcoming grant cycle. This information is then provided to the Task Force Committee as they process the timeline, information, and documents necessary for the request for grant proposals.

Action Item – There was not a quorum so no action was taken to ratify the appointment of the new board members

Recognition of Exiting Board Members – The ED recognized the exiting board members with a plaque mounted certificate

that read; *“Certificate of Recognition, award to (name), For outstanding service as a member of the State Board of Directors for the Michigan STEM Partnership. Your time and efforts in building the organization and providing benefits to the business and educational communities of Michigan are greatly appreciated”*. The board members recognized included Patty Farrell-Cole, Heather Gallegos, Bishop Benjamin Gilbert, Jennifer Hagerman, Alan Lecz, Victor Naidu, Derhun Sanders, Jenny Schanker, Vass Theodoracatos Ph.D., and Robert O. Warrington Ph.D.

Communication Committee

There was no report from the Communications Committee

Board Task Force Committee

Brandon sent is apologies so the ED Reported

Grant Award Issue/Bay Hub – The ED reported that we had received information from MDE that there were concerns with the Regional Elementary Science Curriculum Development Grant (Bay Hub) meeting legislative funding guidelines. The guidelines exclude funding of curriculum development activities. In response, the partnership did provide a rationale for funding the grant. After review of the rationale MDE ask for a complete copy of the grant proposal.

After review and consideration of all information provided MDE determined that the curriculum development activities within the grant were not fundable. MDE did allow Darcy (Bay Hub) to modify the grant proposal and fund the curriculum development activities with dollars from other sources. This did reduce the partnership fund liability from \$27,000 to \$14,400. Additionally, MDE asked for descriptions of all of the grants funded so they may review to see if there are any other grants that have activities outside the funding guidelines. We are awaiting word if that is the case with any others.

As we prepare information and materials for the upcoming grant cycle we will add information and make any necessary edits/updates to avoid this issue in the future.

Additional Items/Updates

- a. Personal Description for Website – The ED informed the board that we are updating the website information regarding board members and asked board members to review and update their personal description if it is already posted. If you are a new board member or currently don't have a complete description, please get one to the ED so updates can be made. Examples were posted in one of the pre-read documents.
- b. Volunteer Hour Tracking – The ED reported that, pursuant to discussion at the previous board meeting, he has found a free application to track volunteer hours and will setup an account for each board member. You will receive an email with instructions and login information. Tracking hours is beneficial as many foundations and other fund providers use volunteer activity to validate the viability of an organizations prior to providing funds.
- c. Updated-STEM Grant Descriptions – For your information, a pre-read document was included that provides a brief description of all of the grants that were funded in the latest cycle.
- d. Traverse City Grant – Mike Tanoff, in reference to the discussion at the previous board meeting, commented that he is interested in making sure that the Partnership is strict to the letter of the law/legislation in awarding the grant to Traverse City Schools. There is concern that the Partnership may have erred by not having the grant go through the same competitive cycle that all other grants awards have gone through. The ED stated that he was not sure if it was said during the last discussion, MDE was consulted on awarding the grant prior to the recommendation being made. MDE did validate that we could award the grant as it did go through a competitive process. Additionally, we need to better define the competitive process and options to ensure transparency with other similar awards in the future.

Next Meeting Date – October 22, 2015 at the office of Michigan Virtual University

Adjourn – The meeting was adjourned at 1:18 PM