

**Valley Collaborative Board of Directors
General Session Meeting Minutes
April 12, 2019
10:02 a.m. – 10:58 a.m.
25 Linnell Circle, Billerica, MA**

Board Members Present: Mr. Timothy Piwowar, Dr. Michael Flanagan, Dr. Jay Lang, Mr. Steven Stone, Dr. Denise Pigeon, Mr. Christopher Malone

Board Members Absent: Mr. Brad Morgan, Mr. Everett Olsen, Dr. Laura Chesson

Collaborative Representatives Present: Dr. Chris Scott, Executive Director

Also Present: Thomas Lent, Marathas Barrow Weatherhead Lent LLP

Call to Order: Mr. Timothy Piwowar, Chairman, convened the Collaborative Board Meeting at 10:02 a.m.

Mr. Piwowar and Dr. Chris Scott welcomed all in attendance.

Approval of Minutes

Mr. Timothy Piwowar requested the Board to review the meeting minutes made available for review and asked for a motion relating to the minutes.

On a motion made by Mr. Steven Stone and seconded by Dr. Denise Pigeon, a quorum of voters being present, it was voted:

VOTED: To approve the General Session Meeting Minutes for the Board of Directors dated January 17, 2019.

The vote was 5-0. Mr. Timothy Piwowar, Dr. Denise Pigeon, Mr. Christopher Malone, Dr. Jay Lang and Mr. Steven Stone voted yes. Dr. Michael Flanagan was absent for the vote.

Students, Adult and Staff of the Month

[Dr. Michael Flanagan returned to the meeting at 10:05 a.m.]

Dr. Chris Scott and the Board recognized Valley Collaborative's Students, Adult and Staff of the Month.

Academic Calendar with Board Meeting Dates for the 2019-2020 School Year

The Collaborative Agreement provides that the Board shall, prior to the commencement of any school year, post its regularly scheduled meetings for the following school year on the

Collaborative website. The Board reviewed the proposed dates and amended as per their respective calendars.

On a motion made by Dr. Michael Flanagan and seconded by Mr. Steven Stone, a quorum of voters being present, it was voted:

VOTED: That the Board of Directors calendar the Board meeting dates for the 2019-2020 School Year as presented and amended, and authorizes the Executive Director to post such dates on the Collaborative website.

The vote was 6-0. Mr. Timothy Piwowar, Dr. Michael Flanagan, Dr. Denise Pigeon, Mr. Christopher Malone, Dr. Jay Lang and Mr. Steven Stone voted yes.

Fiscal Year 2019 Financial Update

Quarterly Report

Dr. Scott provided the Board with a quarterly financial report, including a review of the profit and loss statement by program as well as the expenses and budget status through February 2019. Dr. Scott reviewed circumstances that have impacted the Fiscal Year 2019 Budget since the Board adopted it eighteen (18) months ago, including the Tyngsborough Lease, ADP contracts, programming adjustments at Middle School and additional Department of Developmental Services programs. While the budget has not substantively changed, she sought a Board vote to make such amendments. Dr. Scott also explained the need to make capital improvements to technology infrastructure and van fleet. She also reviewed with the Board the proposed elimination of the 45 day assessment rate and the rationale for the proposed revisions. Dr. Scott directed the Board to her memorandum contained within the Board Binder materials for additional summary information. There was no further discussion.

On a motion made by Dr. Michael Flanagan and seconded by Mr. Steven Stone, a quorum of voters being present, it was voted:

VOTED: That the Board of Directors amends the FY2019 Operating Budget, as presented and recommended by the Executive Director.

The vote was 6-0. Mr. Timothy Piwowar, Dr. Michael Flanagan, Dr. Denise Pigeon, Mr. Christopher Malone, Dr. Jay Lang and Mr. Steven Stone voted yes.

On a motion made by Mr. Christopher Malone and seconded by Dr. Denise Pigeon, a quorum of voters being present, it was voted:

VOTED: That the Board of Directors authorizes the transfer of \$200,000 from the Collaborative's Capital Reserve Fund for the purposes of technology and van purchases; and authorizes the Executive Director,

Treasurer and the Chairman to execute all necessary documents to effectuate the transfer of such amounts from the Capital Reserve Fund.

The vote was 6-0. Mr. Timothy Piwovar, Dr. Michael Flanagan, Dr. Denise Pigeon, Mr. Christopher Malone, Dr. Jay Lang and Mr. Steven Stone voted yes.

On a motion made by Dr. Denise Pigeon and seconded by Dr. Michael Flanagan, a quorum of voters being present, it was voted:

VOTED: That the Board of Directors approves the amendment to the tuition rates and fees-for-services for Fiscal Year 2020 with the elimination of the 45 day assessment rate as presented.

The vote was 6-0. Mr. Timothy Piwovar, Dr. Michael Flanagan, Dr. Denise Pigeon, Mr. Christopher Malone, Dr. Jay Lang and Mr. Steven Stone voted yes.

Treasurer's Report

Ms. Heidi Kriger, the Collaborative Treasurer, was absent from the Board meeting but had provided the Board with her written report, including available balances, transfers, withdrawals, interest income and ending balances. The report also contained a review of the OPEB Trust financial information and balances and PARS statements. A copy of the written summary report was contained within the Board materials. There was no further discussion.

On a motion made by Mr. Steven Stone and seconded by Mr. Christopher Malone, a quorum of voters being present, it was voted:

VOTED: That the Board of Directors accepts the report of the Collaborative Treasurer, as presented at this meeting, and requests that a copy of the report be filed within the Treasurer's file maintained at the Collaborative

The vote was 6-0. Mr. Timothy Piwovar, Dr. Michael Flanagan, Dr. Jay Lang, Mr. Steven Stone, Dr. Denise Pigeon and Mr. Christopher Malone voted yes.

Updated Finance Policy Manual

Dr. Scott reviewed with the Board the revisions and updates to the Collaborative's Finance Policy Manual. The Board discussed the substantive changes which clarified job responsibilities and business office practices.

On a motion made by Dr. Michael Flanagan and seconded by Mr. Christopher Malone, a quorum of voters being present, it was voted:

VOTED: That the Board of Directors approves the revised and updated Finance Policy Manual in the substantive form presented at this meeting.

The vote was 6-0. Mr. Timothy Piwovar, Dr. Michael Flanagan, Dr. Jay Lang, Mr. Steven Stone, Dr. Denise Pigeon and Mr. Christopher Malone voted yes.

Approvals from the Massachusetts Department of Elementary and Secondary Education

Dr. Scott reviewed with the Board the DESE's Mid-Cycle report, a copy of which was included within the Board materials. The Board acknowledged the Collaborative's effort to achieve a 100% rating.

DDS Adult Services Presentation and Acknowledgement of Community Partners

Dr. Scott introduced the Collaborative's Associate Director of Adult Services (DDS & MRC), Ms. Heather Valcanas, and Adult Services Manager (DDS), Joseph Venskus, who provided the Board with a substantive presentation of the Collaborative's Adult Services Programs. They reviewed the growth of the program within the community, the adult services revenue, and plans to attend the CARF Education and Training Seminar for Successful Accreditation in Employment and Community Services in May 2019. The group recognized three Community Partners: The Town of Billerica, Chelmsford Public Schools and Tyngsborough Public Schools. The Board discussed.

Valley Health Department Update

Dr. Scott reviewed for the Board the Valley Collaborative Health Department Update, which included an Elementary School Dental visit and summary of the LEND Fellowship. There was no further discussion.

Communications

Dr. Scott directed the Board to the communications contained within the Board materials, which included Valley Collaborative's April 2019 Newsletter, updates and the announcements. There was no further discussion.

On a motion made by Mr. Steven Stone and seconded by Dr. Jay Lang, a quorum of voters being present, it was voted:

VOTED: To adjourn the Board meeting.

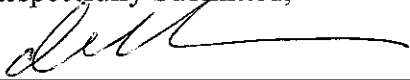
The vote was 6-0. Mr. Timothy Piwovar, Dr. Michael Flanagan, Dr. Jay Lang, Mr. Steven Stone, Dr. Denise Pigeon and Mr. Christopher Malone voted yes.

Mr. Timothy Piwovar adjourned the Collaborative Board Meeting at 10:58 a.m.

LIST OF DOCUMENTS USED, DISTRIBUTED AND REVIEWED AT THIS MEETING:

- School Year 2018-2019 Electronic Board Binder for Board Meeting, April 12, 2019
- Chart entitled "Five Year Adult Services Comparison"

Respectfully Submitted,



Mr. Timothy Piwovar, Chairman

Dated: 6/6/2019