

**Valley Collaborative Board of Directors
General Session Meeting Minutes
December 12, 2019
10:02 a.m. – 11:36 a.m.
25 Linnell Circle, Billerica, MA**

Board Members Present: Mr. Timothy Piwowar, Dr. Michael Flanagan, Dr. Denise Pigeon, Dr. Jay Lang, Mr. Christopher Malone, Dr. Laura Chesson, Mr. Brad Morgan, Mr. Everett Olsen, Mr. Steven Stone

Collaborative Representatives Present: Dr. Chris Scott, Executive Director; Ms. Joia Mercurio, Assistant Executive Director; Ms. Heidi Kriger, Treasurer; Mr. James George, Collaborative Accountant; Ms. Kari Morrin, Director of Student Services and Human Resources; Members of the Collaborative Senior Leadership Team

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

VOTED: To approve the General Session Meeting Minutes for the Board of Directors dated November 13, 2019.

The vote was 5-0-1. Yes: Mr. Timothy Piwowar, Dr. Michael Flanagan, Dr. Denise Pigeon, Mr. Christopher Malone, Dr. Laura Chesson. Mr. Steven Stone abstained.

Students, Adult and Staff of the Month

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

[Mr. Brad Morgan and Mr. Everett Olsen arrived at 10:06 a.m.]

Financial Update

Fiscal Year 2020 Update and Budget Amendment

Dr. Chris Scott directed the Board to her memorandum contained within the Board materials regarding Fiscal Year 2020 and the proposed budget amendment. She indicated that operating expenses are projected to be less by approximately \$295,000. She further stated that salaries are slightly less than anticipated because of the FTE adjustments recently made. She also explained that enrollment was down, as compared to Fiscal Year 2019, by a total of 19 students, of which 2 were out-of-district placements and 17 from member districts. She did caution that enrollment figures fluctuate and may change weekly, and reviewed a chart within the Board materials which provided historical enrollment data, by district, since Fiscal Year 2019. She indicated that revenues, nevertheless, remain on target. Based on these factors, Dr. Scott stated that a decrease in the Collaborative's operating budget for Fiscal Year 2020 is recommended. The Board discussed.

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

VOTED: That the Board of Directors agrees to amend the FY 2020 Budget, including an amended Operating Budget from \$19,707,859 to \$19,061,491 as presented and recommended by the Executive Director.

The vote was 8-0. Yes: Mr. Timothy Piwowar, Dr. Michael Flanagan, Dr. Denise Pigeon, Mr. Christopher Malone, Dr. Laura Chesson, Mr. Steven Stone, Mr. Everett Olsen and Mr. Bard Morgan.

Proposed Fiscal Year 2021 Budget and Tuition Rates

Dr. Chris Scott presented the proposed budget for fiscal year 2021, and explanatory written materials relating to the proposed budget were included within the Board materials. Dr. Scott summarized that the proposed budget included an overall increase of 1.48% compared to the original 2020 budget. She explained that salary increases were approximately 4.4% with anticipated health care increases at approximately 5%. Dr. Scott also identified other relevant and substantive changes to operating expenses including a decrease in capital projects with the completion of the Tyngsboro Elementary school renovations. She did anticipate a capital expenditure in vehicles. She also indicated that the budget estimates related to DDS revenue show no substantive increases or decreases.

Dr. Scott made a substantial presentation to the Board regarding the proposed tuition rates and fees-for-services for fiscal year 2021. She explained that an analysis of the current tuition rates and fees recommended a nominal raise in 2 programs, which are reflected in the proposed Fiscal Year 2021 budget.

[Dr. Jay Lang arrived at 10:34 a.m.]

The Board discussed the proposed budget and tuition rate materials for fiscal year 2021.

Treasurer's Report

Ms. Heidi Kriger, the Collaborative Treasurer, provided the Board with her report which covered the months through October 31, 2019. Ms. Kriger provided a verbal summary of her report, including available balances, transfers, withdrawals, interest income and ending balances. She also reviewed the OPEB Trust financial information and balances. A written summary report was contained within the Board materials. 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 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 9-0. Yes: Mr. Timothy Piwowar, Dr. Michael Flanagan, Dr. Denise Pigeon, Dr. Jay Lang, Mr. Christopher Malone, Mr. Steven Stone, Dr. Laura Chesson, Mr. Brad Morgan, Mr. Everett Olsen

PARS OPEB Trust Statements

Ms. Kriger and Dr. Scott reviewed the PARS OPEB Trust Statements with the Board. There was no further discussion.

MEC's 14 Boxes of Personnel Records

Mr. Timothy Piwowar requested Valley Collaborative's counsel, Mr. Thomas Lent, to explain to the Board the current issue relating to MEC. Mr. Lent explained that MEC, by and through counsel, recently requested that the Collaborative take possession of 14 boxes of documents, which MEC represents contain personnel records of individuals who it claims were at one time employed by the Collaborative. MEC claims that the documents are the Collaborative's records and that it no longer will maintain the records due to alleged space and personnel limitations. Dr. Scott provided the Board with an extensive summary of the past communications and issues with MEC relating to these documents, and stated that based on these past communications does not believe the boxes contain Collaborative records. Dr. Scott and Mr. Piwowar both indicated that, based on the current information provided by MEC relating to these document, they do not believe the Collaborative should accept from MEC the delivery of the documents. MEC, to date, has refused to provide access to the boxes prior to delivery, or any index of the boxes contents,

or any other assistance for the Collaborative to review and verify whether such documents are, in fact, Collaborative personnel files. Dr. Scott provided the Board a summary of the manner in which the Collaborative commenced its own internal personnel file maintenance in 2012. The Board discussed the legal issues relating to the documents, and the manner in which the Collaborative should respond to MEC, as well as provide notice to the appropriate state agencies and current Collaborative employees.

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

VOTED: That the Board of Directors authorizes counsel to inform MEC that Valley Collaborative will not agree to take receipt of the boxes of documents currently under control of MEC and that the Board requests that MEC notify individuals whose records are contained within these documents so that they may be provided an opportunity to contact MEC to obtain receipt of their records.

The vote was 9-0. Yes: Mr. Timothy Piwovar, Dr. Michael Flanagan, Dr. Denise Pigeon, Dr. Jay Lang, Mr. Christopher Malone, Dr. Laura Chesson, Mr. Steven Stone, Mr. Brad Morgan, Mr. Everett Olsen

On a motion made by Mr. Everett Olsen and seconded by Mr. Brad Morgan, a quorum of voters being present, it was voted:

VOTED: That the Board of Directors requests the Executive Director to notify current Collaborative employees that they should contact MEC if they may have records within MEC's custody and control.

The vote was 9-0. Yes: Mr. Timothy Piwovar, Dr. Michael Flanagan, Dr. Denise Pigeon, Dr. Jay Lang, Mr. Christopher Malone, Dr. Laura Chesson, Mr. Steven Stone, Mr. Brad Morgan, Mr. Everett Olsen

Quest Update

Dr. Scott provided a summary of the QUEST audit of the adult programs and results summarized by the Executive Office of Health and Human Services Department of Development Services. The results indicated significant improvement and progress from the previous audit conducted two years ago. The Board reviewed and discussed.

School Monthly Updates

The Board was directed to the Board materials which contained updates from the Principals and Assistant Director of Adult Services, respectively, relating to the Elementary, Alternative

Programming Middle School and Transitional High School, Transitional Programming Middle School and Transitional High School, and Adult Program. There was no further discussion

[Dr. Laura Chesson left the meeting at 11:35 a.m.]

Communications

Dr. Scott directed the Board to the communications contained within the Board materials. 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 8-0. Yes: Mr. Timothy Piwowar, Dr. Michael Flanagan, Dr. Denise Pigeon, Dr. Jay Lang, Mr. Christopher Malone, Mr. Steven Stone, Mr. Brad Morgan, Mr. Everett Olsen

Mr. Timothy Piwowar adjourned the Collaborative Board Meeting at 11:36 a.m.

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

- School Year 2019-2020 Electronic Board Binder for December 12, 2019 Meeting

Respectfully Submitted,



Mr. Timothy Piwowar, Chairman

Dated: 1/16/2020