Valley Collaborative Board of Directors
General Session Meeting Minutes
December 3, 2020
10:00 a.m. – 10:42 a.m.
25 Linnell Circle, Billerica, MA

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

Board Members Absent: Mr. Timothy Piwowar, Mr. Steven Stone

Collaborative Representatives Present: Dr. Chris Scott, Executive Director; Mr. James George, Collaborative Accountant; Members of the Collaborative Senior Leadership Team

Also Present: Thomas Lent, Marathas Barrow Weatherhead Lent LLP

Call to Order: Dr. Jay Lang convened the Collaborative Board Meeting at 10:00 a.m.

Dr. Lang welcomed all in attendance and explained that with Mr. Timothy Piwowar's absence he was appointed as acting Chair for the meeting. Dr. Lang also stated for the record that the meeting is being held remotely via Zoom due to the ongoing restrictions and limitations related to COVID-19.

Approval of Minutes

Dr. Lang 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. Everett Olsen, a quorum of voters being present, it was voted by roll call vote:

VOTED: To approve the General Session Meeting Minutes for the Board of Directors dated November 19, 2020.

The roll call vote was 7-0. Dr. Michael Flanagan, Dr. Denise Pigeon, Dr. Jay Lang, Mr. Christopher Malone, Dr. Laura Chesson, Mr. Brad Morgan, Mr. Everett Olsen

Proposed Fiscal Year 2022 Budget and Tuition Rates

Dr. Chris Scott presented the proposed budget for fiscal year 2022, and explanatory written materials relating to the proposed budget were included within the Board materials. Dr. Scott summarized that the proposed budget is based on the 2020 budget given that the 2021 budget has been affected substantially by COVID-19. She explained that the budget reflects a salary decrease of 5.6%. Dr. Scott also identified other relevant and substantive changes to operating expenses including an overall decrease of 1.7%. She did anticipate a capital expenditure in

technology requirements. She also indicated that the budget estimates related to DDS revenue reflect a decrease of approximately $300,000, which is a conservative revenue number. Dr. Scott also stated the Collaborative was unsure whether its small business program revenue will be able to bounce back from the Fiscal Year 2021 declines experienced due to COVID-19.

Dr. Lang sought questions from the Board about the Budget Presentation and Dr. Scott's Memo. Dr. Lang and Dr. Scott generally discussed the small business program and the issues currently presented by COVID-19 during Fiscal Year 2021.

Dr. Scott reviewed the Collaborative's Capital Plan, which set forth potential capital expenditures for fiscal years 2022-2026. The Capital Plan included facilities improvements, vehicles, technology plans and equipment although no material facility improvements were anticipated for Fiscal Year 2022.

Dr. Scott made a substantial presentation to the Board regarding the proposed tuition rates and fees-for-services for fiscal year 2022 (School Year 2021-2022). She explained that there were no material changes to the rates and fees, with the exception of certain contract services. She did explain that the Collaborative did decrease the rates for therapies during 45-day placement by member districts. Dr. Scott reviewed her memo with the Board. There were no further questions from the Board.

Fiscal Year 2020 Annual Report

Dr. Chris Scott reviewed with the Board the Annual Report. Dr. Scott indicated that the Annual Report contained the statutory and regulatory required materials, as well as additional materials relating to staff, therapist and other employee ratios. Dr. Scott also indicated that the Annual Report contains additional information relating to the Collaborative programs and studies. Dr. Jay Lang asked for a motion relating to the Collaborative's Annual Report for Fiscal Year ending June 30, 2020.

On a motion made by Mr. Everett Olsen and seconded by Dr. Michael Flanagan, a quorum being present, it was voted by roll call vote:

VOTED: **That the Board of Directors approves and accepts the Annual Report for Fiscal Year ending June 30, 2020 as presented; and authorizes the Chairman and the Executive Director to execute necessary signatures and file the Annual Report and related documentation with the Massachusetts Department of Elementary and Secondary Education and to take any other necessary action with respect to the Annual Report on behalf of the Collaborative.**

The roll call vote was 7-0. Dr. Michael Flanagan, Dr. Denise Pigeon, Dr. Jay Lang, Mr. Christopher Malone, Dr. Laura Chesson, Mr. Brad Morgan, Mr. Everett Olsen

Fiscal Year 2020 Audit Results

Dr. Scott indicated that the final audit completed by Fritz DeGuglielmo was submitted to the state, a copy of which was included within the materials. There was no further discussion.

COVID-19 Update

Dr. Scott provided the Board with an update with respect to COVID-19. A memo was included within the Board materials. There has not been any close contacts within Collaborative schools. The five classrooms that were remote previously have returned to in-person learning with no additional cases reported in those classrooms. Dr. Scott introduced the School Nurse, Jessica Scalzi, who provided an update with respect to testing protocols and approvals. Dr. Scott reviewed staffing related to COVID-19, including leaves of absences and testing.

Communications

Dr. Scott directed the Board to the communications contained within the Board materials. The Board reviewed.

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

VOTED: To adjourn the Board meeting.

The roll call vote was 7-0. Dr. Michael Flanagan, Dr. Denise Pigeon, Dr. Jay Lang, Mr. Christopher Malone, Dr. Laura Chesson, Mr. Brad Morgan, Mr. Everett Olsen

Dr. Jay Lang, on behalf of the Board, expressed their appreciation for the work conducted during the School Year and during the COVID-19 issues presented.

Dr. Jay Lang adjourned the Collaborative Board Meeting at 10:42 a.m.

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

- School Year 2020-2021 Electronic Board Binder for December 3, 2020 Meeting

Respectfully Submitted,

Mr. Timothy Piwowar, Chairman
Dated: 1/28/2021