

**Valley Collaborative Board of Directors
General Session Meeting Minutes
November 19, 2020
9:01 a.m. – 9:51 a.m.
25 Linnell Circle, Billerica, MA**

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

Board Members Absent: Mr. Everett Olsen

Collaborative Representatives Present: Dr. Chris Scott, Executive Director; Ms. Heidi Kriger, Treasurer; Mr. James George, Collaborative Accountant; Ms. Jessica Scalzi, Collaborative Head Nurse

Also Present: Daniel Schaffner, Fritz & DeGuglielmo, LLC; Thomas Lent, Marathas Barrow Weatherhead Lent LLP

Call to Order: Mr. Timothy Piwowar, Chairman, convened the Collaborative Board Meeting at 9:01 a.m.

Mr. Piwowar 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

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 Dr. Laura Chesson, 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 September 17, 2020.

The roll call vote was 6-0. Yes: Mr. Timothy Piwowar, Dr. Michael Flanagan, Mr. Christopher Malone, Mr. Steven Stone, Dr. Laura Chesson, Dr. Denise Pigeon.

[Mr. Brad Morgan joined the meeting]

Financial Update

Executive Director's Report

Dr. Scott directed the Board to the financial update memo contained within the Board meeting materials. Dr. Scott reviewed the revenues, expenses, budget and enrollment. Dr. Scott reviewed certain programming funding and ongoing items relating to Covid19. There was no further discussion.

Treasurer's Report

Ms. Heidi Kriger, the Collaborative Treasurer, provided the Board with her report which covered the months through September 2020. 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 and PARS statements. A 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 by roll call vote:

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 roll call vote was 7-0. Yes: Mr. Timothy Piwowar, Dr. Michael Flanagan, Mr. Christopher Malone, Dr. Laura Chesson, Mr. Steven Stone, Mr. Brad Morgan, Dr. Denise Pigeon

[Dr. Jay Lang joined the meeting]

Fiscal Year 2020 Audit

Dr. Scott introduced Daniel Schaffner from Fritz & DeGuglielmo, LLC, the Collaborative's independent certified auditors. Mr. Schaffner summarized and provided a general presentation of the audited financial statements of the Collaborative for the year ended June 30, 2020. He stated that his firm has provided an unqualified opinion on the financial statements, and indicated that the audit went very well and considered it a "clean audit" with no findings of weakness or noncompliance.

Mr. Schaffner reviewed the financial statements with the Board. He indicated that the Collaborative was within guidelines set forth by Chapter 40, Section 4E and its regulations, as well as compliance with regulations promulgated by the Massachusetts Operational Services Division that relate to the MRC and DDS programs at the Collaborative. He stated that, given the clean audit for fiscal year 2020, no management letter would be issued.

Mr. Schaffner reviewed with the Board the Uniform Financial Statement, which would be filed with the Massachusetts Operational Services Division. Mr. Schaffner reviewed with the Board the Collaborative's cumulative general fund surplus, and reviewed the calculations for the Collaborative's audited expenses. He noted that as of June 30, 2020, the Collaborative's Cumulative General Fund Surplus was \$5,005,919.

He and the Board reviewed the prepared document entitled "Valley Collaborative Summary of Financial Activity for the year ended June 30, 2020", which provided an analysis of the Collaborative's finances as well as a comparative, summary analysis.

Dr. Scott recognized the continued efforts made by Collaborative staff to achieve a clean audit and sound financial position. Mr. Piwowar and the Board thanked Mr Schaffner and the Collaborative staff. There was no further discussion.

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 approves and accepts the Uniform Financial Statements and Independent Auditor's Report for Fiscal Year 2020 and the Financial Statements for Fiscal Year ending June 30, 2020 as presented, including the representations of management and the expression of opinions made by Fritz DeGuglielmo within the Financial Statements, Schedules and Independent Auditor's Report.

The roll call vote was 8-0. Yes: Mr. Timothy Piwowar, Dr. Michael Flanagan, Mr. Christopher Malone, Dr. Laura Chesson, Dr. Jay Lang, Mr. Steven Stone, Mr. Brad Morgan, Dr. Denise Pigeon

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

VOTED: That the Board of Directors authorizes the Board Chairman and Executive Director to execute necessary signatures and file the UFR and related documentation with the Massachusetts Operational Services Division and to take any other necessary action with respect to the UFR and related documentation on behalf of the Collaborative.

The roll call vote was 8-0. Yes: Mr. Timothy Piwowar, Dr. Michael Flanagan, Mr. Christopher Malone, Dr. Laura Chesson, Dr. Jay Lang, Mr. Steven Stone, Mr. Brad Morgan, Dr. Denise Pigeon

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

VOTED: That the Board of Directors, having reviewed the Financial Statements and Independent Auditor's Report for Fiscal Year 2020 recognizes the Collaborative's Cumulative General Fund Surplus as of June 30, 2020 as \$5,005,919.

The roll call vote was 8-0. Yes: Mr. Timothy Piwowar, Dr. Michael Flanagan, Mr. Christopher Malone, Dr. Laura Chesson, Dr. Jay Lang, Mr. Steven Stone, Mr. Brad Morgan, Dr. Denise Pigeon

Covid19 Update

Dr. Scott introduced the Collaborative's Head Nurse, Jessica Scalzi, to provide the Board an update with Covid19 protocols, policies and student and staff matters. She acknowledged the Billerica Board of Health. Dr. Scott also acknowledged the work of the Tyngsborough Board of Health. Ms. Scalzi indicated that the Collaborative has been accepted into the state rapid testing program. There was no further discussion.

Survey Results from K-12 Families and Department of Developmental Services Participants Regarding Pandemic Program Delivery Models

Dr. Scott reviewed with the Board the survey of Collaborative parents and guardians relating to the Collaborative's protocols, policies and learning models relating to Covid19. There was no further discussion.

[Dr. Laura Chesson left the meeting]

Labor Relations

Dr. Scott reviewed with the Board this past calendar year's difficult decisions regarding employee and staff due to schedules, funding, programs and other issues relating to Covid19. Dr. Scott reviewed the decisions regarding work schedules, furloughs, and other employment decisions. Dr. Scott specifically identified the pay model and hourly rates of aides. Dr. Scott reported that there was some discussion among staff about potential union activity. The Board discussed.

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 by roll call vote:

VOTED: To adjourn the Board meeting.

The roll call vote was 7-0. Yes: Mr. Timothy Piwowar, Dr. Michael Flanagan, Mr. Christopher Malone, Dr. Jay Lang, Mr. Steven Stone, Mr. Brad Morgan, Dr. Denise Pigeon

Mr. Timothy Piwowar adjourned the Collaborative Board Meeting at 9:51 a.m.

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

- School Year 2020-2021 Electronic Board Binder, November 19, 2020

Respectfully Submitted,



Mr. Timothy Piwowar, Chairman

Dated: 12/3/2020