

**Valley Collaborative Board of Directors
General Session Meeting Minutes
June 11, 2020
2:01 p.m. – 3:48 p.m.
25 Linnell Circle, Billerica, MA**

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

Collaborative Representatives Present: Dr. Chris Scott, Executive Director; Ms. Heidi Kriger, Treasurer; Mr. James George, Business Manager/Accountant; Members of the Collaborative Senior Leadership Team

Also Present: Thomas Lent, Marathas Barrow Weatherhead Lent LLP; Dr. Lori Likis, Principal Consultant for the Valley Collaborative District Five Year Improvement Plan; Dr. Anthony Bent, Consultant for M.A.S.S. Association of School Superintendents

Call to Order: Mr. Timothy Piowar, Chairman, convened the Collaborative Board Meeting at 2:01 p.m.

Mr. Piowar stated for the record that the meeting is being held remotely via Zoom.

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

Making a Difference Awards

The Board, Mr. Everett Olsen and Dr. Scott presented the Everett V. Olsen, Jr. Award for Highest Academic Honors Presentation to Alexandra Baglio. The Board, Dr. Anthony Bent and Dr. Scott presented the Annual Dr. Anthony Bent Leadership Award to Sandra Morency, Valley's Custodial Manager.

Approval of Minutes

Mr. Timothy Piowar 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. Everett Olsen and seconded by Dr. Michael Flanagan, 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 December 6, 2020.

The vote was 8-0. Yes: Mr. Everett Olsen, Mr. Timothy Piowar, Dr. Michael Flanagan, Dr. Jay Lang, Mr. Christopher Malone, Dr. Laura Chesson, Mr. Steven Stone, Mr. Brad Morgan [Dr. Denise Pigeon was absent for the vote]

Board Governance 2020-2021

Elect Board Chairperson

Mr. Timothy Piwowar referenced the Collaborative Agreement that provides that the Board shall, annually during the final scheduled meeting of the school year, organize itself by electing a Chairperson and any other Board positions deemed appropriate by the Board. In addition, the Chairperson, with the majority vote of the Board, may appoint such committees and subcommittees of the Board. The Board discussed candidates for Chairperson.

On a motion made by Dr. Jay Lang and seconded by Mr. Everett Olsen, a quorum of voters being present, it was voted by roll call vote:

VOTED: That the Board of Directors elects Mr. Timothy Piwowar as the Chairperson of the Board of Directors for the 2020-2021 School Year.

The vote was 8-0. Yes: Mr. Everett Olsen, Mr. Timothy Piwowar, Dr. Michael Flanagan, Dr. Jay Lang, Mr. Christopher Malone, Dr. Laura Chesson, Mr. Steven Stone, Mr. Brad Morgan [Dr. Denise Pigeon was absent for the vote]

Appoint/Re-appoint Committee Members

On a motion duly made by Mr. Steven Stone and seconded by Mr. Brad Morgan, a quorum of voters being present, it was voted by roll call vote:

VOTED: That the Board of Directors approves the appointment of Mr. Timothy Piwowar, Dr. Jay Lang, Dr. Michael Flanagan and Mr. Everett Olsen as Members of Executive Committee for the Board of Directors for the 2020-2021 School Year.

The vote was 8-0. Yes: Mr. Everett Olsen, Mr. Timothy Piwowar, Dr. Michael Flanagan, Dr. Jay Lang, Mr. Christopher Malone, Dr. Laura Chesson, Mr. Steven Stone, Mr. Brad Morgan [Dr. Denise Pigeon was absent for the vote]

Financial Update

Executive Director's Report

Dr. Scott directed the Board to the financial update memo contained within the Board meeting materials, which was prepared by Mr. James George, the Collaborative's Business Manager/Accountant, and her. Dr. Scott and Mr. George generally reviewed the 3rd Quarter Financials, the 4th Quarter projections and Fiscal Year 2020 conclusions. Dr. Scott reviewed the revenues, expenses, budget and enrollment. Dr. Scott explained because of COVID-19 and the resulting school closure, Valley Collaborative will not see its normal increase in enrollment over the remaining month of the year, which will result in the tuition revenue to fall below that

budgeted. She further provided year end projection figures for revenue and expenses within the year end summary. She also reviewed the projected cumulative surplus fund calculation and potential changes and requested equipment purchases. The Board discussed.

[Dr. Denise Pigeon rejoined the meeting at 2:25p.m.]

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

VOTED: That the Board of Directors hereby authorizes and approves the expenditure of funds in the amount of \$100,000 for playground equipment for the Elementary School.

The vote was 9-0. Yes: Mr. Everett Olsen, Mr. Timothy Piwowar, Dr. Michael Flanagan, Dr. Jay Lang, Mr. Christopher Malone, Dr. Laura Chesson, 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 by roll call vote:

VOTED: That the Board of Directors hereby authorizes and approves the expenditure of funds in the amount of \$50,000 for outdoor equipment for the Middle and High School.

The vote was 9-0. Yes: Mr. Everett Olsen, Mr. Timothy Piwowar, Dr. Michael Flanagan, Dr. Jay Lang, Mr. Christopher Malone, Dr. Laura Chesson, 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 by roll call vote:

VOTED: That the Board of Directors hereby authorizes and approves the expenditure of funds in the amount of \$50,000 for computer equipment for the Collaborative.

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

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

VOTED: That the Board of Directors hereby authorizes the distribution of \$900,000 in additional surplus funds to its member districts based on the percentages and methodology established by the Baord,

specifically an allocation based on the FY2020 tuitions payments to the Collaborative, with such distribution being in the form of either a tuition credit to the member district school committee or cash payment to the member district town, as to be determined by the respective member district.

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

Treasurer's Report

Ms. Heidi Kriger, the Collaborative Treasurer, provided the Board with her report which covered the months through April 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. Everett Olsen and seconded by Dr. Jay Lang, 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 vote was 9-0. Yes: Mr. Everett Olsen, Mr. Timothy Piwowar, Dr. Michael Flanagan, Dr. Jay Lang, Mr. Christopher Malone, Dr. Laura Chesson, Mr. Steven Stone, Mr. Brad Morgan, Dr. Denise Pigeon

Treasurer Evaluation/Contract

Mr. Timothy Piwowar stated that the Board is required to annually evaluate the Treasurer's performance and effectiveness. Mr. Timothy Piwowar referenced Ms. Kriger's completed evaluation contained within the Board material. The Board and Dr. Scott recognized Ms. Kriger. There was no further discussion.

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

VOTED: That the Board of Directors accepts the evaluation of the Collaborative Treasurer, Ms. Heidi Kriger, and requests that a copy of the written evaluation be filed within the Treasurer's file maintained at the Collaborative.

The vote was 9-0. Yes: Mr. Everett Olsen, Mr. Timothy Piwowar, Dr. Michael Flanagan, Dr. Jay Lang, Mr. Christopher Malone, Dr. Laura Chesson, 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 by roll call vote:

VOTED: That the Board of Directors authorizes the Chairman, to finalize and execute an agreement by and between the Collaborative and Ms. Heidi Kriger, as its Treasurer, for the 2020-2021 School Year with the term of the agreement to be July 1, 2020 through June 30, 2021.

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

Business Manager (Accountant) Evaluation

Mr. Timothy Piwowar stated that under the Collaborative Agreement the Board is required to annually evaluate the performance and effectiveness of its business manager. Mr. Piwowar referenced the completed evaluation of Mr. Jim George within the Board materials. The Board and Dr. Scott recognized Mr. George. The Board discussed.

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

VOTED: That the Board of Directors accepts the evaluation of the Collaborative Business Manager/Accountant as presented at this meeting, and requests that a copy of the written evaluation be finalized and filed within his file maintained at the Collaborative.

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

Executive Director Evaluation

Mr. Timothy Piwowar stated that the Board is required to annually evaluate the Executive Director's performance and effectiveness in implementing the programs, policies and goals of the Collaborative. Mr. Piwowar referenced the completed evaluation of Dr. Scott, reading certain excerpts from the exemplary performance review for Dr. Scott. The Board expressed their collective gratitude for the continued exemplary work completed at the Collaborative but both Dr. Scott and the Collaborative staff and employees.

On a motion made by Mr. Everett Olsen and seconded by Dr. Jay Lang, a quorum of voters being present, it was voted by roll call vote:

VOTED: That the Board of Directors accepts the evaluation of the Collaborative Executive Director, Dr. Chris A. Scott, as presented at this meeting, and requests that a copy of the written evaluation be finalized and filed within the Executive Director's file maintained at the Collaborative.

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

Financial Update – Valley by the Numbers

Dr. Chris Scott directed the Board to her annual Valley by the Numbers memo in the Board materials, which included analytical review, fun facts, achievements and survey results. She requested that her more in-depth presentation be continued to the fall so that she could include COVID-19 and summer school facts within the Board materials and presentation.

Approval of 2020-2021 Employee Handbook

Dr. Scott presented the revised employee handbook. There was no further discussion.

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

VOTED: That the Board of Directors approves the revised Employee Handbook in the substantive form presented at this meeting.

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

Approval of 2020-2021 Student & Family Handbook

Dr. Scott presented the revised employee handbook. 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 by roll call vote:

VOTED: That the Board of Directors approves the Student and Family Handbook in the substantive form presented at this meeting.

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

[Dr. Denise Pigeon left the meeting at 3:00 p.m.]

MRC/DDS Program Lease Agreement – Authorization to Award Bid and Finalize Lease

Dr. Scott directed the Board to her memorandum within the Board materials that reviewed the termination of the procurement process and lease agreement for office space to accommodate the adult services programs with the Massachusetts Rehabilitation Commission and Department of Developmental Services. Dr. Scott explained that after the final lease agreement and security deposit check had been delivered, Connector Park Equity Partners, LLC, through its agent KS Partners, LLC informed Heather Valcanas, the Collaborative's Director of Transitional and Adult Services, and her that Connector Park would not execute the final lease agreement unless and until the Collaborative agreed to additional language preventing the Collaborative's clients from using the common area entry/exit points, bathrooms and other common areas. She rejected the proposed language, which was, among other things, offensive and discriminatory, and subsequently confirmed with KS Partners that the Collaborative would not agree to the insertion of the language required by Connector Park and that the Collaborative, consequently, did not have a lease agreement with Connector Park and that a stop payment had been put on the deposit check. She concluded that it is not in the best interest of the Collaborative to enter into the lease agreement, and elected to cancel the contract process. The Board discussed.

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

VOTED: That the Board of Directors authorizes and requests that the Chairman and Executive Director, with the assistance of counsel, prepare and deliver a formal letter to Connector Park Equity Partners, LLC and KS Partners, LLC expressing the Board's disappointment and displeasure with not only the process by which their request was delivered but also its substance, which it considers to be offensive, outrageous and discriminatory.

The vote was 8-0. Yes: Mr. Everett Olsen, Mr. Timothy Piwovar, Dr. Michael Flanagan, Dr. Jay Lang, Mr. Christopher Malone, Dr. Laura Chesson, Mr. Steven Stone, Mr. Brad Morgan, [Dr. Denise Pigeon was absent for the vote]

[Mr. Everett Olsen left the meeting at 3:25 p.m.]

DESE's Revised Collaborative Regulations

Dr. Scott and the Board reviewed the summary of the DESE's proposed changes to Collaborative regulations. There was no further discussion.

Valley Collaborative District Five Year Improvement Plan Update

Dr. Lori Likis and Dr. Scott presented the summary update and conclusory statements regarding the Valley Collaborative District Five Year Improvement Plan. There was no further discussion.

COVID-19 / Student Remote Learning Plan

Dr. Scott and the Board reviewed the COVID-19/Remote Learning/Reopening Plans contained within the Board materials. The Board discussed at length.

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. Michael Flanagan, a quorum of voters being present, it was voted by roll call vote:

VOTED: To adjourn the Board meeting.

The vote was 7-0. Yes: Mr. Timothy Piwovar, Dr. Michael Flanagan, Dr. Jay Lang, Mr. Christopher Malone, Dr. Laura Chesson, Mr. Steven Stone, Mr. Brad Morgan, [Dr. Denise Pigeon and Mr. Everett Olsen were absent for the vote]

Mr. Timothy Piwovar adjourned the Collaborative Board Meeting at 3:48 p.m.

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

- School Year 2019-2020 Electronic Board Binder for Annual Stakeholders' Meeting, June 11, 2020

Respectfully Submitted,



Mr. Timothy Piwovar, Chairman

Dated: 9/25/2020