

**Valley Collaborative Board of Directors
General Session Meeting Minutes
November 18, 2021
10:03 a.m. – 10:35 a.m.
25 Linnell Circle, Billerica, MA**

Board Members Present: Mr. Timothy Piwowar, Mr. Brad Morgan, Dr. Christopher Chew, Dr. Laura Chesson, Dr. Jay Lang, Mr. Steven Stone

Board Members Absent: Dr. Denise Pigeon, Mr. Christopher Malone, Dr. Michael Flanagan

Collaborative Representatives Present: Dr. Chris Scott, Executive Director; Ms. Heidi Kriger, Treasurer; Mr. James George, Collaborative Accountant; Ms. Jessica Scalzi, Collaborative Head Nurse; 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 10:03 a.m.

Mr. Timothy Piwowar and Dr. 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 motions relating to the minutes.

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

VOTED: To approve the General Session Meeting Minutes for the Board of Directors dated October 21, 2021.

The vote was 5-0-1. Yes: Mr. Timothy Piwowar, Mr. Brad Morgan, Dr. Christopher Chew, Dr. Jay Lang, Dr. Laura Chesson. Mr. Steven Stone abstained.

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

VOTED: To approve the Executive Session Meeting Minutes for the Board of Directors dated October 21, 2021.

The vote was 4-0-2. Yes: Mr. Timothy Piwowar, Mr. Brad Morgan, Dr. Christopher Chew, Dr. Jay Lang. Dr. Laura Chesson and Mr. Steven Stone abstained.

The Executive Session Meeting Minutes were approved for content only, and not for release. The approval of the Executive Committee General Meeting Minutes for November 9, 2021 was continued because there was not a quorum of Executive Committee members present.

Financial Update

Executive Director's Report

Dr. Scott directed the Board to the financial update memo contained within the Board meeting materials. Dr. Scott reported that the Collaborative had been approved for a state-wide entitlement grant for Covid-19 related items, and she anticipated the Collaborative to receive approximately \$223k. Dr. Scott also reported that the Department of Elementary and Secondary Education had indicated that the Collaborative was eligible for a Summer Reimbursement Programming Grant, with an anticipated amount to be received between \$300k-\$500k. Such amounts would be considered as part of the budget process which would be presented at the Board's meeting on December 2, 2021.

Treasurer's Report

Ms. Heidi Kriger, the Collaborative Treasurer, provided the Board with her report which covered the months through October 2021. 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. Dr. Scott and Ms. Kriger updated the Board with respect to the deposit of funds as directed by the Board's recent vote. There was no further discussion.

On a motion made by Mr. Steven Stone and seconded by Mr. Brad Morgan, 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 maintained at the Collaborative.

The vote was 6-0. Yes: Mr. Timothy Piwowar, Mr. Brad Morgan, Dr. Christopher Chew, Dr. Laura Chesson, Dr. Jay Lang, Mr. Steven Stone

Approval of Adjustments to Compensation and Benefits for Collaborative Employees

Mr. Piwowar and Dr. Scott reviewed the materials located in the Board Binders and the background for the proposal to implement a Longevity Policy. Dr. Scott explained that the longevity payment was to recognize and show appreciation for long-term service to the Collaborative and employees eligibility is based upon fixed number of years of continuous service. The Board reviewed the payment details contained in Dr. Scott's memo. Mr. Piwowar shared that the discussion about adjustments to compensation and benefits for Collaborative

employees had been part of prior meetings. Mr. Stone inquired into the annual cost to the Collaborative, with Dr. Scott estimating the cost for the immediate fiscal year to be approximately \$188k with a total cost of approximately \$200k.

On a motion made by Dr. Jay Lang 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 adjustments to the compensation and benefits for Collaborative employees, as presented at this meeting.

The vote was 6-0. Yes: Mr. Timothy Piwowar, Mr. Brad Morgan, Dr. Christopher Chew, Dr. Laura Chesson, Dr. Jay Lang, Mr. Steven Stone

Second Amendment to Third Lease Agreement with Tyngsborough

Dr. Scott directed the Board to the memo contained within the Board materials and explained the circumstances in which the Collaborative and Tyngsborough sought to amend the lease agreement. Dr. Scott reviewed the finances and terms proposed. Dr. Lang and Mr. Piwowar explained that the proposed amendment was included as an item within the November 9, 2021 Executive Committee meeting. They reported that the Executive Committee recommends the Second Amendment as presented.

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

VOTED: That the Board of Directors authorizes the Board Chair to finalize, approve and deliver, on behalf of the Board of Directors, a second lease amendment to the third lease agreement with Tyngsborough, under the substantive terms and conditions, including capital improvement funding, presented at this meeting, and further authorizes the Board Chair to execute such second lease amendment on behalf of the Board of Directors.

The vote was 6-0. Yes: Mr. Timothy Piwowar, Mr. Brad Morgan, Dr. Christopher Chew, Dr. Laura Chesson, Dr. Jay Lang, Mr. Steven Stone

Reschedule January 27, 2022 Board Meeting

Mr. Piwowar explained that due to a scheduling conflict with the mid-winter MASS Conference on January 27, 2022, the Collaborative Board sought to reschedule the January 27, 2022 Board meeting. The Board discussed.

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

VOTED: That the Board of Directors approves the revision to the academic calendar and the Board meeting dates so that the January 27, 2022 Board meeting shall be rescheduled to January 13, 2022, and authorizes the Executive Director to post the revised date on the Collaborative website.

The vote was 6-0. Yes: Mr. Timothy Piwowar, Mr. Brad Morgan, Dr. Christopher Chew, Dr. Laura Chesson, Dr. Jay Lang, Mr. Steven Stone

Schedule for the Presentation of Proposed Fiscal Year 2023

Dr. Scott reminded the Board that the Proposed Fiscal Year 2023 Budget would be presented at the December 2, 2021 meeting, which would be scheduled for approval on the January 13, 2022 meeting. She indicated that the schedule is compliant with regulations and the Collaborative Articles of Agreement. There was no further discussion.

Covid19 Update

Dr. Scott introduced the Collaborative's Head Nurse, Jessica Scalzi, who provide the Board an update with Covid19 testing protocols and related student and staff matters. There was no further discussion.

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 Mr. Brad Morgan, a quorum of voters being present, it was voted:

VOTED: To adjourn the Board meeting.

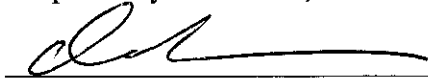
The vote was 6-0. Yes: Mr. Timothy Piwowar, Mr. Brad Morgan, Dr. Christopher Chew, Dr. Laura Chesson, Dr. Jay Lang, Mr. Steven Stone

Mr. Timothy Piwowar adjourned the Collaborative Board Meeting at 10:35 a.m.

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

- School Year 2021-2022 Electronic Board Binder, November 18, 2021

Respectfully Submitted,



Mr. Timothy Piwowar, Chairman

Dated: 12/12/2021