

**Valley Collaborative Board of Directors
General Session Meeting Minutes
June 10, 2021
10:01 a.m. – 11:36 a.m.
25 Linnell Circle, Billerica, MA**

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

Board Members Absent: Mr. Brad Morgan, Mr. Steven Stone

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

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

Call to Order: Mr. Timothy Piwowar, Chairman, convened the Collaborative Board Meeting at 10:01 a.m.

Mr. Piwowar and Dr. Chris Scott welcomed all in attendance and in-person for the first time in over a year.

Making a Difference Awards

Dr. Scott presented the remaining “Making A Difference Awards” to community leaders, students, and staff. The Board, Dr. Anthony Bent and Dr. Scott presented the Annual Dr. Anthony Bent Leadership Award to Jessica Scalzi, Valley Collaborative’s Lead Nurse. The Board, Mr. Everett Olsen and Dr. Scott presented the Everett V. Olsen, Jr. Award for Highest Academic Honors Presentation to Luis Algarin.

[Mr. Everett Olsen had arrived at 10:25 a.m.]

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

VOTED: To approve the General Session Meeting Minutes for the Board of Directors dated December April 29, 2021.

The vote was 7-0. Yes: Mr. Everett Olsen, Mr. Timothy Piwowar, Dr. Michael Flanagan, Dr. Jay Lang, Mr. Christopher Malone, Dr. Laura Chesson, Dr. Denise Pigeon

Board Governance 2021-2022

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 for the 2021-2022 School/Fiscal Year.

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

VOTED: That the Board of Directors nominates and elects Mr. Timothy Piwowar to continue as the Chairperson of the Board of Directors.

The vote was 7-0. Yes: Mr. Everett Olsen, Mr. Timothy Piwowar, Dr. Michael Flanagan, Dr. Jay Lang, Mr. Christopher Malone, Dr. Laura Chesson, Dr. Denise Pigeon

Appoint/Re-appoint Committee Members

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

VOTED: That the Board of Directors approves the appointment of Mr. Timothy Piwowar, Dr. Jay Lang, Dr. Michael Flanagan and Dr. Denise Pigeon as Members of Executive Committee for the Board of Directors for the 2021-2022 School Year.

The vote was 7-0. Yes: Mr. Everett Olsen, Mr. Timothy Piwowar, Dr. Michael Flanagan, Dr. Jay Lang, Mr. Christopher Malone, Dr. Laura Chesson, Dr. Denise Pigeon

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 with the assistance of Mr. James George, the Collaborative's Business Manager/Accountant, and her. Dr. Scott generally reviewed the 3rd Quarter Financials, the 4th Quarter projections and Fiscal Year 2021 conclusions. Dr. Scott reviewed the revenues,

expenses, budget and enrollment. 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. The Board discussed.

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

VOTED: That the Board of Directors hereby authorizes the distribution of \$1,000,000 in additional surplus funds to its member districts based on the percentages and methodology established by the Board, specifically an allocation based on the FY2021 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 7-0. Yes: Mr. Everett Olsen, Mr. Timothy Piwovar, Dr. Michael Flanagan, Dr. Jay Lang, Mr. Christopher Malone, Dr. Laura Chesson, Dr. Denise Pigeon

Award Roofing Bid for 40 Linnell Circle

Dr. Scott directed the Board to her memo regarding the roof at 40 Linnell Circle and the Request for Proposal materials both of which were contained within the Board meeting materials. The Board and Dr. Scott also reviewed the funding source for the anticipated work to be completed on the roof. The Board discussed.

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

VOTED: That the Board of Directors awards the bid for the removal of old and replacement of new roofing material to Rockwell Roofing, and authorizes the Executive Director to finalize, approve and execute, on behalf of the Board of Directors, the applicable contract with Rockwell Roofing, under the substantive terms and conditions presented at this meeting.

The vote was 7-0. Yes: Mr. Everett Olsen, Mr. Timothy Piwovar, Dr. Michael Flanagan, Dr. Jay Lang, Mr. Christopher Malone, Dr. Laura Chesson, Dr. Denise Pigeon

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

VOTED: That the Board of Directors authorizes the transfer of \$234,000 from the Collaborative's Capital Reserve Fund for the purposes of the removal of old and replacement of new roofing material; and

authorizes the Executive Director, Treasurer and the Chairman to execute all necessary documents to effectuate the transfer of such amounts from the Capital Reserve Fund.

The vote was 7-0. Yes: Mr. Everett Olsen, Mr. Timothy Piwowar, Dr. Michael Flanagan, Dr. Jay Lang, Mr. Christopher Malone, Dr. Laura Chesson, Dr. Denise Pigeon

[Dr. Laura Chesson left the meeting at 10:55 a.m.]

Treasurer's Report

Ms. Heidi Kriger, the Collaborative Treasurer, provided the Board with her report which covered the months through April 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. There was no further discussion.

On a motion made by Dr. Jay Lang and seconded by Dr. Michael Flanagan, 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. Everett Olsen, Mr. Timothy Piwowar, Dr. Michael Flanagan, Dr. Jay Lang, Mr. Christopher Malone, Dr. Denise Pigeon. Dr. Laura Chesson was absent for the vote.

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 also provided a comprehensive PowerPoint presentation of these materials.

Executive Director's Evaluation

Mr. Timothy Piwowar indicated that the Executive Director's written evaluation had yet to be finalized and therefore informed the Board that the final review and approval would be continued until the September Board Meeting. He did indicate that the review again would highlight the Executive Director's exemplary performance, as evidenced by, among other things, the Valley by the Numbers presentation.

Executive Director's Contract Review

Mr. Timothy Piwowar directed the Board to the Executive Director's memo within the Binder Materials relating to her employment contract and request for a reinstatement of a life insurance policy. He indicated that the requested buy-back of 10 days of unused vacation days was related to the lack of usage due to Covid-19. He indicated that the Executive Committee had met prior to the Board meeting and is recommending unanimously to the Board that it approve both of the provisions. The Board discussed.

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

VOTED: That the Board of Directors agrees and authorizes the buy-back of 10 additional days of unused vacation days at the end of the 2021 fiscal year at the Executive's Director's then effective per diem rate of pay.

The vote was 6-0. Yes: Mr. Everett Olsen, Mr. Timothy Piwowar, Dr. Michael Flanagan, Dr. Jay Lang, Mr. Christopher Malone, Dr. Denise Pigeon. Dr. Laura Chesson was absent for the vote.

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

VOTED: That the Board of Directors agrees to reinstate a Life Insurance term into the Executive Director's employment contract, with the policy premium in the amount of \$2,581.60 payable to New York Life to be processed on an accounts payable warrant annually.

The vote was 6-0. Yes: Mr. Everett Olsen, Mr. Timothy Piwowar, Dr. Michael Flanagan, Dr. Jay Lang, Mr. Christopher Malone, Dr. Denise Pigeon. Dr. Laura Chesson was absent for the vote.

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 Dr. Jay Lang, a quorum of voters being present, it was voted:

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 6-0. Yes: Mr. Everett Olsen, Mr. Timothy Piwowar, Dr. Michael Flanagan, Dr. Jay Lang, Mr. Christopher Malone, Dr. Denise Pigeon. Dr. Laura Chesson was absent for the vote.

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. Michael Flanagan and seconded by Mr. Everett Olsen, a quorum of voters being present, it was voted:

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 maintained at the Collaborative.

The vote was 6-0. Yes: Mr. Everett Olsen, Mr. Timothy Piwowar, Dr. Michael Flanagan, Dr. Jay Lang, Mr. Christopher Malone, Dr. Denise Pigeon. Dr. Laura Chesson was absent for the vote.

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

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 2021-2022 School Year with the term of the agreement to be July 1, 2021 through June 30, 2022.

The vote was 6-0. Yes: Mr. Everett Olsen, Mr. Timothy Piwowar, Dr. Michael Flanagan, Dr. Jay Lang, Mr. Christopher Malone, Dr. Denise Pigeon. Dr. Laura Chesson was absent for the vote.

[Dr. Laura Chesson returned to the Board meeting at 11:15 a.m.]

Approval of 2021-2022 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 Dr. Michael Flanagan, a quorum of voters being present, it was voted:

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

The vote was 7-0. Yes: Mr. Everett Olsen, Mr. Timothy Piwowar, Dr. Michael Flanagan, Dr. Jay Lang, Mr. Christopher Malone, Dr. Denise Pigeon, Dr. Laura Chesson.

Approval of 2021-2022 Student & Family Handbook

Dr. Scott presented the revised student and family handbook. There was no further discussion.

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

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

The vote was 7-0. Yes: Mr. Everett Olsen, Mr. Timothy Piwowar, Dr. Michael Flanagan, Dr. Jay Lang, Mr. Christopher Malone, Dr. Denise Pigeon, Dr. Laura Chesson.

Executive Session: To consider the purchase, exchange, lease or value of real property (i) Middlesex Retirement Board Lease Agreement and (ii) O Suburban Park, Billerica, Massachusetts

Mr. Timothy Piwowar and Dr. Chris Scott explained that the Board would not enter into Executive Session as the topics were going to be discussed further at the September meeting and that the Collaborative was going to bid for potential new space for the DDS program.

DESE Coordinated Program Review and English Language Learners Audit

Dr. Scott reviewed with the Board her memo regarding the DESE's coordinated program review and audit. Dr. Scott also reviewed the Collaborative's guidelines for English Language Learners. The Board discussed.

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

VOTED: That the Board of Directors approves the Guidelines for English Language Learners in the substantive form presented at this meeting.

The vote was 7-0. Yes: Mr. Everett Olsen, Mr. Timothy Piwowar, Dr. Michael Flanagan, Dr. Jay Lang, Mr. Christopher Malone, Dr. Denise Pigeon, Dr. Laura Chesson.

Valley Collaborative District Two Year Bridge Improvement Plan Update

Dr. Lori Likis and Dr. Scott presented the Valley Collaborative Two Year Bridge Improvement Plan Update for Valley Collaborative. There was no further discussion.

COVID-19 Update

Dr. Scott and the Board reviewed the COVID-19 update contained within the Board materials. There was no further discussion.

Human Resources Update

Dr. Scott and the Board reviewed the Human Resource Department update and in particular the efforts made during the last School Year with Covid-19 as contained within memo in the Board materials. There was no further discussion.

Communications

Dr. Scott directed the Board to the communications contained within the Board materials. There was no further discussion.

The Board again recognized Mr. Everett Olsen, his service and commitment to the Collaborative and wished him all the best with his retirement.

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

VOTED: To adjourn the Board meeting.

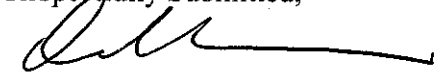
The vote was 7-0. Yes: Mr. Everett Olsen, Mr. Timothy Piwovar, Dr. Michael Flanagan, Dr. Jay Lang, Mr. Christopher Malone, Dr. Denise Pigeon, Dr. Laura Chesson.

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

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

- School Year 2020-2021 Electronic Board Binder Board Meeting, June 10, 2021

Respectfully Submitted,



Mr. Timothy Piwovar, Chairman

Dated: 9/16/2021