

**Valley Collaborative Board of Directors
General Session Meeting Minutes
December 2, 2021
10:00 a.m. – 10:31 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, Dr. Denise Pigeon, Mr. Christopher Malone, Dr. Michael Flanagan

Collaborative Representatives Present: Dr. Chris Scott, Executive Director; 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 10:00 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 Mr. Brad Morgan, a quorum of voters being present, it was voted:

VOTED: To approve the General Session Meeting Minutes for the Board of Directors dated November 18, 2021.

The vote was 4-0-3. Yes: Mr. Timothy Piwowar, Mr. Brad Morgan, Dr. Christopher Chew, Mr. Steven Stone. Dr. Denise Pigeon, Mr. Christopher Malone and Dr. Michael Flanagan abstained. (Dr. Jay Lang and Dr. Laura Chesson were absent for the vote).

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

[Dr. Jay Lang and Dr. Laura Chesson arrived at 10:02 a.m.]

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. Dr. Scott reviewed the revenues, expenses, budget and enrollment. There was no further discussion.

Treasurer's Report

Ms. Heidi Kriger, the Collaborative Treasurer, was unable to attend the meeting.

Fiscal Year 2022 Budget Amendment Presentation

Dr. Scott directed the Board to the memo contained within the Board meeting materials regarding requested amendments to the Fiscal Year 2022 Budget. She reminded the Board that best and recommend practices issued by the Department of Elementary and Secondary Education was to review the budget process throughout the year and make amendments accordingly. Dr. Scott reviewed the revenues, expenses and proposed changes as evidenced by the financial data available for the four months of the fiscal year. Dr. Scott reviewed enrollment, adult service enrollment, salary increases and adjustments and capital expenses. 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:

VOTED: That the Board of Directors amends the Fiscal Year 2022 operating budget, as presented and recommended by the Executive Director, including an operating budget for expenses of \$19,040,076 and capital expenditures at \$899,000.

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

Proposed Fiscal Year 2023 Budget and Tuition Rates

Dr. Chris Scott presented the proposed budget for fiscal year 2023, and explanatory written materials relating to the proposed budget were included within the Board materials. Dr. Scott identified relevant and substantive changes to operating expenses, salaries and capital expenditure requirements. She also reviewed the budget estimates related to DDS revenue and the Collaborative's small business program.

Dr. Scott made a substantial presentation to the Board regarding the proposed tuition rates and fees-for-services for fiscal year 2023 (School Year 2022-2023). She explained that there were no changes to the rates and fees for member districts, with certain rate and fee increases for non-

member districts. Dr. Scott reviewed her memo with the Board. There were no further questions from the Board.

[Dr. Jay Lang left the meeting at 10:18 a.m.]

Fiscal Year 2021 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. Mr. Timothy Piwovar asked for a motion relating to the Collaborative's Annual Report for Fiscal Year ending June 30, 2021.

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

VOTED: That the Board of Directors approves and accepts the Annual Report for Fiscal Year ending June 30, 2021 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 8-0. Yes: Mr. Timothy Piwovar, Mr. Brad Morgan, Dr. Christopher Chew, Mr. Steven Stone, Dr. Denise Pigeon, Mr. Christopher Malone, Dr. Michael Flanagan, Dr. Laura Chesson. Dr. Jay Lang was absent for the vote.

Surplus Equipment

Dr. Scott presented a list of equipment and supplies which she sought authorization to dispose of, and an estimated value of the surplus materials that totaled less than \$10,000. The Board reviewed.

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

VOTED: That the Board of Directors authorizes the Executive Director to dispose of the surplus equipment reviewed at this meeting through the procedures approved by the Collaborative.

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

Fiscal Year 2021 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. Dr. Scott introduced the School Nurse, Jessica Scalzi, who provided an update with respect to testing protocols and general Covid-19 issues. Dr. Scott reviewed staffing related to COVID-19, testing. The Board discussed vaccination messages and availability.

Communications

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

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

VOTED: To adjourn the Board meeting.

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

Mr. Timothy Piwovar adjourned the Collaborative Board Meeting at 10:31 a.m.

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

- School Year 2021-2022 Electronic Board Binder, December 2, 2021

Respectfully Submitted,



Mr. Timothy Piwovar, Chairman

Dated: 1/14/2022