

**Valley Collaborative Board of Directors  
General Session Meeting Minutes  
November 16, 2023  
10:07 a.m. – 11:12 a.m.  
11 Executive Park Drive, North Billerica, MA**

**Board Members Present:** Dr. Jay Lang, Dr. Laura Chesson, Dr. Michael Flanagan, Mr. Brad Morgan, Dr. Denise Pigeon

**Board Members Absent:** Mr. Steven Stone, Dr. Christopher Chew, Ms. Brenda Theriault-Regan, Dr. Kerry Clery

**Collaborative Representatives Present:** Dr. Chris Scott, Executive Director; Members of the Collaborative Senior Leadership Team

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

**Call to Order:** Dr. Jay Lang, Chairman, convened the Collaborative Board Meeting at 10:07 a.m.

Dr. Lang and Dr. Chris Scott welcomed all in attendance.

**Approval of Minutes**

Dr. Jay Lang 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. Laura Chesson 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 October 19, 2023.**

The vote was 5-0. Yes: Dr. Jay Lang, Dr. Laura Chesson, Dr. Michael Flanagan, Mr. Brad Morgan, Dr. Denise Pigeon

**Making a Difference Awards**

Dr. Scott, and Collaborative staff, presented the “Making A Difference Awards” to students and staff.

## **Financial Update**

### **Executive Director's Report**

Dr. Scott directed the Board to the financial update memo contained within the Board meeting materials. Dr. Scott acknowledged the staff whose efforts and hard work contributed to the finding free audit being presented at the Board meeting. Dr. Scott reviewed the current status of the cumulative surplus funds from Fiscal Year 2023 and recommended that such funds be returned to the member districts consistent with regulations and Collaborative practices. Dr. Scott provided a forecast into the Fiscal Year 2025 budget, which will be presented fully at the December meeting, wherein she will recommend a 2.25% COLA on staff salaries and adjustments to tuition rates for both member districts and non-member districts.

### **Fiscal Year 2023 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, 2023. 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 2023, 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, 2023, the Collaborative's Cumulative General Fund Surplus was \$5,560,807.

### **Fiscal Year 2023 Financial Statements and Auditor's Report**

On a motion made by Dr. Michael Flanagan and seconded by Dr. Laura Chesson, 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 2023 recognizes the Collaborative's Cumulative General Fund Surplus as of June 30, 2023 as \$5,560,807.**

The vote was 5-0. Yes: Dr. Jay Lang, Dr. Laura Chesson, Dr. Michael Flanagan, Mr. Brad Morgan, Dr. Denise Pigeon

On a motion made by Dr. Michael Flanagan and seconded by Mr. Brad Morgan, 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 2023 and the Financial Statements for Fiscal Year ending June 30, 2023 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 vote was 5-0. Yes: Dr. Jay Lang, Dr. Laura Chesson, Dr. Michael Flanagan, Mr. Brad Morgan, Dr. Denise Pigeon

On a motion made by Dr. Michael Flanagan and seconded by Mr. Brad Morgan, 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 vote was 5-0. Yes: Dr. Jay Lang, Dr. Laura Chesson, Dr. Michael Flanagan, Mr. Brad Morgan, Dr. Denise Pigeon

#### Cumulative Surplus Funds

The Board discussed options to fund the OPEB Trust or return surplus funds to member districts.

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

**VOTED: That the Board of Directors hereby authorizes the distribution of \$130,686 in surplus funds to its member districts based on the percentages and methodology established by the Board, specifically an allocation based on the FY2023 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 5-0. Yes: Dr. Jay Lang, Dr. Laura Chesson, Dr. Michael Flanagan, Mr. Brad Morgan, Dr. Denise Pigeon

### **Valley Collaborative Safety Committee Update**

Dr. Scott presented the Board with a summary of the safety committee and improvements made at the Collaborative, which were also summarized within a memo contained in the Board materials, including its facilities at the at 11 Executive Drive in North Billerica, the elementary school at 135 Coburn Road in Tyngsborough and the facilities located at Linnell Circle in Billerica. The Board discussed.

### **Valley Collaborative Program Updates**

Dr. Scott introduced separately Heather Mackay, Nicole Noska and Matthew Gentile, each of whom provided the Board with an update regarding their respective schools and/or programs. There was no further discussion.

### **Communications**

Dr. Scott directed the Board to the communications contained within the Board materials and the MOEC Fiscal Year 2023 Annual Report. There was no further discussion.

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

**VOTED: To adjourn the Board meeting.**

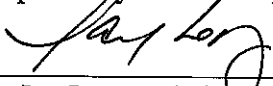
The vote was 5-0. Yes: Dr. Jay Lang, Dr. Laura Chesson, Dr. Michael Flanagan, Mr. Brad Morgan, Dr. Denise Pigeon

**Dr. Jay Lang adjourned the Collaborative Board Meeting at 11:12 a.m.**

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

- School Year 2023-2024 Electronic Board Binder Board Meeting, November 16, 2023

Respectfully Submitted,

  
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Dr. Jay Lang, Chairman  
Dated: 12-7-2023