

**Valley Collaborative Board of Directors
Annual Stakeholders' Meeting
General Session Meeting Minutes
January 12, 2023
10:06 a.m. – 11:40 a.m.
11 Executive Park, N. Billerica, MA**

Board Members Present: Mr. Timothy Piwowar, Dr. Christopher Chew, Dr. Laura Chesson, Dr. Denise Pigeon, Ms. Brenda Theriault-Regan, Mr. Brad Morgan, Dr. Jay Lang, Mr. Steven Stone

Board Members Absent: Dr. Michael Flanagan

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

Also Present: Thomas Lent, Barrow Weatherhead Lent LLP

Call to Order: Mr. Timothy Piwowar, Chairman, convened the Collaborative Board Meeting at 10:06 a.m.

Mr. Piwowar and Dr. Chris Scott welcomed all in attendance and introduced all participants and presenters at the Annual Shareholders' Meeting.

Valley Collaborative Staff Retirement and Acknowledgements of the Students, Individuals and Staff of the Month

Dr. Scott and Members of the Collaborative Leadership team introduced and acknowledged the students, individuals and staff of the month.

[Dr. Jay Lang joined the Board meeting at 10:10 a.m.]

Dr. Scott and the Board acknowledged Gail DeGregory, who had announced her retirement.

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

VOTED: To approve the General Session Meeting Minutes for the Board of Directors dated December 14, 2022.

The vote was 6-0-2. Yes: Mr. Timothy Piwowar, Dr. Christopher Chew, Dr. Laura Chesson, Dr. Denise Pigeon, Ms. Brenda Theriault-Regan, Mr. Brad Morgan. Dr. Jay Lang and Mr. Steven Stone abstained.

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

VOTED: To approve the General Session Meeting Minutes for the Executive Committee of Board of Directors dated January 3, 2023.

The vote was 3-0. Yes: Mr. Timothy Piwowar, Dr. Jay Lang, Dr. Denise Pigeon.

Fiscal Year 2024 Budget

Dr. Scott reviewed with the Board the proposed budget for fiscal year 2024, which had been reviewed and discussed previously by the Board at its prior meetings. She again reviewed with the Board the Fiscal Year 2024 Budget Presentation Memo, a copy of which was contained within the Board materials and which had been updated since the December 14, 2022 meeting. The Board discussed at length the proposed tuition and fee-for-services increase, Dr. Scott mentioned the elimination of the transitional aide rate at \$125 per day as that rate was no longer viable; the behavioral aide rate continues to be viable and remains on the rate sheet. In addition there was a discussion regarding the cost-of-living adjustment, the nurse salary scale and anticipated increase in healthcare costs. Mr. Piwowar reviewed the recommendation from the Executive Committee with respect to the budget. Mr. Piwowar asked for a motion relating to the proposed budget.

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

VOTED: That the Board of Directors approves the Fiscal Year 2024 Budget, including an Operating Expense Budget for the Collaborative in the amount of \$22,175,881 as presented and recommended by the Executive Director; and requests that the Treasurer certify and transmit the budget for Fiscal Year 2024 to each member district by no later than February 1, 2023.

The vote was 7-0-1. Yes: Mr. Timothy Piwowar, Dr. Christopher Chew, Dr. Laura Chesson, Dr. Denise Pigeon, Ms. Brenda Theriault-Regan, Mr. Brad Morgan, Dr. Jay Lang. Mr. Steven Stone voted present.

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

VOTED: That the Board of Directors accepts and approves the tuition rates and fees-for-services for member districts for Fiscal Year 2024 as presented; and requests that the Treasurer certify and transmit the tuition rates and fees-for-services for Fiscal Year 2024 to each member district by no later than February 1, 2023.

The vote was 8-0. Yes: Mr. Timothy Piwowar, Dr. Christopher Chew, Dr. Laura Chesson, Dr. Denise Pigeon, Ms. Brenda Theriault-Regan, Mr. Brad Morgan, Dr. Jay Lang, Mr. Steven Stone.

On a motion made by Dr. Denise Pigeon, and seconded by Mr. Steven Stone, a quorum being present, it was voted:

VOTED: That the Board of Directors accepts and approves the assessment of surcharges on tuition rates and fees-for-services on non-member districts based on each student enrolled from a non-member district for Fiscal Year 2024 as presented and recommended by the Executive Director; and authorizes the Executive Director to publish the non-member district tuition rates and fees-for services for Fiscal Year 2024.

The vote was 8-0. Yes: Mr. Timothy Piwowar, Dr. Christopher Chew, Dr. Laura Chesson, Dr. Denise Pigeon, Ms. Brenda Theriault-Regan, Mr. Brad Morgan, Dr. Jay Lang, Mr. Steven Stone.

Financial Update

Executive Director's Report

Dr. Scott directed the Board to the financial update memo contained within the Board meeting materials. Dr. Scott reviewed the revenues, expenses, budget and enrollment. There was no further discussion.

Treasurer's Report

Ms. Heidi Kriger, the Collaborative Treasurer, provided the Board with her report which covered the months through November 2022. 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. Steven Stone, and seconded by Ms. Brenda Theriault-Regan, 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 filed and maintained at the Collaborative.

The vote was 8-0. Yes: Mr. Timothy Piwovar, Dr. Christopher Chew, Dr. Laura Chesson, Dr. Denise Pigeon, Ms. Brenda Theriault-Regan, Mr. Brad Morgan, Dr. Jay Lang, Mr. Steven Stone.

Academic Calendars

Dr. Scott reviewed the proposed revisions and updates to the 2022-2023 Academic Calendar.

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

VOTED: That the Board of Directors approves the revisions and updates to the academic calendar for the 2022-2023 School Year as presented, and authorizes the Executive Director to post such dates on the Collaborative website.

The vote was 8-0. Yes: Mr. Timothy Piwovar, Dr. Christopher Chew, Dr. Laura Chesson, Dr. Denise Pigeon, Ms. Brenda Theriault-Regan, Mr. Brad Morgan, Dr. Jay Lang, Mr. Steven Stone.

Dr. Scott reviewed the proposed 2023-2024 Academic Calendar, with proposed Board Meeting dates.

On a motion made by Mr. Brad Morgan, and seconded by Ms. Brenda Theriault-Regan, a quorum being present, it was voted:

VOTED: That the Board of Directors approves the academic calendar and the Board meeting dates for the 2023-2024 School Year as presented, and authorizes the Executive Director to post such dates on the Collaborative website.

The vote was 8-0. Yes: Mr. Timothy Piwovar, Dr. Christopher Chew, Dr. Laura Chesson, Dr. Denise Pigeon, Ms. Brenda Theriault-Regan, Mr. Brad Morgan, Dr. Jay Lang, Mr. Steven Stone.

Massachusetts Department of Developmental Services (DDS) and Office of Quality Enhancement (Quest) Audit

Dr. Scott provided the Board with an update regarding the audit. There was no further discussion.

Fiscal Year 2022 Annual Report

Dr. Scott provided the Board with an update regarding the Fiscal Year 2022 annual report, copies of which were submitted to the state and circulated to the member districts. There was no further discussion.

Valley Collaborative Program Updates

Dr. Scott introduced separately Heather Mackay, Nick LeClair, 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, which she reviewed with the Board. There was no further discussion.

On a motion made by Mr. Steven Stone and seconded by Ms. Brenda Theriault-Regan, a quorum of voters being present, it was voted:

VOTED: To adjourn the Board meeting.

Yes: Mr. Timothy Piwowar, Dr. Christopher Chew, Dr. Laura Chesson, Dr. Denise Pigeon, Ms. Brenda Theriault-Regan, Mr. Brad Morgan, Dr. Jay Lang, Mr. Steven Stone.

Mr. Timothy Piwowar adjourned the Collaborative Board Meeting at 11:40 a.m.

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

- School Year 2022-2023 Electronic Board Binder for Board Meeting, January 12, 2023

Respectfully Submitted,



Mr. Timothy Piwowar, Chairman

Dated: 4/27/2023