

**Valley Collaborative Board of Directors
General Session Meeting Minutes
April 25, 2024
10:02 a.m. – 11:44 a.m.
11 Executive Park, N. Billerica, MA**

Board Members Present: Dr. Jay Lang, Dr. Laura Chesson, Dr. Denise Pigeon, Dr. Christopher Chew, Ms. Brenda Theriault-Regan, Dr. Michael Flanagan, Dr. Kerry Clery

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

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: Dr. Jay Lang, Chairman, convened the Collaborative Board Meeting at 10:02 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 Ms. Brenda Theriault-Regan, and seconded by Dr. Denise Pigeon, a quorum of voters being present, it was voted:

VOTED: To approve the General Session Meeting Minutes for the Board of Directors dated January 11, 2024.

The vote was 5-0-2. Yes: Dr. Jay Lang, Dr. Laura Chesson, Dr. Denise Pigeon, Dr. Christopher Chew, Ms. Brenda Theriault-Regan. Dr. Michael Flanagan and Dr. Kerry Clery abstained.

Financial Update

Executive Director's Report and Fiscal Year 2024 Update

Dr. Scott reviewed the Third Quarter/March 2024 financial update and year end projection, which was outlined within her memorandum to the Board contained within the Board materials. Dr. Scott reviewed revenues, expenses, budget and enrollment for the School Year 2024-2025. Dr. Scott indicated that year-end projections were trending more favorable than the amended

budget due to several factors, including, higher than projected tuition revenue due to additional students enrolling and state contract revenues. Dr. Scott and the Board discussed the total projected expenses. The Board discussed the current surplus funds as currently anticipated for fiscal year end.

On a motion made by Dr. Michael Flanagan, and seconded by Ms. Brenda Theriault-Regan, a quorum of voters being present, it was voted by roll-call vote:

VOTED: That the Board of Directors hereby authorizes the distribution of \$1,695,822 in surplus funds to its member districts based on the percentages and methodology established by the Board, specifically an allocation based on the FY2024 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 roll-call vote was 7-0. Yes: Dr. Jay Lang, Dr. Laura Chesson, Dr. Denise Pigeon, Dr. Christopher Chew, Ms. Brenda Theriault-Regan, Dr. Michael Flanagan and Dr. Kerry Clery.

Valley Collaborative Five-Year Enrollment Analysis

Dr. Scott referred the Board to the prior five-year enrollment analysis materials contained within the Board materials. Dr. Scott presented the analysis, trending data by school and projections. The Board discussed.

Treasurer's Report

Ms. Heidi Kriger, the Collaborative Treasurer, provided the Board with her report which covered the months December 2023 through March 2024. 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. The Board, Dr. Scott and Ms. Kriger discussed the Collaborative's banking relationships, account information and interest rates applicable to the accounts. The Board, Dr. Scott and Ms. Kriger also discussed the investment portfolio for the OPEB Trust and the relationship with PARS.

On a motion made by Ms. Brenda Theriault-Regan, and seconded by Mr. Steven Stone, 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 7-0. Yes: Dr. Jay Lang, Dr. Laura Chesson, Dr. Denise Pigeon, Dr. Christopher Chew, Ms. Brenda Theriault-Regan, Dr. Michael Flanagan and Dr. Kerry Clery.

Reapproval of Valley Collaborative's Finance, Human Resources and Payroll Manual

Dr. Scott presented certain changes and revisions to the existing manual, a copy of which was included within the Board materials. Dr. Scott agreed to provide the revised manual to the Board members by email. The Board reviewed and there was no further discussion.

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

VOTED: That the Board of Directors approves the revised Finance, Human Resource, and Payroll Manual in the substantive form presented at this meeting.

The vote was 7-0. Yes: Dr. Jay Lang, Dr. Laura Chesson, Dr. Denise Pigeon, Dr. Christopher Chew, Ms. Brenda Theriault-Regan, Dr. Michael Flanagan and Dr. Kerry Clery.

O Linnell Circle and Donation for Establishment of a Green Space to Support the Outdoor Learning Program

Dr. Scott and Thomas Lent provided an update to the Board relating to the status of Merrimack Education Center's donation to the Collaborative of the undeveloped land located at 0 Linnell Circle as well as \$10,000 to assist with the establishment of a Green Space to Support the Outdoor Learning Program and to offset any closing costs to the land transfer. The Board revisited and discussed its prior actions with respect to the donation and any further action to authorize Dr. Scott and the Board Chair to finalize the transaction.

On a motion made by Dr. Denise Pigeon and seconded by Ms. Brenda Theriault-Regan, a quorum of voters being present, it was voted:

VOTED: That the Board of Directors accepts the donation of the property located at 0 Linnell Circle from Merrimack Education Center and authorizes the Executive Director and the Board Chairman to finalize documentation to effectuate the transfer of the property to Valley Collaborative and for the Board Chairman to execute the documentation on behalf of the Collaborative.

The vote was 7-0. Yes: Dr. Jay Lang, Dr. Laura Chesson, Dr. Denise Pigeon, Dr. Christopher Chew, Ms. Brenda Theriault-Regan, Dr. Michael Flanagan and Dr. Kerry Clery.

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

VOTED: That the Board accepts the donation of \$10,000 from MEC for the Establishment of a Green Space to Support Outdoor Learning Program.

The vote was 7-0. Yes: Dr. Jay Lang, Dr. Laura Chesson, Dr. Denise Pigeon, Dr. Christopher Chew, Ms. Brenda Theriault-Regan, Dr. Michael Flanagan and Dr. Kerry Clery.

Fundraising to Develop a Green Space to Support Outdoor Learning Program

Dr. Scott outlined the Collaborative's plan to recruit private and/or corporate partners and sponsors and to commence a fundraising initiative towards the Development of a Green Space to Support Outdoor Learning Program. The Board discussed and agreed that Dr. Scott may take any necessary actions to support and account for this initiative.

Executive Director IPDP for Professional DESE License Renewal

Dr. Scott presented to the Board her memo regarding license renewal. There was no further discussion.

DESE Mid-Cycle Review

Dr. Scott updated the Board with respect to the DESE review to commence on April 25, 2024 with the Collaborative self-assessment due in August 2024. There was no further discussion.

Presentation of Draft DESE Financial Review for Collaboratives

Dr. Scott directed the Board to the draft DESE Financial Review for Collaborative materials contained within the Board materials. Dr. Scott and the Board reviewed at-length the financial review protocol, criteria, indicators and analysis and discussed. Dr. Scott reviewed each of the criterion and provided examples of Collaborative responsive materials. The Board discussed.

Fleet Vehicle Replacement Strategy Update

Dr. Scott reviewed with the Board the fleet vehicle replacement strategy update memo contained within the Board materials. Dr. Scott summarized the status of the fleet, including documentation and strategy with respect to purchase or leasing options. The Board discussed.

SPEDfi Admissions Module Demonstration

Dr. Camelia Rosca presented the revisions and additions to SPEDfi relating to the ongoing to modernize, professionalize and streamline the admissions module and process. There was no further discussion.

Valley Collaborative Program Updates

Dr. Scott introduced separately Nick LeClair, Nicole Noska and Matthew Gentile, each of whom provided the Board with an update regarding their respective schools and/or programs (noting that written memos were included within the Board materials). The Board acknowledged Nick LeClair's appearance and article entitled "Virtual Learning Can Answer the Academic Needs of Moderate Disabilities" within the AASA School Administrator publication for March 2024. There was no further discussion.

Dr. Scott presented updates with respect to the Collaborative's District Improvement Plan (2025-2030). Safety Committee, Professional Learning/ADP Pro Summit, Technology Department's website revisions and the Valley Collaborative's Medical Behavioral Emergency Response Plan. 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 Dr. Denise Pigeon and seconded by Dr. Michael Flanagan, a quorum of voters being present, it was voted:

VOTED: To adjourn the Board meeting.

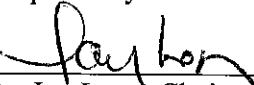
The vote was 7-0. Yes: Dr. Jay Lang, Dr. Laura Chesson, Dr. Denise Pigeon, Dr. Christopher Chew, Ms. Brenda Theriault-Regan, Dr. Michael Flanagan and Dr. Kerry Clery.

Dr. Jay Lang adjourned the Collaborative Board Meeting at 11:44 a.m.

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

- School Year 2024-2025 Electronic Board Binder for Board Meeting, April 25, 2024

Respectfully Submitted,



Dr. Jay Lang, Chairman
Dated: 4/26/2024