

**Valley Collaborative Board of Directors
General Session Meeting Minutes
April 27, 2023
10:00 a.m. – 10:47 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, 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 10:00 a.m.

Mr. Piwowar and Dr. Chris 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 a motion relating to the minutes.

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: To approve the General Session Meeting Minutes for the Board of Directors dated January 12, 2023.

The vote was 6-0-1. Yes: Mr. Timothy Piwowar, Dr. Christopher Chew, Dr. Denise Pigeon, Ms. Brenda Theriault-Regan, Mr. Brad Morgan, Mr. Steven Stone. Dr. Michael Flanagan abstained.

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

Dr. Scott provided the Board with an update regarding the Quest audit results, indicating the programmatic and licensing indicators. A copy of Dr. Scott's memorandum to the Board and a copy of the Quest audit report was provided within the Board materials. There was no further discussion.

[Dr. Laura Chesson arrived at 10:07 a.m.]

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.

[Dr. Jay Lang arrived at 10:24 a.m.]

Financial Update

Executive Director's Report and Fiscal Year 2023 Update

Dr. Scott reviewed the revenues, expenses, budget and enrollment for the School Year 2022-2023. Dr. Scott referred the Board to her Fiscal Year 2023 Budget Amendment Presentation memorandum within the Board materials which outlined the current revenue and expense gap at the Collaborative and the substantive reasons including enrollment versus an increase of operating expenses due to inflation, supply chain delays and design and remodeling of properties. The Board discussed.

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 amends the Fiscal Year 2023 Operating Budget, with a second amended expense budget in the amount of \$21,367,029, as presented and recommended by the Executive Director.

The vote was 9-0. 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, Dr. Michael Flanagan.

Treasurer's Report

Ms. Heidi Kriger, the Collaborative Treasurer, provided the Board with her report which covered the months December 2022 through March 2023. 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, which Ms. Kriger and the Board noted one scrivener's error in the February 2023 report. There was no further discussion.

On a motion made by Dr. Laura Chesson, and seconded by Mr. Brad Morgan, 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 9-0. 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, Dr. Michael Flanagan.

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

VOTED: To adjourn the Board meeting.

The vote was 9-0. 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, Dr. Michael Flanagan.

Mr. Timothy Piwowar adjourned the Collaborative Board Meeting at 10:47 a.m.

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

- School Year 2022-2023 Electronic Board Binder for Board Meeting, April 27, 2023

Respectfully Submitted,



Mr. Timothy Piwowar, Chairman

Dated: 6/8/2023