

Cape Cod Collaborative
418 Bumps River Road
Osterville, MA 02655



Board of Directors
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Board of Directors Meeting Minutes
418 Bumps River Road, Osterville, MA 02655
December 11, 2019

I. Call to Order

The December 11, 2019 meeting of the Cape Cod Collaborative Board of Directors was called to order at 5:17 PM by Mr. Furnari, Chair. In attendance were:

Falmouth	John Furnari, Chair
Barnstable	Barbara Dunn
Bourne	Maureen Fuller
Dennis-Yarmouth	Phillip Morris
Monomoy	Joe Auciello
Nantucket	Zona Tanner-Butler (in at 5:39 PM)
Nauset	Robert Jacobus
Orleans	Hank Schumacher
Upper Cape Cod RTS	Robert Fichtenmayer
Wareham	Michael Flaherty
Treasurer	William (Bill) Friel
Secretary	Elizabeth (Beth) Deck

Also in attendance were:

Executive Director	Paul Hilton
Business Manager	Amy Lipkind
Admin & Finance Coordinator	Marc Dupuis
Director of Special Education Programs	Dr. Anita Woods
Operations Manager	Anders Erikson
Powers & Sullivan, LLC	Richard L. Sullivan, CPA, MBA

Mr. Furnari asked for a motion to suspend the voting rights for Mashpee, Martha's Vineyard, Wellfleet, Provincetown and Truro. Mr. Hilton noted the Articles of Agreement allow the Collaborative to suspend voting rights when district representatives miss two (or more) consecutive meetings. He noted that this provision helps assure the Collaborative can ensure a quorum while maintaining representation.

Mr. Jacobus made a motion that the Board vote to suspend the voting rights for Mashpee, Martha's Vineyard, Wellfleet, Provincetown and Truro. Mr. Flaherty seconded.

SO VOTED – UNANIMOUS

Mr. Furnari noted Mr. Sullivan of the Collaborative's auditing firm, Powers & Sullivan, LLC, was present at the meeting and suggested the Board discuss the Audited Financial Statements next on the agenda. The Board concurred.

II. Old Business

a. FY19 Close-Out

- FY19 Annual Audited Financial Statements **VOTE**
 - The FY19 Annual Audited Financial Statements were presented, reviewed and discussed by Mr. Richard Sullivan, from the contracted auditors, Powers & Sullivan, LLC. A DRAFT of the FY19 Audit had been distributed with information for the November Board Meeting. A copy of the revised FY19 audited Financial Statements was included with Board materials for the December meeting.

Mr. Sullivan noted Collaborative audits have gone smoothly over the past few years, under the guidance of Ms. Lipkind and Mr. Friel. He explained that Powers & Sullivan visited the Collaborative twice for extended periods during the audit process, in April and in August of 2019. He explained that, in April, testing was completed to review budget transparency, payroll processes, revenues and disbursements. He further explained that, in August, just five weeks after the close of the fiscal year, the audit revealed an efficient closing of the fiscal year. Mr. Powers noted that, by September 2019, an initial (DRAFT) audit document had been produced for review.

Mr. Sullivan noted Mr. Hilton's and Ms. Lipkind's in-depth review of the financials contributed to the Collaborative's "audit-readiness" as information was ready for the auditors. He explained that where additional information was needed, staff acted with a "sense of urgency" and were very responsive to inquiries.

Mr. Sullivan noted that "assets" and "liabilities" were both audited. He indicated that cash accounts were audited "to the penny" with no issues. He also observed that capital leases for equipment and OPEB were also scrutinized. (Mr. Flaherty asked the Chair for permission to make an audio recording of this portion of the meeting. Permission was granted.) Mr. Sullivan continued with his review, indicating that the financial results show a general fund "profit". He explained that this "profit" is primarily related to the transportation services provided by the Collaborative. Mr. Sullivan noted that expenses associated with the provision of transportation services are linear in relation to "profit" or positive variance in the accounting.

He summarized that the “cumulative surplus” was less than 25% of the total “Fund Balance”. Mr. Sullivan indicated that it was his opinion that the Audited Financial Statements represent an “unqualified” clean opinion, with no concerns. He noted that cooperation with staff was excellent and indicated that he would be happy to entertain questions.

Mr. Flaherty noted that there were no negative comments made regarding the audit process or the audit. Mr. Sullivan said there were none.

Mr. Morris indicated that he was still learning about OPEB and asked how the OPEB liability was determined. Ms. Lipkind indicated that the Collaborative provided an actuarial report to the auditors. She noted that the OPEB Actuarial Study was provided to Board members a few months ago. Ms. Lipkind and Mr. Powers noted that the information contained in the actuarial report was used to determine the OPEB liability. Mr. Sullivan noted the Dennis-Yarmouth Regional School District completes the same procedure: a full actuarial study is done through a “census”, which includes employee information and the cost of healthcare. He explained that an evaluation is conducted (as with a pension) analyzing *what is in the account* vs. *what will be needed in the future*. Mr. Hilton observed that, like a pension, there is an “arc” spanning twenty to thirty years. He also noted that the funding for OPEB is analyzed in comparison to the ARC (Annually Required Contribution). It was noted that setting funds aside now for the future allows for “compounding” over time. Mr. Hilton thanked Mr. Fichtenmayer for the impetus in developing the current process for contributing to OPEB.

Mr. Hilton recommended that the Board approve the FY19 audited financial statements.

Mr. Jacobus made a motion that the Board vote to approve the FY19 audited financial statements. The motion was seconded by Mr. Morris.

SO VOTED - UNANIMOUS

III. Minutes

a. November 13, 2019

VOTE

Mr. Fichtenmayer made a motion that the Board vote to accept the minutes of the November 13, 2019 meeting. This was seconded by Mr. Morris.

SO VOTED

YES – 8

NO – 0

ABSTAIN – 2 (Flaherty, Jacobus)

IV. Old Business

a. Executive Director Evaluation

Mr. Furnari indicated that the Board must agree upon an instrument and process to conduct the evaluation of the Executive Director for Calendar Year (CY) 2019 (current calendar year) as well as a format/instrument to be used for Calendar Year 2020.

Mr. Furnari indicated that he and Ms. Lindahl will be meeting with Paul over the next few weeks. He recommended that the Board use the same evaluation instrument that was used last year, and suggested that this be emailed to Board members.

It was recommended that a meeting of the Evaluation Subcommittee be held prior to the January meeting. Members of this committee have been: Mr. Furnari, Ms. Lindahl and Mr. Schumacher.

b. Transportation

- Invoicing

Ms. Lipkind updated the Board regarding status for FY20 invoicing to districts. She noted that November invoicing was in process. She explained that the invoicing process had been streamlined and, as a result, the invoices are generated more rapidly and efficiently.

Ms. Tanner-Butler asked how often invoices are generated. Mr. Hilton responded that monthly “general” education transportation invoices are issued at the beginning of each year. Ms. Lipkind noted that these amount of these invoices does not vary from month to month. Mr. Hilton also explained that each school district determines how to allocate these costs based upon the “general” education transportation cost template.

Ms. Lipkind noted that Special education transportation invoices are generated each month, and that the amounts may vary depending on the number of students transported and the number of miles traveled.

- Reconciliation

Ms. Lipkind and Mr. Hilton shared an overview of FY20 routing and associated costs (rate determination). It was projected that revenues would continue to be sufficient to fund expenses.

Mr. Auciello noted the audited financial statements recently completed by Powers & Sullivan accentuate the position of transportation. He wondered if the Collaborative will continue to expand services to other districts. Mr. Hilton responded that the Collaborative was cautiously optimistic about the Collaborative’s ability to increase services in this area. He noted that, given the amount of work needed to be successful, the Collaborative would need to staff appropriately to meet increased demand.

V. New Business

a. FY19 Annual Report

VOTE

Mr. Hilton explained that the Collaborative was required to publish an annual report each year. This report discusses the activities of the previous year and includes the

Audited Financial Statements. He explained that the 2018-2019 report represents the Collaborative's eighth Annual Report.

Additional information was distributed to Board members for inclusion in the Annual Report, including information on district utilization as well as a supplementary letter which included statutorily required information.

Mr. Hilton reminded the Board that a vote is necessary, as the Annual Report must be published and shared with MA-DESE by January 1, 2020. He recommended that the Board approve the FY19 Annual Report following satisfactory review and recommendation of edits.

Mr. Morris made a motion that the Board vote to accept the FY19 Annual Report, with the understanding that minor edits may be required prior to publication. This motion was seconded by Mr. Fichtenmayer.

Mr. Schumacher reviewed the district utilization page and suggested that students attending Collaborative programs who are in K-5 classrooms should be noted under the elementary school districts (Brewster, Eastham, Orleans, etc.). He also suggested that enrollment information also denote the sending towns. The Board accepted these revisions as part of the original motion. Dr. Woods indicated that she would update this information.

SO VOTED - UNANIMOUS

b. Treasurer Evaluation

Discussion

Mr. Hilton explained that the Board must annually facilitate the evaluation of the Collaborative Treasurer. He noted that Mr. William Friel was first appointed as the Treasurer of the Collaborative in May 2017. Mr. Hilton indicated that Mr. Friel had done an exceptional job in this role.

Mr. Hilton explained that he and Ms. Lipkind have met regularly with Mr. Friel. He explained that an evaluation would be completed as required by statute each year. It was recommended that the Board offer feedback regarding the performance of the Treasurer and direct the Executive Director and Business Manager to complete an evaluation of the Treasurer for consideration by the Board for a vote at the January meeting.

Mr. Furnari directed Mr. Hilton and Ms. Lipkind to complete the Treasurer Evaluation.

Mr. Furnari and Mr. Jacobus both provided positive comments regarding Mr. Friel's performance.

c. Donation

VOTE

Mr. Hilton explained that the Collaborative was selected as a beneficiary of the "Shepley Open" golf tournament that occurred in September 2019. He noted that representatives from the Shepley organization were preparing to present a check for \$4,000 to the Collaborative.

Mr. Hilton explained that the Shepley organization had been very supportive of the Collaborative throughout the past several years. He noted that previous donations of funds and materials to support the Collaborative Food Bank have been made in the past.

Mr. Hilton recommended that the Board accept this donation from the Shepley Wide Open Fund of the Cape Cod Foundation, with gratitude.

Mr. Flaherty made a motion that the Board vote to accept the donation from the Shepley Wide Open Fund of the Cape Cod Foundation, and directed that a thank you note be issued. Mr. Fichtenmayer seconded the motion.

Mr. Jacobus sought assurance that the Collaborative currently has no projects ongoing which involve the Shepley organization. Mr. Hilton confirmed that there are no ongoing projects involving Shepley. He noted the donation is the result of a Shepley employee nomination process.

SO VOTED - UNANIMOUS

d. FY20 Warrants

VOTES

- | | | | |
|-------|------|-------|------|
| • #20 | VOTE | • #22 | VOTE |
| • #21 | VOTE | • #23 | VOTE |

Mr. Jacobus made a motion that the Board vote to approve Warrants #20, #21, #22 and #23 as a slate. Mr. Fichtenmayer seconded the motion.

SO VOTED – UNANIMOUS

Mr. Flaherty made a motion that the Board vote to approve the slate of Warrants. This was seconded by Mr. Jacobus.

Ms. Fuller asked for clarification regarding a payment made to the provider of services under the MTSS grant-funded program. Mr. Hilton indicated that the provider is on-Cape three days a week. He explained that each participating district chooses how to utilize the consulting opportunity.

Mr. Schumacher questioned the hotel expenses paid on Warrant #21. Ms. Lipkind clarified that this was payment made to a presenter. The invoice included the presenter’s fee, plus expenses. Ms. Lipkind indicated that she will review this expense to assure it has been posted correctly.

Mr. Auciello asked about the RBT expense on Warrant #20. He wondered if the course materials were available. Mr. Hilton observed the ATSR course was a course offered through Research for Better Teaching (RBT). He indicated that Curriculum Administrators in each participating district should have the copies of course materials.

SO VOTED – UNANIMOUS

e. FY20 Spending Plan

- Personnel

- Additions

VOTE

- Michael Morgado – Mechanic (part-time)
- Emma Silva – Paraprofessional, STAR
- Martha Stranger – Monitor (spare)

Mr. Jacobus made a motion that the Board vote to approve the Additions as shown on the agenda. The motion was seconded by Mr. Morris.

SO VOTED - UNANIMOUS

- Reductions: **VOTE**
 - Sandra Gay – Monitor (spare)
 - Doreen Mayer – CDL Driver (Nauset, spare)

Mr. Jacobus made a motion that the Board vote to accept the reductions as noted on the agenda. Mr. Fichtenmayer seconded.

SO VOTED - UNANIMOUS

- Changes in Status **VOTE**
 - John Barron – from CDL Training to CDL Spare
 - Joao Gomes – from CDL Training to CDL Spare
 - Richard Loud – from CDL Training to Bourne
 - Thomas McLaughlin – from CDL Training to CDL Spare

Mr. Jacobus made a motion that the Board vote to recognize the changes in status noted on the agenda. Ms. Dunn seconded.

SO VOTED - UNANIMOUS

- Change of Position Description **VOTE**
 - Consideration of Change in Position Description **VOTE**

Mr. Hilton discussed and present the change in the Position Description for the “Lead Speech & Language Pathologist”. Mr. Hilton recommended that this position be changed to a twelve (12) month position, from a ten (10) month position. Mr. Hilton noted the change in the position is expected to be “cost neutral.”

Mr. Jacobus made a motion that the Board vote to change the position description for the “Lead Speech & Language Pathologist” to a twelve (12) month position. Ms. Dunn seconded.

SO VOTED - UNANIMOUS

f. Request for Proposals (Waypoint Relocation) Discussion & Vote

Mr. Hilton and Ms. Lipkind updated the Board regarding the status of the preparation for relocation of the Waypoint Academy program. They explained that a Request for Proposals (RFP) was developed as had been discussed in previous Board meeting. Mr. Hilton noted that the final version of the RFP was included with Board materials for this meeting.

Ms. Lipkind confirmed that the RFP was issued on Monday, December 9th, advertised as required, and sent directly to parties who expressed interest or who were thought to be interested. Mr. Hilton indicated the RFP had been shared with Special Education Directors, the Board of Directors, and Waypoint employees. Mr. Hilton noted that further discussion regarding Waypoint relocation would occur in Executive Session.

It was recommended that the Facilities Subcommittee schedule dates to meet in December, January and February (especially after proposals are submitted on February 3rd)

Mr. Hilton recommended that the Board formally vote to approve this RFP for solicitation of proposals for the relocation of the Waypoint Academy program (previously the Board delegated approval of the RFP).

Mr. Fichtenmayer made a motion that the Board vote to approve the RFP for solicitation of proposals for the relocation of the Waypoint Academy program. Mr. Morris seconded the motion.

Mr. Schumacher asked for the rationale behind the request for a ten (10) year lease or purchase. Mr. Hilton noted the program, as lessee, would benefit from a long-term lease as would the lessor. Mr. Schumacher indicated he was pleased to have this wording included.

SO VOTED – UNANIMOUS

g. Planning Legislative Breakfast for 2020

Discussion

Mr. Hilton updated the Board regarding planning for a meeting with Legislators from the region in early 2020.

Mr. Furnari indicated that this meeting *will* occur on the morning of **January 24, 2020** from 9:30 until noon.

Mr. Furnari and Mr. Morris will be meeting to prepare the agenda for this meeting. Mr. Furnari had spoken with Representative Vieira, who has indicated that he was excited about the opportunity to attend. Mr. Furnari indicated that a structure for the meeting will be determined, including break-out sessions with legislators, and the opportunity for groups to bring back ideas to the overall group. Mr. Morris noted the partnership between MASC and the Cape Cod Collaborative has been positive, and noted that providing structure to the meeting will allow school committee members a higher degree of participation. Mr. Hilton noted the governor’s proposal for the FY21 state budget is scheduled to be released that week. Mr. Hilton noted that it is likely that the increased level of reporting and accountability would be discussed, as would hopes that this accountability would come with an increase in funding.

h. Transportation SubCommittee

Discussion

Mr. Hilton indicated that the Transportation SubCommittee should be convened in the coming month. In the past, members have been: Mr. McGee, Ms. Lindahl, and Mr. Flaherty. Committee input is needed as the Collaborative seeks to develop policy items and manage employee personnel questions.

i. Waypoint Program Relocation

Discussion

Mr. Hilton updated the Board regarding the planning for the relocation of Waypoint Academy. The Board had met in Executive Session in October to discuss options and negotiation strategies for procurement of real estate. It is expected that the Board will also need to meet in Executive Session for an update regarding progress in negotiations as well as continuing strategy development.

j. Programs/Services

- Waypoint Academy
 - Enrollment
 - Programming
 - New Staff
 - Camp Burgess
 - Facility Developments

- STAR / Osterville
 - Enrollment
 - Programming

Dr. Woods provided an overview of the current and projected enrollment for both programs during FY20. She indicated enrollment continued to be active – Waypoint added 4 students and had 4 students transition out, and STAR added 3 students since the last meeting. Dr. Woods noted referrals continued to be made for both programs.

Dr. Woods discussed the family luncheons held by both programs on the Tuesday prior to Thanksgiving. She noted that these luncheons were well attended and extended her thanks to the Falmouth Service Center, which provided 60 – 65 turkey dinners with all the trimmings that were sent home with families.

Mr. Auciello referred to the Annual Report, where mention was made that several long-term staff left the program during the past year. He asked if the loss of these experienced staff was cause for concern. Mr. Hilton noted that any loss of staff causes change. He explained that during that period, three of the staff that left were drivers, and that two were long-time employees affiliated with the ASLP program. These changes did not have a significant qualitative impact upon operations or programming. Mr. Hilton noted there is concern that relocating the Waypoint program would impact staffing, and thus have an impact upon programming. Dr. Woods noted the last Bridgewater State cohort resulted in several new teachers and expressed her hopes regarding the new cohort to be formed. She described the need to build Collaborative staff to fill the shortage of special education teachers, especially teachers with severe special needs certification.

- Transportation

Mr. Hilton and Ms. Lipkind provided an update regarding current issues and opportunities with Collaborative transportation. They noted that the Collaborative continued to address issues associated with minor warranty issues with the new and new(er) buses in Bourne, Monomoy and Mashpee. Mr. Hilton noted that there was a meeting with the local dealership (Anderson BlueBird Motors of East Providence, RI) on Friday, November 8, 2019 and another that occurred with the manufacturer (BlueBird Bus) on November 25, 2019.

Mr. Hilton and Ms. Lipkind provided an update regarding these discussions. Mr. Hilton stressed the Collaborative expects better service and quality vehicles.

Mr. Schumacher asked if alternative manufacturers had been considered. Mr. Hilton indicated they have been, and that the Collaborative continues to seek the best available quality.

- Therapies

Mr. Hilton provided an update regarding the provision of services within the Collaborative and to districts (and others).

- Special Projects

Mr. Hilton provided updates regarding items considered as “Special Projects” of the Collaborative. Dr. Bogden had been called out of state to attend to a family obligation.

- ASLP

Mr. Hilton discussed the status of planning for the Summer 2020 ASLP Program.

- Multi-Tiered Systems of Support Grant

Mr. Hilton provided an update regarding the activities that are occurring with the districts throughout the region. Dr. Giffune continues to meet with Superintendents and Curriculum Administrators.

- Bridgewater State University Partnership

Mr. Hilton discussed the status of the Memorandum of Understanding with Bridgewater State University. The requirements for staff are somewhat different for universities than for school systems. He explained that wording in the MOU regarding staffing continues to be discussed.

Mr. Hilton also discussed the status of initiatives to develop Special Education licensure “cohorts” in the coming month as well as opportunities for coordinated credit coursework.

k. Strategic Planning

Discussion

Mr. Hilton noted that the focus of a significant amount of activity throughout the 2018-2019 School/Fiscal Year was about the demographic shifts that have occurred, and continue to occur, throughout the region. He explained that Peter Francese, an economic demographer, facilitated discussions among the Superintendents and led discussion at the Legislative Breakfast in February 2019 regarding this topic.

Mr. Hilton noted that it was necessary for the Collaborative to continuously evolve to meet the changing needs of the districts, students and families throughout the region. He discussed the need to re-initiate strategic planning for the Collaborative and the need to include stakeholders throughout the region.

Mr. Hilton recommended initiating the Strategic Planning in early 2020 and will seek the guidance of a Subcommittee of the Board with this process.

l. Virtual High School

Mr. Hilton discussed the status of the consortium for Virtual High School that has existed through the Cape Cod Collaborative since 2001.

m. International Student Exchange

Mr. Hilton provided an update regarding the status of the regional consortium of school districts to host international students.

VI. Cracker Barrel Discussion

a. Local District Issues

Mr. Furnari invited Board to share current concerns and challenges in local educational arena. No topics were brought up for discussion.

b. Questions / Concerns

No questions or concerns were raised for discussion at this meeting.

VII. Other

No other items were brought forth for discussion at this meeting.

VIII. Executive Session

Mr. Furnari noted that it was necessary to enter into Executive Session:

- a. To consider the purchase, exchange, lease or value of real property if the chair declares that an open meeting may have a detrimental effect on the negotiating position of the public body;

(Generally, a public body must identify the specific piece of property it plans to discuss before entering into executive session under Purpose 6. A public body may withhold the identity of the property if publicly disclosing that information would compromise the purpose for which the executive session was called. While we generally defer to public bodies' assessment of whether the inclusion of such details would compromise the purpose for an executive session, a public body must be able to demonstrate a reasonable basis for that claim if challenged.

Under this purpose, as with the collective bargaining and litigation purpose, an executive session may be held only where an open meeting may have a detrimental impact on the body's negotiating position with a third party. At the time that the executive session is proposed and voted on, the chair must state on the record that having the discussion in an open session may be detrimental to the public body's negotiating position.)

Mr. Fichtenmayer made a motion that the Board vote to enter into Executive Session for the stated purpose. Mr. Jacobus seconded the motion. A roll call vote was taken:

Mr. Auciello – yes, Ms. Tanner-Butler – yes, Mr. Schumacher – yes, Mr. Fichtenmayer – yes, Ms. Fuller – yes, Ms. Dunn – yes, Mr. Morris – yes, Mr. Flaherty – yes, Mr. Jacobus – yes, Mr. Furnari – yes

SO VOTED

The Board exited Open Session and entered into Executive Session at 6:41 PM.

The Board exited Executive Session and returned to Open Session at 7:00 PM.

IX. Adjournment

Mr. Jacobus made a motion that the Board vote to adjourn the meeting. The motion was seconded by Ms. Fuller.

SO VOTED – UNANIMOUS

The December 11, 2019 meeting of the Cape Cod Collaborative Board of Directors adjourned at 7:01 PM.