



**Board of Directors Meeting Minutes**  
**418 Bumps River Road, Osterville, MA 02655**  
**August 20, 2020 – 6:15 PM**

**I. Call to Order**

The August 20, 2020 meeting of the Cape Cod Collaborative Board of Directors was called to order by Ms. Putnam, acting Chair, at 6:30 PM.

Mr. Hilton noted the meeting was occurring virtually through the Zoom application, and that recommendations associated with conducting a public meeting virtually were shared with Board members as required.

The posting of this Board meeting included means for public participation through telephonic means. Attendees may join the meeting by calling:

Phone Number: 1-929-205-6099  
Meeting ID: 916 1844 3227  
Password: Cape Cod

Mr. Hilton indicated that the order of the meeting would include the necessity for all votes to occur through a “roll call” process. Each member of the Board was required to verbally “sign in”.

Please note that members, guests, and staff who attended the meeting remotely have “R” noted after their names. In attendance were:

Barnstable	Kathleen Bent	R
Bourne	Maureen Fuller	R
Cape Cod Regional Technical HS	Scott McGee	R
Dennis-Yarmouth	Phillip Morris	R
Mashpee	Don Myers	R
Orleans	Hank Schumacher	R
Upper Cape Cod RTS	Robert Fichtenmayer*	R
Wellfleet	Jill Putnam	R

\*During the meeting, Mr. Fichtenmayer was unable to respond audibly, as required, to roll call votes.

Mr. Hilton recommended that the Board vote to suspend voting rights for member districts whose representatives have missed two consecutive meetings: Martha's Vineyard, Nauset, Brewster, Nantucket, Provincetown and Truro.

Ms. Bent made a motion that the Board vote to suspend voting rights for these member districts. Mr. Morris seconded the motion.

A roll call vote was taken:

Ms. Putnam- yes, Mr. Morris – yes, Ms. Fuller – yes, Mr. McGee – yes, Ms. Bent – yes,  
Mr. Myers – yes, Mr. Schumacher – yes

The motion passed.

## II. Old Business

### a. Procurement of Vehicles – Contract Award

### VOTE

Mr. Hilton noted that Ms. Lipkind had sought proposals for the vehicles that had been considered for purchase as noted in the March 2020 Board minutes. He explained that the stated need for the vehicles had changed following the closure of school programming due to the COVID-19 pandemic shortly after the March board meeting.

He indicated that Ms. Lipkind coordinated discussions with the associated districts and with Collaborative staff regarding the need for vehicles as well as the procurement process:

- The Mashpee Public Schools confirmed their intent to continue the replacement process for vehicles, but with a reduction to three (3) buses for the 2020-2021 School Year.
- The Nantucket Public Schools confirmed their intent to continue the replacement process for vehicles with two (2) vehicles for the 2020-2021 School Year.

Mr. Hilton noted that the initial procurement process had included four (4) of the BlueBird Vision buses for the Mashpee Public Schools. He explained that, after careful and considerable consultation with the Collaborative Transportation staff, it was recommended that the procurement continue with four (4) BlueBird Vision (71 passenger) buses, with the fourth bus to be used as a spare/trip vehicle by the multiple districts served by the Collaborative. He noted that this recommendation was made with consideration regarding the potential impact of the COVID-19 pandemic upon the numbers of buses that will be necessary to accommodate “social distancing” as well as the increasing age of the fleet of “spare” and “trip” buses within the Collaborative fleet.

Ms. Lipkind noted that this procurement process was conducted through the Sourcewell Purchasing agreement (formerly National Joint Powers Alliance), a municipal contracting agency and that this process is consistent with the requirements of MGL Ch30(B)

*It was recommended that the Board award the contract for the procurement of the six (6) vehicles:*

- *Two (2) seventy-one (71) passenger BlueBird All-American School Buses to Anderson BlueBird Bus Sales of East Providence, Rhode Island*
- *Four (4) seventy-one (71) passenger BlueBird Vision School Buses to Anderson BlueBird Bus Sales of East Providence, Rhode Island*

*The amount for this procurement award is \$547,314 according to the terms of Sourcewell Purchasing agreement (formerly National Joint Powers Alliance), a municipal contracting agency.*

Ms. Bent made a motion that the Board vote to award the contract for the procurement of six (6) vehicles to Anderson BlueBird of East Providence, Rhode Island. Mr. Morris seconded the motion.

A roll call vote was taken:

Ms. Putnam – yes, Mr. Morris – yes, Mr. Schumacher – yes, Ms. Bent – yes,  
Mr. Myers – yes, Ms. Fuller – yes, Mr. McGee – yes

The motion passed.

## **b. Financing of Vehicles**

## **VOTE**

Mr. Hilton noted that the Collaborative received a financing proposal from First Capital Leasing Corporation at 2.829% financing over 7 years. (A copy of this proposal had been provided to Board members prior to the meeting.) Mr. Hilton noted the borrowing is cost-effective and in the best interests of the Collaborative and the member municipalities. He recommended the Board vote to approve entering into this agreement. Mr. Hilton also recommended that the Board vote to authorize Mr. Friel, as the Collaborative Treasurer, to sign the agreement on behalf of the Collaborative.

*It was recommended that the board authorize the Collaborative to award the financing of the six (6) vehicles to First Capital consistent with the terms of the agreement shared with the board.*

Ms. Bent made a motion that the Board vote to authorize the Collaborative to award the financing of the six (6) vehicles to First Capital. Mr. Morris seconded the motion.

A roll call vote was taken:

Ms. Putnam – yes, Mr. Morris – yes, Ms. Fuller – yes, Ms. Bent – yes,  
Mr. Schumacher – yes, Mr. Myers – yes, Mr. McGee – yes

The motion passed.

*It was also recommended that the Board authorize William Friel, as the Treasurer, as the signatory for the execution of the financing agreement.*

Mr. Morris made a motion that the Board vote to authorize Mr. Friel, as Treasurer, to sign on behalf of the Collaborative. Ms. Bent seconded the motion.

A roll call vote was taken:

Ms. Putnam – yes, Mr. Morris – yes, Mr. Schumacher – yes, Ms. Bent – yes,  
Mr. Myers – yes, Ms. Fuller – yes, Mr. McGee – yes

The motion passed.

### **c. Obligor Resolution**

### **VOTE**

Mr. Hilton explained that the financing agreement between the Cape Cod Collaborative and First Capital Leasing Corporation requires the completion of a “Government Obligation Contract”. A copy of this document was included with the materials for this Board meeting.

He recommended that the resolution be considered, and approved, by the Board to memorialize the Financing agreement with First Capital Leasing Corporation in the required format.

Mr. Morris made a motion that the Board vote to approve the following resolution regarding determination of need and the approval of authorization of Mr. Friel to execute documents on behalf of the Collaborative. Ms. Bent seconded the motion.

### **VOTE**

*Be it resolved by the Governing Body of the Obligor as follows:*

- 1. Determination of Need. The Governing Body of Obligor has determined that a true and very real need exists for the acquisition of the Equipment described on Exhibit A of the Government Obligation Contract dated as of August 20, 2020, between Cape Cod Collaborative (Obligor) and First Capital Equipment Leasing Corporation (Obligee).*
- 2. Approval of Authorization. The Governing body of the Obligor has determined that the Contract, substantially in the form presented to this meeting, is in the best interests of the Obligor for the acquisition for such Equipment, and the Governing Body hereby approved entering into of the Contract by the Obligor and hereby designates and authorizes the following person(s) to execute and deliver the Contract on Obligor’s behalf with such changes thereto as such person(s) deem(s) appropriate, and any related documents, including any Escrow Agreement, necessary to the consummation of transaction contemplated by the Contract.*
  - Authorized Individual(s): William T Friel*

Mr. Hilton noted Collaborative counsel had suggested minor language changes regarding ethics laws and conflict of interest. He explained that these recommended changes were reviewed by the bank’s attorney. He also noted that the Collaborative counsel had indicated that these changes were preferences and not absolutely necessary.

A roll call vote was taken:

Ms. Putnam – yes, Mr. Morris – yes, Ms. Bent – yes, Ms. Fuller – yes,  
Mr. Schumacher – yes, Mr. Myers – yes, Mr. McGee – yes

The motion passed.

## **III. New Business**

### **a. Title IX Policy Changes**

### **VOTE**

Mr. Hilton indicated that had become necessary for the Collaborative to update its Title IX Policy to align with regulations issued by the U.S. Department of Education.

He noted that a copy of the proposed policy was included in Board materials for review. He recommended that the Board vote to approve this policy. Upon approval, the policy will be added to the Collaborative Employee Handbook and the Collaborative's website will be updated accordingly.

Mr. Morris made a motion that the Board vote to approve these changes to the Collaborative's Title IX policy. Mr. Schumacher seconded the motion.

A roll call vote was taken:

Ms. Putnam – yes, Mr. Morris – yes, Mr. Schumacher – yes, Ms. Bent – yes,  
Ms. Fuller – yes, Mr. Myers – yes, Mr. McGee – yes

The motion passed.

Mr. Morris asked if there had been an incident which has led to these changes in authority. Mr. Hilton responded that these changes in regulations clarified ambiguity and refined the investigation process.

#### **IV. Other**

No other issues were brought before the Board for discussion.

#### **V. Adjournment**

Mr. Morris made a motion that the Board vote to adjourn the meeting. Ms. Fuller seconded the motion.

A roll call vote was taken:

Ms. Putnam – yes, Mr. Morris – yes, Mr. Schumacher – yes, Ms. Bent -yes, Ms. Fuller – yes,  
Mr. Myers – yes, Mr. McGee – yes.

The motion passed.

The August 20, 2020 meeting of the Cape Cod Collaborative Board of Directors adjourned at 6:46 PM.