



Board of Directors Meeting Minutes

418 Bumps River Road, Osterville, MA 02655

March 9, 2022 – 5:00PM Cracker Barrel / 5:15PM – Call to Order

I. Cracker Barrel Discussion 5:00 PM

a. Local District Issues

Board members were invited to share current concerns and challenges in local educational arena

b. Questions / Concerns

No questions or concerns were raised.

II. Call to Order 5:15 PM

The March 9, 2022 meeting of the Cape Cod Collaborative Board of Directors was called to order at 5:15 by Ms. Lindahl, Chair. The meeting occurred in a hybrid manner, with attendees participating both in person and virtually through the Zoom application. The 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 by telephone. Attendees may join the meeting by calling:

Phone Number: 1-929-205-6099

Meeting ID: 872 9863 1073

Phone Passcode: 9784543

Zoom Passcode: CapeCod

Ms. Lindahl reminded Board members of the necessity for all votes to occur through a “roll call” process. Mr. Hilton noted that information and votes taken during Open Session would be recorded.

Board members and Collaborative staff who attended remotely have “R” noted after their names. In attendance were:

Eastham

Cape Cod Technical HS

Barnstable

Judy Lindahl, Chair (R)

Scott McGee, Vice Chair (R)

Kathleen Bent (joined at 5:52 PM)

Bourne	Maureen Fuller (R)
Brewster	Casey Mecca (R)
Dennis-Yarmouth	Phillip Morris (R)
Martha's Vineyard	Kate DeVane (R)
Mashpee	Don Myers (R)
Nantucket	Laura Gallagher Byrne (R)
Orleans	Hank Schumacher (R)
Upper Cape Cod RTS	Robert Fichtenmayer (left at 5:50 PM)
Wareham	Joyce Bacchiocchi (R)
Wellfleet	Jill Putnam (R)
Secretary	Elizabeth (Beth) Deck

Also in attendance were:

Executive Director	Paul Hilton
Business Manager	Amy Lipkind
Admin & Finance Coordinator	Marc Dupuis (R)
Operations Manager	Anders Erikson (R)
Director of Special Education	Christina Caputo (R)
Waypoint Program Director	Dr. Kara Peterson (R)
STAR Program Director	Julia Bryant
Collaborative Counsel	Sarah Spatafore (R)

Ms. Lindahl requested a motion to suspend the following districts, as per the Cape Cod Collaborative Articles of Agreement (4.9.2), "When an appointed representative misses two (2) or more consecutive meetings and/or indicates an inability to regularly attend Board of Directors meetings, voting rights may be suspended in accordance to the process outlined in Article III."

Provincetown	No appointed representative
Truro	Missed meetings
Nauset Regional	Missed meetings

Ms. DeVane made a motion that the Board vote to suspend these appointed representatives. Mr. Morris seconded the motion. The Board unanimously approved the motion.

Ms. Lindahl noted that Attorney Spatafore, of Murphy, Hesse, Toomey & Lehane, was present at the meeting to assist in the discussion regarding Bond Financing. As Attorney Spatafore's time was limited, Ms. Lindahl indicated the votes regarding Tax-Exempt Bonding would be taken first on the agenda.

III. New Business

a. Procurement

- Tax-Exempt Bonding

VOTE(S)

Mr. Hilton briefly reviewed the process that had been followed by the Collaborative:

- The Collaborative submitted an application to secure the assistance of MassDevelopment with securing tax-exempt bonds for the renovation of the Laurence MacArthur Building in South Yarmouth. The Collaborative application received preliminary approval at a meeting of the MassDevelopment Board on January 13, 2022.
- A “Commitment Letter” was received from TDBank associated with the proposed terms for bond financing for the proposed renovations at the Laurence MacArthur Building.
- The Collaborative worked with Collaborative Counsel, TDBank and TDBank Counsel, Bond Counsel, MassDevelopment, the Town of Yarmouth and Bridgewater State University to ensure adherence to the terms of the “Commitment Letter”.
- Bridgewater State University and the Town of Yarmouth completed the “collateral assignment” agreement.
- Collaborative counsel reviewed the associated paperwork and indicated that the Collaborative Treasurer, William T Friel, would be the appropriate signatory for these documents.

It was recommended that the Board vote to approve the Resolution, which Mr. Hilton read into record, as follows:

SECTION 1. The Board of Directors, pursuant to Section 9.10.1 and 9.10.2 of its Articles of Agreement, hereby approves the Loan and Security Agreement (the “Loan Agreement”) among Massachusetts Development Finance Agency (the “Agency”), Cape Cod Collaborative (the “Collaborative” or “Borrower”) and TD Bank, N.A. (the “Bondowner”), pursuant to which the Agency will issue \$3,000,000 Massachusetts Development Finance Agency Revenue Bond, Series 2022 (the “Bonds”) as the loan and borrowing are cost-effective, the most favorable terms related to borrowing, and necessary to carry out the purposes for which the Collaborative was established.

SECTION 2. That the Executive Director, the Treasurer, and the Clerk of the Collaborative be, and each of them acting singly hereby is, authorized and empowered to execute, acknowledge and deliver, in the name and on behalf of the Collaborative, any and all documents necessary or desirable to effect the aforesaid amendment to the Loan Agreement, including without limitation: Loan Agreement, Continuing Covenants Agreement between Borrower and the Bondowner, Security Agreement between the Borrower and the Bondowner, Collateral Assignment of Memorandum of Understanding by the Borrower and the Bondowner, Collateral Assignment of the Agreement for Use and Occupancy by the Borrower to the Bondowner, Tax Certificate and Agreement between the Borrower and the Agency, Certificate of the Secretary of the Borrower, Certificate regarding Governmental Approvals and Permits and MEPA/MHC Compliance, Certificate regarding Corporate Standards Relative to Business Interests in China, and such other agreements and documents as the officer executing the same may deem necessary or appropriate to give effect to the

transaction contemplated hereby, his or her execution thereof to be conclusive evidence of his or her approval and conclusive identification of the documents so executed as one authorized hereby.

SECTION 3. This resolution shall take effect as of the date adopted.

Adopted: March 9, 2022

Mr. Fichtenmayer made a motion that the Board vote to approve the Resolution as read. Ms. DeVane seconded the motion.

A roll call vote was taken:

Ms. Fuller – yes, Ms. Mecca – yes, Mr. McGee – yes, Mr. Morris – yes,
Ms. Lindahl – yes, Ms. DeVane – yes, Mr. Myers – yes,
Ms. Gallagher Byrne – yes, Mr. Schumacher – yes, Mr. Fichtenmayer – yes,
Ms. Bacchiocchi – yes, Ms. Putnam – yes.
The motion passed by unanimous consent.

Attorney Spatafore left the meeting at 5:24 PM.

b. Programs/Services

- Waypoint Academy
 - Enrollment
 - Programming
 - Facility Developments

Dr. Peterson described “March Madness” at Waypoint Academy, which included basketball games, math problems, and continued work toward the refinement of the point system for students. Students, parents, and staff continued to meet to discuss revisions to the point system.

Dr. Peterson indicated that the program was midway through Quarter 3. She noted that staff had continued to work on plans for the upcoming 2022-2023 school year. She explained that rotating schedules for both middle and high school students, and schedule options to include Culinary Arts, Health, and Professional Development, were being considered.

Dr. Peterson discussed the development of a culture of growth and the “reward” field trips which had occurred. She explained that students had gone bowling, ice skating, and had twice visited the Cotuit Center for the Arts. She noted that staff from both school programs continued to meet to discuss how to embed trauma-informed practice into all programmatic efforts. Dr. Peterson indicated that all Waypoint staff would participate in a full-day of professional development on March 23 with members from BRYT: Bridge for Resilient Youth in Transition.

She indicated that program focus for the month of March had been on kindness and teamwork. She noted that students and staff had teamed to “escape the room together.” She also indicated that the use of music as a coping strategy was explored; with staff seeking ways for students to listen to music without interfering in learning for other students

Dr. Peterson described a meeting held on Monday, March 7. She explained that Mr. Hilton, Ms. Caputo, Ms. Bryant and Dr. Peterson had met with a consultant seeking to provide professional clinical support to program clinical staff (from both programs).

Ms. Fuller asked for more information regarding the use of field trips as student rewards. Dr. Peterson clarified that (only) students who had reached a certain level (based on the point system) were eligible to participate in these trips. She noted that Middle School students must reach Level 3; High School students Level 2.

Dr. Peterson recognized Mr. Morris, who had recently toured the Waypoint program. Mr. Morris thanked Dr. Peterson for the tour. He said it had been several years since his last visit and that he appreciated the positive changes. He suggested the good work being done at Waypoint should be publicized.

- STAR Program / Osterville

- Enrollment
- Programming

Ms. Bryant indicated the March 23 professional development for STAR staff would focus upon self-assessment. She explained that, for part of the day, staff would be discussing “what had gone well” thus far in the school year and to also note perceived programmatic challenges (weaknesses). Ms. Bryant noted that enrollment at the program has continued to grow. Ms. Bryant indicated that as of Monday, March 7th, sixty-four (64) students were enrolled at STAR.

Ms. Bryant indicated that a staff survey had been conducted to ascertain staff availability for the Extended School Year (ESY) program. She reported that 95% of the staff wanted to work the ESY program. She also noted that fundraising for the playground had continued. She referred to a flyer for “music bingo” which had been included in the Board materials for this meeting. She explained that a staff member at STAR, who also works at the Parrot Bar & Grille, had posted a flyer about the playground which resulted in recent donations of \$300 from patrons of the restaurant. Ms. Bryant also noted that staff were holding a “design a T-shirt” contest. She explained that the winning design would be used to create T-shirts for sale to raise additional playground funds.

Ms. Bryant also shared that three STAR classrooms had planned to hold “live” women’s history museums, where students wear tags with the names of famous women.

Ms. Bryant noted that students and staff had returned to eat in the cafeteria. She explained that students had been able to socialize, and staff had been able to observe students outside of the classroom. She also

noted that, with the cafeteria back in use, the March 23th Professional Development day would include a “cultural” pot-luck lunch.

Ms. Caputo and Dr. Peterson discussed conversations with school districts regarding the affirmation of “commitments” for the Waypoint Academy Program for the coming school year. Ms. Caputo informed the Board that she had heard from all but a couple of districts and was hopeful that commitments would be maintained at the current level, or slightly higher, for the 2022-2023 school year.

Mr. Hilton discussed the importance of “commitments” as essential to the maintenance of the Waypoint Academy program. He explained that, unlike the STAR program, where students typically enroll for a longer period of time, Waypoint students were enrolled and discharged more frequently. He indicated that “commitments” had been a way to maintain programming and allow districts to “own” a portion of the program.

- Transportation

- District Operations

- Mr. Hilton discussed global challenges associated with the continuity of student transportation services, and provided updates about ongoing discussions with each of the districts regarding methods for addressing these challenges, as well as planning for the 2022-2023 School Year.

- District Operations Updates

- Monomoy Regional Schools

- The Collaborative continued to work with the administration of the Monomoy Regional Schools to project the costs for the 2022-2023 School Year (FY23).

- Nauset Operations

- The Collaborative continued to discuss the refinement of service delivery and associated costs with the Nauset Regional Schools (and Superintendency Union) administration.

- Mashpee Public Schools

- The Collaborative Transportation Administration worked closely with District Administration to continue to adapt operations. Mr. Hilton noted it had become necessary to occasionally consolidate routes, for the first time in the provision of service (over ten years).

- Bourne Public Schools.

- The Bourne Public Schools and the Collaborative staff planned to meet to discuss services for the coming school year as the Memorandum of Understanding

between the Collaborative and the Bourne Public Schools was due for renewal for the coming school/fiscal year.

- Truro Public Schools

The Truro Public Schools and the Collaborative staff had begun meetings to plan and to project services for the coming school year as the Memorandum of Understanding between the Collaborative and the Truro Public Schools was also due for renewal for the coming school/fiscal year.

- Nantucket

There continued to be significant challenges with staffing transportation operations on-island. The current transportation staff on Nantucket have continued to demonstrate their commitment and dedication to providing quality service delivery with limited resources (staffing).

Ms. Fuller asked about the length of contracts for the provision of transportation services. Mr. Hilton responded that most districts had a three-year contract with two options to renew. He noted that Nantucket and Truro have worked with the Collaborative for transportation services consistently for a long period of time. He indicated that Bourne and Monomoy each had elected a three-year contract with an option to renew for two additional years.

Mr. Myers noted the Board had voted to increase driver rates in October. He wondered if this had improved the Collaborative's ability to recruit and retain drivers. Mr. Hilton explained that the rate increase had "stemmed the flow" of drivers away from the Collaborative, but that the challenge had not ended. Mr. Hilton noted there had been some discussion regarding raising the rates another dollar for the 2022-2023 fiscal year. Mr. Hilton also noted that "respect" for the drivers was often as important as the rates of pay.

Ms. Putnam noted there was a wide age range among Collaborative drivers. She wondered if some of the younger drivers could be surveyed to determine what about the job appeals to them. Mr. Hilton commented that it would be a small group to survey.

- Therapies

Mr. Hilton indicated the Collaborative had been successful hiring a part time (.6 FTE) OT to provide services to Cape Cod Tech and Truro. He also discussed the need for planning to meet the anticipated needs of districts in the coming school year.

- **Special Projects**

Mr. Hilton noted that Dr. Bogden was unable to connect to the meeting. Mr. Hilton provided brief updates regarding items considered as “Special Projects” of the Collaborative.

- **Professional Inter-District Collaboration**

Mr. Hilton mentioned the collaboration with Tufts had continued in the development of science curriculum.

- **Bridgewater State University (BSU)**

A cohort of professionals has continued graduate coursework through BSU towards special education teaching certification. Mr. Hilton noted recent challenges with the BSU registration processes caused some difficulties for participants.

- **Sheltered English Immersion (SEI) Course**

The current Sheltered English Immersion endorsement course began February 3 and would run through May 12.

- **Multi-Tiered Systems of Support (MTSS) -High Achievement for All Students**

Mr. Hilton discussed ongoing grant support of district work with Modern Teacher.

- **ASLP**

Mr. Hilton told the Board applications for the program have been received from districts. 185 students had been accepted and 21 were on a waiting list. He explained that applications from 2 school districts were still pending. He noted content and structure for the 2022 summer was being developed. Mr. Hilton also noted that the Collaborative would apply for a grant through the Massachusetts Department of Elementary & Secondary Education (MA-DESE) in an effort to decrease the projected tuition for the summer 2021 ASLP Program. He explained that the final determination of the tuition would be made once the application for the grant had been submitted and reviewed.

c. Waypoint Relocation & Building Renovation

Discussion

Mr. Hilton and Ms. Lipkind provided an update on the progress towards renovating the Laurence MacArthur Building in South Yarmouth. Ms. Lipkind indicated that abatement of hazardous materials was ongoing. She indicated that advertising for a General Contractor was placed on March 9 and that the “100% final drawing and specifications” were completed. Ms. Lipkind indicated that bids would be due on April 6th. She noted that the scheduled completion date was now mid-August. Mr. Hilton indicated that Dr. Peterson had drafted a request to Sandwich to extend occupancy through the extended school year program.

d. Virtual High School (VHS)

Mr. Hilton provided an update regarding the current status of VHS enrollment. He indicated the final enrollment figure was 187 attendees, after dropouts. He explained that the cost per district and invoicing was based on 187 students. He

noted that districts which did not have a “teaching” membership pay a higher cost than those who have an affiliated teacher. Mr. Hilton noted Dr. Bogden was expected to meet with Curriculum Administrators to discuss factors resulting in the decreased enrollment. It is possible that grant-funded placements through the DESE had an impact.

e. Strategic Planning

Discussion

Mr. Hilton stressed the necessity to gather stakeholders to discuss changing regional needs. He told the Board that Superintendents had expressed interest in a regional approach to mental health, as the region lacks resources. Home-to-school transportation has continued to present challenges that may be better addressed on a regional basis, as could operational and student support issues.

IV. Executive Session

Ms. Lindahl noted it would be necessary to enter into Executive Session:

- a. To conduct strategy sessions in preparation for negotiations with nonunion personnel; Leave Requests, Executive Director Evaluation

Mr. Morris made a motion that the Board enter into Executive Session for the stated purpose. Ms. Bent seconded the motion.

A roll call vote was taken:

Ms. Bent – yes, Ms. Fuller – yes, Ms. Mecca – yes, Mr. McGee – yes, Mr. Morris –yes, Ms. Lindahl – yes, Ms. DeVane – yes, Mr. Myers – yes, Ms. Gallagher Byrne – yes, Mr. Schumacher – yes, Ms. Bacchiocchi – yes, Ms. Putbnam – yes.

(Mr. Fichtenmayer left the meeting prior to this vote.)

The motion passed.

The Board exited Open Session and entered Executive Session at 5:57 PM.

The Board exited Executive Session and returned to Open Session at 6:20 PM

V. Old Business

a. Executive Director Evaluation

Mr. Hilton noted that discussion regarding the Executive Director Evaluation had occurred during Executive Session.

b. FY22 Reconciliation and Update

Ms. Lipkind referred to the report included in the Board packet, which provided an overview of the FY22 reconciliations to-date regarding revenue and expense related to the Spending Plan and Budget.

c. Establishment of Capital Reserve Fund(s)

Discussion

Mr. Hilton noted that 2/3 of the Member School Committees had voted to approve the establishment of the Collaborative’s Capital Reserve Fund Plan. Upper Cape Tech tabled the matter, and Nantucket had not yet voted on the issue. Mr. Hilton noted that since 45 days had passed since district notifications, and that 2/3 of the members had approved the plan, the Collaborative would now move forward with the formal establishment of the Capital Reserve Funds. He explained that Ms. Lipkind would bring forward funding suggestions at the April meeting.

d. Osterville Playground

Discussion

Ms. Bryant provided an update on fundraising for the Osterville Playground earlier in the meeting.

VI. New Business

a. FY22 Warrants

VOTES

- | | | | |
|-------|------|-------|------|
| • #32 | VOTE | • #34 | VOTE |
| • #33 | VOTE | • #35 | VOTE |

Ms. Bent made a motion that the Board vote to approve Warrants #32, #33, #34, and #35. The motion was seconded by Ms. Putnam.

A roll call vote was taken:

- Ms. Bent – yes, Ms. Fuller – yes, Ms. Mecca – yes, Mr. McGee – yes, Mr. Morris – yes,
- Ms. Lindahl – yes, Ms. DeVane – yes, Mr. Myers – yes, Ms. Gallagher Byrne – yes,
- Mr. Schumacher – yes, Ms. Bacchiocchi – yes, Ms. Putnam – yes.

The motion passed.

b. FY23 Spending Plan & Statutory Budget Development

Mr. Hilton indicated that a meeting of the Finance Subcommittee would be scheduled immediately prior to the April meeting as the development of the FY23 Spending Plan and Statutory Budget are proposed and reviewed. He briefly reviewed items of impact:

- Health and Dental Insurance Rates:
Insurance for employees is provided through the Cape Cod Municipal Health Group (CCMHG). Rates for health insurance coverage will increase by 3% for FY23. Mr. Hilton noted that the lack of “affordability” (as defined by the Affordable Care Act) had resulted in Employer Shared Responsibility Penalties (ESRP) levied against the Collaborative.
- Staffing & Rate Changes:
Mr. Hilton described meetings which had occurred with Ms. Bryant, Dr. Peterson, Ms. Caputo, and Dr. Giffune to discuss potential changes to some programmatic staffing rates. If approved, changes in program staff pay rates would have an impact upon the FY23 Spending Plan and Budget.

Mr. Myers asked what percentage of health insurance premiums are paid by the Collaborative. Mr. Hilton responded the Collaborative offers a 55/45 split. Mr. Hilton observed Dennis-Yarmouth (at 60/40) and Barnstable (at 50/50) offer similar splits and may have faced similar penalties.

c. FY22 Spending Plan

Discussion & Vote(s)

- Personnel
 - Additions **VOTE**
 - Kate Cabral OT
 - Linda Donley-Hosking Waypoint Paraprofessional
 - Julie Hogan Waypoint Paraprofessional
 - Lauren Johnson STAR Paraprofessional
 - Teresa Ray Monitor
 - Reductions **VOTE**
 - Brenda Johnson Monitor
 - Mary Lemos Business Office Support
 - Peter MacLeod CDL Driver, Nauset
 - Clave Springer STAR Paraprofessional
 - Changes in Status

Ms. Putnam made a motion that the Board vote to approve the Additions and Reductions as shown on the agenda. (There were no Changes in Status that required approval.) Ms. DeVane seconded the motion.

A roll call vote was taken:

Ms. Bent – yes, Ms. Fuller – yes, Ms. Mecca – yes, Mr. McGee – yes, Mr. Morris – yes, Ms. Lindahl – yes, Ms. DeVane – yes, Mr. Myers – yes, Ms. Gallagher Byrne – yes, Mr. Schumacher – yes, Ms. Bacchiocchi – yes, Ms. Putnam – yes.

The motion passed.

d. Additional Item

Affirmation of contract with Power Options for natural gas pricing for Osterville and Yarmouth locations **VOTE**

Ms. Lipkind sought affirmation of a contract with Power Options, a non-profit energy purchasing consortium which supports non-profit and public entities.

Ms. Lipkind explained that the rate contracted was \$4.889/dthm beginning in November 2022. She noted that the Collaborative was (then currently) paying \$7.345/dthm for natural gas purchases. She indicated that the new rate would be locked-in for 36 months. She also noted that changes in pricing were associated with the commodity future pricing for natural gas. She surmised that the recent rise in energy prices and uncertainty with current energy markets had caused significant fluctuations in the pricing.

Ms. Lipkind noted the Collaborative had initially sought to secure 36-month pricing on March 7 and was offered pricing of \$4.948/dthm. She indicated that the

Collaborative was subsequently offered a price on March 8 of \$4.676/dthm. Mr. Hilton noted time was of the essence due to the volatility in pricing.

Ms. Bent made a motion that the Board vote to affirm the Collaborative's contract with Power Options at a rate of \$4.676/dthm. Ms. DeVane seconded the motion.

Mr. Schumacher questioned why the Collaborative was heating a building that was unoccupied. Ms. Lipkind said the Collaborative had agreed to take on utilities for the Yarmouth location as part of the lease agreement. Mr. Hilton also indicated that this is a stipulation of the insurance agreement.

A roll call vote was taken:

Ms. Bent – yes, Ms. Fuller – yes, Ms. Mecca – yes, Mr. McGee – yes, Mr. Morris – yes,
Ms. Lindahl – yes, Ms. DeVane – yes, Mr. Myers – yes, Ms. Gallagher Byrne – yes,
Mr. Schumacher – yes, Ms. Bacchiocchi – yes, Ms. Putnam – yes.

The motion passed.

VII. Minutes

a. February 9, 2022

VOTE

Mr. Morris made a motion that the Board vote to approve the minutes of the February 9, 2022 meeting as written. Ms. Putnam seconded the motion.

A roll call vote was taken:

Ms. Bent – yes, Ms. Fuller – yes, Ms. Mecca – yes, Mr. McGee – yes, Mr. Morris – yes,
Ms. Lindahl – yes, Ms. DeVane – yes, Mr. Myers – yes, Ms. Gallagher Byrne – yes,
Mr. Schumacher – yes, Ms. Bacchiocchi – yes, Ms. Putnam – yes.

The motion passed.

VIII. Other

Ms. Bent shared with Board members that she had been appointed to the MASC Special Education Committee. She asked that Board members who have matters to be brought before the committee to let her know.

IX. Adjournment

Ms. Bent made a motion that the Board vote to adjourn the meeting. Ms. DeVane seconded the motion. The Board agreed by unanimous consent.

The March 9, 2022 meeting of the Cape Cod Collaborative Board of Directors adjourned at 6:36 PM.