

**Board of Directors Meeting
Minutes
November 18, 2015**

Board Members Present:

Dr. Marco Rodrigues
Dr. Barbara Malkas

Others Present:

Mr. Michael Tempesta, Executive Director
Ms. Beverly Tefft, Director of Finance and Operations
Mr. Joseph Meichelbeck, CMSEC Treasurer
Mr. Michael Kelly, CMP Program Director
Ms. Jessica Pitsillides, HLC Program Director
Ms. Elaine Renzi, Pavento, Ratcliffe, Renzi & Co., LLC

Meeting called to order at 12:25 PM

1. Appoint Dr. Rodrigues, Interim WPS Superintendent, as Board Chair
 - a. Motion/Approved
2. Approval of Board of Directors meeting minutes from October 14, 2015
 - a. Motion/Approved
3. Director of Finance & Operations Report
 - a. FY16 Budget
 - i. Ms. Tefft stated that the budget is trending quite well.
 - ii. Ms. Tefft stated there are two areas of concern. The first is legal services. With the IA negotiations there is the potential to be over budget by approximately \$6,000 if bills trend as they have been. The second is the RHS. She met with landlord of RHS about the real estate tax bill for \$12,000 which is based on the old value. When it gets adjusted to the new value it will be a big hit. It is in the lease that we are responsible for paying 80% of building tax bill even though we only occupy 27%. Dr. Rodrigues asked if we had spoken to counsel since public entities don't pay taxes. Ms. Tefft and Mr. Tempesta both have had conversations with Attorney LeBlanc who said the Collaborative can always negotiate the lease at any time. Landlord also sent in his insurance agent to speak with Ms. Tefft to discuss that bill. Ms. Tefft said that the lease leaves no expenses to be paid by the landlord. Dr. Rodrigues said we should have the expenses built into the lease like all our other leases.
 - iii. Dr. Malkas recommended to add the lease negotiation onto the December meeting agenda and ask Attorney LeBlanc to attend. Dr. Rodrigues requested to have copies of the lease emailed to the board members. Ms. Tefft will email both the RFP and lease to them.
 - iv. Ms. Tefft said that the RHS currently have 23 students and 1 referral. Dr. Rodrigues stated that the breakeven enrollment is 33. Ms. Tefft stated that she is getting push back from school districts on tuition payments and transportation seems to be an issue.
 - v. Ms. Tefft stated the summer program came in over budget due to the new program, THRIVE, not being budgeted. Summer program revenues covered these expenses and the program broke even for FY16.
 - b. Warrant Report: FY16
 - i. October 2, 2015-Approved and signed by board members
 - ii. October 16, 2015- Approved and signed by board members

- iii. October 30, 2015-Approved and signed by board members
- iv. Dr. Rodrigues made a suggestion for Ransford Environmental Solutions, Inc. bills. We should ask to have it written on the invoice or statement what was done at the visit, locations of where mice are found, what is being done, products/chemicals used and location of traps. Dr. Malkas suggested looking at prevention as well.
- c. FY17 Budget Timeline
 - i. Ms. Tefft presented the FY17 budget timeline. Dr. Malkas suggested to change final approval and certification dates to "TBD". Ms. Tefft will make those changes and send it back out.
 - ii. Motion to approved FY17 budget timeline with suggested changes/Approved
- d. FY15 Audit Presentation
 - i. Ms. Renzi from Pavento, Ratcliffe, Renzi & Co., LLC presented the audit report.
 - ii. Motion to approve FY15 Audit Report presented by Ms. Renzi from Pavento, Ratcliffe, Renzi & Co., LLC/Approved
 - iii. Motion to recognize and accept the representations of management and the expression of opinions by Pavento, Ratcliffe, Renzi & Co., LLC as embodied in the Basic Financial Statements, Supplementary and Subsidiary Financial Statements and Schedules and Independent Auditor's Reports contained in the Uniform Financial Statements and Independent Auditor's Report (UFR) for the period ended June 30, 2015/Approved
 - iv. Dr. Malkas requested copies of audit report to be sent to board members to be presented at school committee meetings in December. Ms. Tefft will forward report electronically.
 - v. Ms. Renzi went over audit recommendations. One included reorganization of business office, software and staff. Dr. Malkas pointed out that in the past Ms. Tefft had requested additional staff in the business office. She recommended that Mr. Tempesta and Ms. Tefft give a proposal for these items at the next board meeting. Mr. Tempesta stated that we already are looking for new budget software. They will work on a timeline for corrective action plan with proposals for software and staffing.
- e. OPEB Trust
 - i. Mr. Meichelbeck wanted to discuss the OPEB Trust. The original agreement was in 1990. The members of the Trust are Board members and the Executive Director. They need to convene a meeting and discuss their responsibilities since there hasn't been a meeting in over 3 years. Dr. Malkas requested copies of the trust agreement be sent to Board members and to add it to the agenda for the next board meeting.
- f. DESE Audit
 - i. Ms. Tefft stated that there are members from DESE here this week for an audit and compliance review. They are going over accounting policies and procedures, cash, A/R, etc. They want to be sure there are internal controls and segregation of duties. Mr. Tempesta and Ms. Tefft are scheduled to meet with them on Friday to go over recommendations.

4. Executive Director Report

- a. Entry Plan
 - i. Mr. Tempesta has been doing interviews, visiting all the sites and meeting with the administration team every week. He has also met with MOEC.
- b. Committee Development
 - i. The leadership team has identified three areas of focus: Safety, Building concerns and curriculum.
 - ii. The following committees have been formed: Safety, Building/Facilities, Curriculum/Professional Development, Technology, and Marketing/Fundraising. These committees will meet monthly. Dr. Malkas has sent out requests for Webster staff to join committees, but hasn't heard back.
- c. WDS Fremont Relocation
 - i. Mr. Tempesta has met with Liberty Movers. They will move on December 18, in one day with three trucks and six workers. Technology coordinator is working on moving phones.

- ii. Mr. Tempesta reached out to WPS to see if they are interested in the woodworking equipment. If not, we may just sell for salvage. Dr. Malkas stated that they had already declared it as surplus, so we can have someone come in and remove it for scrap metal.
 - d. Clinical Director Position
 - i. Mr. Tempesta stated that after having conversations he decided to post the position as a permanent position versus an interim. The position is now posted online.
 - e. Acceptance of donations
 - i. Deepak Gopalakrishnan donated \$150 to RGA for art supplies
 - 1. Motion/Approved
 - ii. Summer Star Wildlife Sanctuary donated \$150 to CMA for the Summer Star visit lunch
 - 1. Motion/Approved
 - iii. Donorschoose.org donated \$670.48 to WDS for K'NEX Bridge Kits
 - 1. Motion/Approved
 - iv. Donorschoose.org donated \$953.61 to WDS for Science Lab Kits
 - 1. Motion/Approved
 - f. Staffing/Budgeting Discussions with Program Leaders
 - i. Mr. Tempesta stated that program directors have been giving their budget sheets. He has been going out to schools to see how things are used and what the priorities are.
- 5. Member Requests / New Business
 - a. Dr. Malkas welcomed Dr. Rodrigues back. Dr. Rodrigues said that he was happy to be back.
- 6. Motion to enter into executive session at 1:50 PM according to MGL 30A, Section 21 (a) (2) for the purpose of discussing strategy with respect to collective bargaining if an open meeting may have a detrimental effect on the bargaining position of the public body, and the Chair so declares. Approved.
- 7. Motion to exit executive session at 2:10 PM/Approved
 - a. No votes or discussions took place in conflict with the open meeting law.
- 8. Motion to adjourn at 2:10 PM/Approved

Minutes submitted by Mary Dubuque, HR/Operations Coordinator