Collaborative for Educational Services
Board of Directors Meeting Minutes
March 30, 2022 at 6:30pm-9:00pm
(FINAL)

Join Zoom Meeting: https://collaborative.zoom.us/j/84506596808
Meeting ID: 845 0659 6808

Present: Johanna Bartlett, Suzanne Crawford, Cathy Englehardt, Sarah Hall, Dan Hayes, Ben Hersey, Michael Knapp, Maureen Nichols, Jill Pelletier, Irv Rhodes, Meg Robbins, Julie Spencer-Robison, Denise Storm, William Tomb.

Present for CES: Todd Gazda, July Houle (TMS), Kathy Levesque, Victoria Lucadello, Karen Reuter, Marc Richard (TMS).

Call to Order and Introductions
The meeting began when a quorum was confirmed and Board Chair Hayes opened the session at 6:35pm.

Public Comment
Hayes remarked that he had attended the open house for the Three Rivers program while it was temporarily housed at 97 Hawley Street and it was remarkable to see the work that students had completed. He thanked CES for hosting the program and its staff. There was no other public comment.

Minutes of January 26, 2022 Board Meeting
Johanna Bartlett motioned to approve the minutes of the January 26, 2022 Board of Directors meeting as presented. Julie Spencer-Robinson seconded the motion. A roll call vote was taken. None abstained. None opposed and the motion carried unanimously.

Minutes of March 16, 2022 Policy Subcommittee and March 22, 2022 Finance Subcommittee Meetings
Cathy Englehardt motioned to approve the minutes of the March 16, 2022 Policy Subcommittee meeting and the minutes of the March 22, 2022 Finance Subcommittee meeting as presented. Denise Storm seconded the motion. A roll call vote was taken. None abstained. None opposed and the motion carried unanimously.

Hires and Separations
Hayes introduced the most recent hires and separations report for January 1, 2022 through March 1, 2022.

Bartlett motioned to approve the hires and separations report for January 1, 2022 through March 1, 2022 as presented. Spencer-Robinson seconded the motion. A roll call vote was taken. None abstained. None opposed and the motion carried unanimously.
Policies

Hayes introduced the series of policies being brought before the Board. These have already been reviewed by the Policy Subcommittee. Hayes reminded the Board that these policies are receiving a reading this evening and will be voted on at the next Board meeting. Hayes encouraged members to ask questions about the policies at this time.

- **Video Policy**: this policy is being updated that the changes were summarized by Kathy Levsque. Key updates include posting on appropriate organizational channels and ensuring that necessary permissions have been obtained. No changes were suggested to the draft.
- **Public Comment Policy**: This is a new policy and was introduced by Hayes. After discussion about the value of a Public Comment Policy and their use by school committees and other relevant public bodies, some edits were discussed. These would streamline the document further and clarify the intent of some sections. Board members agreed that these adjustments would be helpful and should be incorporated when the policy is represented at the next meeting.
- **Bereavement Policy**: this has been updated and was summarized by Todd Gazda. The updates touch on improving work/life balance by allowing additional time for bereavement leave at the death of close family connections. There were no changes suggested for the draft.
- **Harassment Policy**: this is being updated and was presented by Gazda. Currently the organization has two harassment policies with similar intent, one for the CES organization and one connected to the collective bargaining agreement. This update would align both policies and their language directly with Massachusetts Commission Against Discrimination (MCAD) policy recommendations. After review, no updates were recommended for this draft.
- **Vacation Policy**: This is an update and was introduced by Gazda. The recommended changes will help with staff recruitment and retention, as well as work/life balance. The proposed change includes four weeks of vacation for all full time, year-round employees. To mitigate carryover and the financial liability of unused vacation time, staff will only be allowed to carry forward two weeks of vacation. After discussion about the details of implementation (availability, accrual, and payouts) and reviewing the employment categories directly affected by this change, there were no edits suggested for this draft. Board members endorsed the improvement in work/life balance and the desire for equity in vacation accrual opportunities.
- **Sick Leave Policy**: This is an update and was presented by Gazda. The key adjustment is that sick time will not need to be accrued by staff but will be available from their start date. Putting sick time up front assists new staff and avoids any issues of subjectivity through the current option of selectively allowing staff to use sick time before it has been accrued. After discussion about the importance of this proposal for the support of staff, there were no updates to the policy.
Hayes reminded the members that these policies will be presented for a vote at the May meeting. If members have additional thoughts or comments, please forward them to the Board Chair.

**Financial Report**
The report was presented by Judy Houle and Marc Richard, representing the organization’s fiscal consulting firm TMS.

**97 Hawley Street and 228 Pleasant Street Mortgage Payoffs**
Gazda discussed the mortgage payoffs for 97 Hawley Street and 228 Pleasant Street along with their benefits to the organization’s overall cash flow. CES plans to use a portion of the discharged funds from the Paycheck Protection Plan (PPP) loan. This loan was forgiven and the funds then transitioned to organizational revenue. Following the payoff of the mortgages, CES will have its monthly expenses reduced since the monthly mortgage payments will end. In addition, there is longterm interest savings created by paying the mortgages off early.

*Storm motioned to accept the recommendation for paying off the stated mortgages by using the discharged PPP loan funds as described. Englehardt seconded the motion.* The Board discussed the organization’s due diligence on this issue and the action’s conformity with applicable law. *A roll call vote was taken. None abstained. None opposed and the motion carried unanimously.*

**Statement of Activities and Changes in Fund Balances**
Houle and Richard reviewed these fiscal reports ending February 28, 2022 with the Board. This month the fiscal reporting included a cover memo and members expressed their appreciation for this addition. Houle discussed general and special revenue funds. Overall the organization is showing a surplus of $51,274 and there are some outstanding invoices for services that will provide additional revenue. In comparison, in FY21 at this time, the organization showed a deficit of $291,851.

Houle and Richard are meeting with program directors in preparation for the FY23 budget. The business office has been working on Accounts Receivable to streamline invoicing and shorten payment timelines. Because many contracts are fee-for-service, there can be a lag between the expense of providing services and the collection of payment from funders. CES strives to maintain strong relationships with funders and member districts and there is very little risk of a school defaulting on a payment.

*Michael Knapp motioned to accept the statement of activities and changes in fund balances ending February 28, 2022 as presented. Englehardt seconded the motion. A roll call vote was taken. None abstained. None opposed and the motion carried unanimously.*

**FY23 HEC Academy Summer Tuition Rates**
The budget for these rates as presented was formulated by the fiscal staff in concert with the leadership team at HEC Academy. The suggested rates represent a four percent increase over the prior year. The nonmember rate is still below the average daily rate of a comparison group
of private school programs as shown in the documentation. These rates were reviewed by the Finance Subcommittee and members felt that they were reasonable based on other area services. The Board discussed whether the increases were likely to have a negative impact on the number of pupils attending HEC Academy and this is not expected to be an issue.

*Knapp motioned to approve the summer tuition rates for FY23 HEC Academy as presented. Englehardt seconded the motion. A roll call vote was taken. None abstained. None opposed and the motion carried unanimously.*

**Treasurer Position**

As discussed in previous meetings, the business office is currently in a state of transition and TMS is working with CES staff on assessing the standing practices and procedures. The current Treasurer has been with the organization for ten years and the role has not been adjusted during that time. Moving forward, there will be an enlargement of responsibilities as the organization has grown and changed during the preceding decade. The current Treasurer expressed their preference to resign the position in light of the additional time and responsibility going forward. Hayes expressed his appreciation for all of the Treasurer’s work and his diligent support for the organization over many years.

Gazda discussed the proposed candidate for the role, Brad Jackson. Jackson has a strong history including his work as a Business Manager, Director of Finance, and Superintendent. He is also the Treasurer of another educational collaborative. The Board reviewed Jackson’s resume and qualifications for the role in detail. Several Board members shared their positive professional interactions with Jackson and their general esteem for his capabilities. The Board also discussed the proposed increase in compensation for the Treasurer’s role. This was agreed to be comparable with the rate for other similar position.

*Spencer-Robinson motioned to approve the selection of Brad Jackson as Treasurer at the new salary as presented. Englehardt seconded the motion. A roll call vote was taken. None abstained. None opposed and the motion carried unanimously.*

**Capital Plan and Capital Reserve Account**

Gazda introduced the upcoming work on a capital plan and the formation of a capital reserve account. There will be more discussion about both of these activities in future meetings. The overall goal is for CES to establish a capital reserve account and prepare for the future. The account will allow the organization to set aside funding in addition to the annual amount capped at 25% of the cumulative surplus. Because the organization will have some monies available at year-end from the discharged PPP loan funds, a reserve account will let the organization hold those in order to support the proposed capital plan. Using these funds will allow the organization to fulfill its capital needs and physical plant requirements with minimum debt and maximum opportunity. Establishing the account is a process that includes approval by the Board and by two-thirds of the member districts. Gazda described the process in greater detail and answered questions from members about timing, uses of funds, how fund totals would be set, and the role of member district school committees.
The capital plan will focus on creating a beneficial environment for the organization to launch its next 50 years of learning, support, and service. Key goals include creating a workspace that promotes productivity, customer service, and job satisfaction for the modern hybrid workforce. The space will need to leverage well-designed work areas and technology to provide key supports for clients and staff who may participate in daily operations and events either in person or remotely. Gazda closed with the reminder that more information will be presented as CES moves forward with this process over the coming months.

**Executive Director’s Evaluation**

Hayes discussed the progress on the annual ED evaluation. Various sample surveys and questionnaires were provided to the Board for their information and review. Final versions will go out to Superintendents, CES staff, and Board members. Information will be requested about the ED’s work performance, progress on goals, and achievements. An Evaluation Subcommittee was selected in the fall. The group will review results and trends in the survey responses and create a narrative. This process will inform the Board leadership in their work with Gazda moving forward.

**Executive Director’s Report**

Gazda introduced the report package and highlighted key elements. These included the use of facilities at 97 Hawley for students during the spring when their home site was unavailable. Additionally SEIU negotiations continue and these are going well. CES values these teachers enormously and are hopeful that a package can be agreed upon in the coming weeks. There have been staffing changes in Communications and HR departments in particular. New staff are coming online and other positions have been posted. COVID protocols at the organization will change on Friday following the Board meeting and masking will no longer be required. Gazda noted that staff working in congregate care settings are not affected by these changes and are guided by the protocols at their sites. Protocols can always be adjusted as conditions warrant.

Gazda continues to meet with lawmakers, policy makers, and administration representatives, including Rep. Lindsay Sabadosa and acting Department of Youth Services Commissioner Cecely Reardon.

**Topics of Board Interest**

Hayes asked for any additional business before the Board. With no other topics for review, Hayes thanked everyone for their time, patience, questions, and engagement during the meeting.

The meeting adjourned at 8:54pm.