



**Assabet Valley Collaborative Board of Directors Meeting  
September 24, 2021**

**In-Person:** 28 Lord Road, Suite 125; Marlborough, MA 01752; Conference Room C

**Minutes**

**Present:** Michael Bergeron, Amber Bock, Jay Cummings, Kirk Downing, Brian Haas, Gregory Martineau, Marco Rodrigues, and Jeffrey Zanghi.

**Also Present:** Cathy Cummins, Nicki Goncalves, Suzanne Pomerleau, Ashley Antos, Aldo Tortorelli, and Ina Williams.

**Absent:** Casey Handfield, Ernie Houle, Gregory Myers, and Joseph Sawyer.

**CALL TO ORDER**

Amber Bock, Chair, called the meeting to order at 9:00 am.

**APPROVAL OF MINUTES**

Mike Bergeron motioned to approve the minutes of June 18, 2021. Jeffrey Zanghi seconded the motion. The Board voted (7-0-1) Kirk Downing abstained, to approve the minutes of June 18, 2021.

Introductions were made, and everyone welcomed Kirk Downing, Superintendent of Nashoba, to the Board of Directors.

**Shared Leadership and Educational Equity at AVC**

Cathy shared a chart, still under construction, with Monthly Rotations of AVC staff attending Board meetings to present updates of positive wins with Shared Leadership and Educational Equity. Cathy spoke to the monthly rotation providing a roadmap to the Board. Suzanne Pomerleau, Central Office Administrative Assistant, and Ashley Antos, Paraeducator from Evolution, presented members with an Opening Day “Welcome Back” update, which was held via Zoom. Cathy had shared with members the Powtoon presentation that Ashley had created and the Jamboard. Suzanne shared how the day began with a coffee hour for folks to reconnect after the summer. She added how staff across AVC had joined in, playing a game that Ashley had facilitated, and staff participated throughout the morning. All staff, new and current, were totally engaged and enthused. Ashley spoke to how she became involved with the facilitation of the morning through her work on the Design Team. She shared how other members of AVC staff, from the Design Team, also presented. Ashley went on to say how the team had created a Jamboard for staff to fill out throughout the day and everyone went over the results on the following day during the closing ceremonies. Bagged lunches were provided by Buffet Way, and several members of AVC Lord Rd. staff helped to deliver them to all the satellite programs. Cathy spoke to opening day, and how pleased she was that it was a collective group effort and a win in the AVC column! Amber added how it is important to get a snip-it of shared leadership and equity. It is important to get a feel for the climate on the ground, and celebrate the highlights going well.

**TREASURER UPDATE**

Cathy updated the Board on Peter’s health status and his clearance by his doctors to return from medical leave to AVC as Treasurer. A vote is needed to deactivate Betsy Manning as Acting Treasurer and to reinstate Peter Zona as Treasurer, required by the banks.

Mike Bergeron motioned to reinstate Peter Zona as Treasurer of AVC. Jay Cummings seconded the motion. The Board voted unanimously (8-0) to reinstate Peter Zona as Treasurer of AVC.

Jeff Zanghi motioned to deactivate Betsy Manning as Acting Treasurer. Marco Rodrigues seconded the motion. The Board voted unanimously (8-0) to deactivate Betsy Manning as the Acting Treasurer and extended their extreme gratitude to Betsy for her support during Peter's medical leave.

### **FY22 PERSONNEL ACTIONS/HIRING and APPOINTMENT OF ELIZABETH REDLEY**

Cathy addressed members regarding the Personnel Hiring/Actions for their approval. She mentioned that 5 open Para positions in the REACH Programs have been filled with staff through contracts with staffing agencies until AVC can conduct a thorough, thoughtful hiring process to hire new paraeducators. Cathy has provided paraeducator coverage in the REACH 1 classroom which she thoroughly enjoyed. The list presented to the Board for approval, included several new hires, and several departures, resignations, retirees, etc. Amber Bock inquired if the Board was required to approve hiring decisions and Cathy explained that because the statute that provides hiring authority to superintendents does not explicitly name collaborative directors, it had been interpreted that all hiring decisions in collaboratives still require a Board vote to formalize. She also noted that administrators with individual contracts require a Board vote to appoint similar to the appointment of some administrators in districts.

Mike Bergeron motioned to approve the FY22 personnel actions as presented and to accept the appointment of and Elizabeth Redley - Co-Director of Orchard Street Academy. Jay Cummings seconded the motion. The Board voted unanimously (8-0) to approve the FY22 hiring as presented and accept the appointment of Elizabeth Redley as Co-Director of OSA.

### **FY21 AUDIT UPDATE**

Cathy reviewed a memo she had disseminated to the Board highlighting preliminary discovery within the financial audit process with auditor Dan Schaffner of Fritz DeGuglielmo LLC. She thanked Char Amber Bock and Vice Chair Mike Bergeron for meeting with her yesterday and providing input into the content of the memo. She explained that the preliminary audit figures were showing a 1.55 reduction in the reserve for FY21.. Approximately \$850K of this reduction was predictable/expected, while the remaining roughly \$700K was not expected by the AVC team. The expected reduction of \$850K reflected a \$450K down payment for the new Evolution space, \$200K in FY20 surplus credits to districts, and an expected \$200K Evolution enrollment shortfall. She noted that some of the unexpected current shortfall of \$700K (largely centered in Transportation) may be corrected through outstanding collections or credits/reconciliations. The central office team has begun compile and review all transportation transactions - invoices, payments, revisions, disputes, resolutions as well as revenue forecasting errors. The team will continue this work and provide an update at the next meeting about findings and next steps.

Cathy noted that if the FY21 financial position remains unchanged, AVC's reserve fund would be reduced from \$3,950,431 at close of FY20 to \$2,416,527 at close of FY21. She also noted that the approved FY22 budget had relied on \$350,000 from reserve to fund construction at Evolution and an additional \$287,395 to offset conservative enrollment estimates.

Cathy said that the pandemic context memorandum of agreement with Van Pool had been detrimental to AVC - districts disputed non-running route charges (50%) and the variability of remote learning days/closures and hybrid models had yielded a higher volume of billing disputes than usual. Because AVC paid Van Pool on behalf of districts before collecting from districts, reconciliation in some cases months later became much more difficult. She believes the analysis the team is undertaking will reveal that Van Pool owes AVC some refunds and that there may still be some outstanding collections that will reduce the reserve reduction. She will provide an update at the next meeting.

Greg Martineau asked if AVC has a policy about a minimum reserve fund amount. Cathy stated that the Board has a policy about a maximum reserve fund threshold (25% per state law/regulations) but that there is not currently a policy for a minimum threshold.

Mike Bergeron stated that the reserve continues to show having a minimum of \$1.7 million cash on hand - sufficient to operate the collaborative. Cathy noted that AVC does have capital project needs that with this reduction to reserve will make sense to explore financing options to address, rather than to rely on reserve funds at this time, until the reserve can be rebuilt as it has in the recent past through growth.

Cathy was asked if Van Pool had received any COVID-relief funding that should have resulted in returning some of the COVID relief AVC provided to Van Pool. She said she would inquire. She noted that AVC and Van Pool would work together to reconcile FY21 and to correct vulnerabilities in the FY22+ contract renewal negotiation which is underway. She noted that she may need to convene a special Board meeting to review a contract renewal proposal if negotiations can complete prior to the October 29 Board meeting.

### **FY22 FINANCE UPDATE**

Nicki Goncalves shared a document displaying actual expenses and receivables, an income statement, and the FY22 warrant report to date. She noted that enrollment was looking healthy in most cost centers and that some unfilled positions will produce some savings. She stated that once AVC and Van Pool have executed a FY22 contract, she will be able to better project revenue and expenses. Mike Bergeron requested that at the next meeting he would like to see a year to date budget and where we are at. Nicki also provided an aging report for accounts receivable.

### **TRANSPORTATION**

Ina Williams addressed the Board and shared that the last 18 months had been very difficult with Van Pool - largely due to the complexities in the pandemic but also due to transitions and operational challenges at the company. She explained that some billing disputes went on for months - particularly in a few districts.. On the upside she shared that April and May had fewer revisions. VanPool has made significant changes in their organization which hopefully will help. They have hired an Assistant Manager in Operations to review everything before it goes out. They are looking at detail more carefully. Greg Martineau thanked Ina for her hard work and all she did.

### **FACILITIES UPDATE**

Aldo Tortorelli updated the Board on the mold remediation and the HVAC repair at OSA. The HVAC broke down in June after the condenser was vandalized. A report was filed with the Police as well as the insurance company. A check has been received from the insurance company, and the condenser coils should arrive in 3 to 4 weeks. He is hoping to have the unit working within 4 to 6 weeks. Also, last month mold was detected in the basement, and it was tied to the HVAC breakdown. The insurance investigator did not file a complete report and the insurance company is investigating. Hopefully, the cost for the HVAC repair and mold remediation will mostly be covered by insurance. The mold has been contained at this point.

The Evolution Lord Road renovation project is going slow. The location of the bathroom and the kitchen has been determined. The last presentation will be over the next week, and engineers will then come in to look and the architect will put together electrical, IT etc. The project is going slow but costs are in the budget and we have alternative plans to accommodate the Evolution Programs.

### **REPOSTING AVC FINANCE POSITION**

Cathy shared the post for the Accounting/Finance Manager for AVC. Mike Bergeron has been helpful in adding job description details. Amber suggested to Board members that they have their Business Managers be available to assist with this process.

**ADJOURNMENT** - Mike Bergeron motioned to adjourn the meeting and enter into Executive Session (without returning to public session) to discuss strategy with respect to pending litigation; Marco Rodrigues seconded the motion. The Board voted unanimously (8-0) to adjourn the meeting and enter into Executive session, with a roll call vote at 10:24 am.

Respectfully submitted,

Suzanne Pomerleau  
Administrative Assistant