



## **Assabet Valley Collaborative Board of Directors Meeting**

April 17 2020 -- 9:00 a.m.- 11:00 a.m.

Virtually via teleconference

### **MINUTES**

**Present:** Jay Cummings, Chair; Amber Bock, Vice Chair; Ernie Houle, Jeff Zanghi, Mary Jane Rickson, Marco Rodrigues, Gregory Myers, Brooke Clenchy, Gregory Martineau, Maryellen Brunelle, Michael Bergeron, Joseph Sawyer.

Cathy Cummins, Mark Graziano, Nancy Ahrabi-Nejad, and Kate Maher were also present.

**Call to Order:** Jay Cummings, Chair, called the meeting to order at 9:08 a.m.

**The Minutes of February 28, 2020 were tabled.**

#### **Executive Director's Report**

**Cathy Cummins**

Cathy Cummins shared AVC's remote learning/service plans and links to videos from REACH and OSA faculty. Dr. Cummins noted that the teams across AVC have adapted quickly to move services online in ways that were commendable and inspiring.

At the last Board meeting in February, the Board of Directors approved Dr. Cummins to negotiate the purchase of suites 267 and 285 of 28 Lord Road (in the same facility as AVC's central office location). Since then, AVC and the seller's attorneys produced a Purchase and Sale document for the Board's approval. See action items below.

The school closures pose particular vulnerabilities to the operations of AVC - as a revenue/fee-for-service public entity. Dr. Cummins presented draft Letters of Commitment for the Board to consider as a means to support funding the continued operation of AVC in the midst of disruptions to the delivery of "services rendered." She presented draft Letters of Commitment to support the funding of transportation, consultation services, and tuitions. See action items below.

Dr. Cummins provided an update about the ongoing work of AVC leadership in addressing infrastructure and growth needs. AVC continues to be in need of financial leadership and technology leadership. Additionally, AVC also needs to add a leadership position for the purpose of expanding OSA's programming to include an elementary school. In the midst of school closures of undetermined duration, Dr. Cummins requested the Board to approve an extension to the Interim Business Manager's contract; the addition of technology leadership and new program development leadership will be addressed at future meetings. See action items below.

#### **9:15 Interim Business Manager's Report**

**Mark Graziano**

Mark Graziano presented official bid documents and procedures for the cooperative purchasing of office supplies, copy paper, and school supplies for the member districts of the collaborative to cover the Fiscal Years 2021-2023. See action items below.

Mr Graziano will post the documents to the Massachusetts bid page, Communitybuys.com, and in The Worcester Telegram and Gazette for 2 weeks. Bid documents will also be available at AVC's Central Office at 28 Lord Road.

Mr. Graziano gave an update on the facilities projects at AVC's OSA location at 57 Orchard Street and Central Office location at 28 Lord Road. These projects included the wheel chair lift, roof replacement, and additional purchases due to the Covid-19 Virus. Mr. Graziano reported that there may be savings in utility expenses during the closure period. He also reported that the wheelchair lift installation was approved by state, and that local inspections still underway, some additional adjustments are needed to the ramp portion and are in development. Mr Graziano also updated the Board on the OSA roof replacement project. The cost is estimated to be between \$700,000 and \$1,000,000. He is in conversations with the architect and engineer on the project to get an estimate of the costs of staggering the projects over multiple fiscal years. We are also awaiting complete drawings on the project in order to create bid/RFP documents. Lastly Mr. Graziano reported that due to the Covid-19 Virus that the collaborative would need to purchase an additional disinfectant mister (under \$5,000) in order to do deep cleaning of 28 Lord Road. The administration is also examining moves to universal precautions for cleaning and personal and environmental safety.

Mr. Graziano updated the board on the current financial position of the collaborative. The Collaborative's current bank balance is \$3.3 million and we have \$3.3 million in potential revenues for the remainder of the year. Mr. Graziano is projecting a balance of \$28,402 as of June 30, 2020. The reduction of revenue is due to conservative projections regarding lost revenue for transportation and consulting services. Mr. Graziano reported that the March revenue and expenses and April revenue and expenses through the 15th were running at similar patterns to previous fiscal years. However, he reported that we are seeing a bit of a delay in accounts receivable which seems to be associated with processing payments by school districts during the Covid-19 closure. Mr. Graziano also expressed concern regarding future payments for the months of April, May, and June for transportation and consulting services. Dr. Cummins suggested that the letters of commitment would help reduce potential losses for payments from Member Districts around these payments.

Mr. Graziano presented the updated budget timeline and conditions and assumptions document for FY 21 because of the rescheduling that has been necessary due to Covid-19.

Mr. Graziano informed the board that there were two invoices from the prior fiscal year (2019) that were identified as unpaid. Mr. Graziano presented the Board with memos regarding these invoices along with the actual invoices. The Board was asked to vote to approve the expenditures. See action items below.

### **Action Items**

- **Vote to approve Purchase & Sale - 28 Lord Road Suites 267 & 285**

Amber Bock motioned to approve the Purchase and Sale agreement for Suites 267 and 285 at 28 Lord Road. Michael Bergeron seconded the motion. A roll call vote was collected - affirmative: Ernie Houle, Jeff Zanghi, Mary Jane Rickson, Michael Bergeron, Marco Rodrigues, Gregory Martineau, Brooke Clenhy, Gregory Myers, Joseph Sawyer, Amber Bock, Maryellen Brunelle, Jay Cummins. The Board voted unanimously (12-0) to approve the Purchase and Sale agreement for Suites 267 and 285 at 28 Lord Road.

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- **Votes to Approve Letters of Commitment to fund operations** Vote
  - **Vote to approve AVC/VanPool Letter of Commitment re: transportation payments @ 80% and additional terms**

Michael Bergeron motioned to approve the AVC/Vanpool letter of commitment @ 80% and additional terms. Marco Rodrigues seconded the motion. A roll call vote was collected - affirmative: Ernie Houle, Jeff Zanghi, Mary Jane Rickson, Michael Bergeron, Marco Rodrigues, Gregory Martineau, Brooke Clenchy, Gregory Myers, Joseph Sawyer, Amber Bock, Maryellen Brunelle, Jay Cummins. The Board voted unanimously (12-0) to approve the AVC/Vanpool letter of commitment @ 80% and additional terms.

- **Vote to approve District/AVC Letter of Commitment re: payments**

Michael Bergeron motioned to accept and place on file District/AVC Letter of Commitment and to authorize the Executive Director to use these agreements to interact with districts to secure funding for operations. Amber Bock seconded the motion. A roll call vote was collected - affirmative: Ernie Houle, Jeff Zanghi, Mary Jane Rickson, Michael Bergeron, Marco Rodrigues, Gregory Martineau, Brooke Clenchy, Gregory Myers, Joseph Sawyer, Amber Bock, Maryellen Brunelle, Jay Cummins. The Board voted unanimously (12-0) to approve the to accept and place on file District/AVC Letter of Commitment and to authorize the Executive Director to use these agreements to interact with districts to secure funding for operations.

- **Vote to approve the Extension of Interim Business Manager through January 31, 2021**

Ernie Houle motioned to approve the extension of Interim Business Manager through January 31, 2021. Brooke Clency seconded the motion. A roll call vote was collected - affirmative: Ernie Houle, Jeff Zanghi, Mary Jane Rickson, Michael Bergeron, Marco Rodrigues, Gregory Martineau, Brooke Clenchy, Gregory Myers, Joseph Sawyer, Amber Bock, Maryellen Brunelle, Jay Cummins. The Board voted unanimously (12-0) to approve the extension of Interim Business Manager through January 31, 2021.

- **Vote to approve the Bid Requests for Paper Supplies, Office Supplies, and School Supplies**

Michael Bergeron motioned to accept the bid documents. Ernie Houle seconded the motion. A roll call vote was collected - affirmative: Ernie Houle, Jeff Zanghi, Mary Jane Rickson, Michael Bergeron, Marco Rodrigues, Gregory Martineau, Brooke Clenchy, Gregory Myers, Joseph Sawyer, Amber Bock, Maryellen Brunelle, Jay Cummins. The Board voted unanimously (12-0) to approve the Bid Requests for Paper Supplies, Office Supplies, and School Supplies.

- **Vote to approve FY 19 invoice W.B. Mason**

Michael Bergeron motioned to approve the FY19 payment to W.B. Mason. Amber Bock seconded the motion. A roll call vote was collected - affirmative: Ernie Houle, Jeff Zanghi, Mary Jane Rickson, Michael Bergeron, Marco Rodrigues, Gregory Martineau, Brooke Clenchy, Gregory Myers, Joseph Sawyer, Amber Bock, Maryellen Brunelle, Jay Cummins. The Board voted unanimously (12-0) to approve the FY19 payment to W.B. Mason.

- **Vote to approve FY 19 invoice Golub Corp.-Price Chopper**

Michael Bergeron motioned to approve the FY19 payment to Golub Corp.-Price Chopper. Amber Bock seconded the motion. A roll call vote was collected - affirmative: Ernie Houle, Jeff Zanghi, Mary Jane Rickson, Michael Bergeron, Marco Rodrigues, Gregory Martineau, Brooke Clenchy, Gregory Myers, Joseph Sawyer, Amber Bock, Maryellen Brunelle, Jay Cummins. The Board voted unanimously (12-0) to approve the FY19 payment to Golub Corp.-Price Chopper.

## **Adjournment**

**Maryellen Brunelle motioned to adjourn. Marco Rodrigues seconded the motion.** A roll call vote was collected - affirmative: Ernie Houle, Jeff Zanghi, Mary Jane Rickson, Michael Bergeron, Marco Rodrigues,

Gregory Martineau, Brooke Clenchy, Gregory Myers, Joseph Sawyer, Amber Bock, Maryellen Brunelle, Jay Cummins.

The meeting was adjourned 10:09 a.m.

Respectfully submitted,  
Cathy Cummins  
Executive Director

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