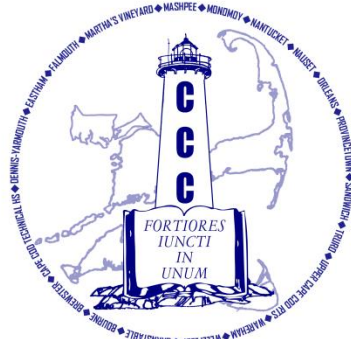


Cape Cod Collaborative
418 Bumps River Road
Osterville, MA 02655



Cape Cod Collaborative

Board of Directors
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Board of Directors Meeting Minutes
418 Bumps River Road, Osterville, MA 02655
August 13, 2015 - 5:30 PM

I. Call to Order

The August 13, 2015 meeting of the Cape Cod Collaborative Board of Directors was called to order at 5:45 PM by Robert Fichtenmayer, Co-Chair.

In attendance were:

Upper Cape Cod RTS	Robert Fichtenmayer, Co-Chair
Bourne	Heather DiPaolo
Brewster	Jessica Larsen
Cape Cod Technical HS	Ann Williams (in at 5:50 PM)
Dennis-Yarmouth	Phillip Morris
Eastham	Mary Louise Sette
Wareham	Melvin Lazarus
Treasurer	Judy FitzGerald
Secretary	Beth Deck

Also in attendance were:

Executive Director	Paul Hilton
STAR Program Director	Anita Woods

II. Minutes

a. June 10, 2015

VOTE

Mr. Lazarus made a motion for the Board to vote to approve the minutes of the June 10, 2015 meeting. This motion was seconded by Ms. Sette.

SO VOTED

YEA – 5 NEA – 0 ABSTAIN – 2 (DiPaolo, Larsen)

III. New Business

a. Warrants

VOTE(s)

- **FY15**
 - #50
 - #51
 - #52
- **FY16**
 - #01
 - #02
 - #03
 - #04
 - #05
 - #06

Mr. Fichtenmayer asked the Board to consider voting the warrants as groups.

Mr. Morris made a motion for the Board to vote to approve FY15 Warrants #50, #51 and #52. This motion was seconded by Ms. Sette.

SO VOTED – UNANIMOUS

Mr. Lazarus made a motion for the Board to vote to approve FY16 Warrants #01, #02, #03, #04, #05 and #06. The motion was seconded by Mr. Morris.

SO VOTED – UNANIMOUS

b. FY16 Spending Plan

VOTES

- Personnel

Mr. Hilton asked the Board to approve personnel changes which occurred since the June meeting.

- Additions **VOTE**
 - Robert Andrews, Teacher - Waypoint
 - Peter Andrade, Teacher - Waypoint
 - Leah Brodeur, Physical Therapist
 - Caitlyn Cashman, Speech Language Pathologist
 - Jean Hamilton, Spare Monitor
 - Helen Ho, Spare Monitor
 - Patricia Hughes, Spare Monitor
 - Thomas Klimm, Counselor, Waypoint
 - Craig Potter, Facilities Assistant
 - Alison Serpico, Teacher – STAR Program
 - Stephen Smith, Jr., CDL Driver (Mashpee)
 - Carol Trant, Paraprofessional, STAR ESY Program
- Reductions **VOTE**
 - James Abbott, Physical Therapist (retired)
 - David Aguiar, CDL Driver (Nantucket)
 - Susan Blaha, RN (retired)
 - Rhonda Eldridge, Spare CDL Driver
 - Daniel Miller, Custodial Assistant

- Nicole Pina, Spare Monitor
- Craig Potter, Facilities Assistant
- Loretta Roche, Spare CDL Driver
- Dana Roderick, Paraprofessional - Waypoint
- Shannon Scannell, Paraprofessional – STAR Program

Mr. Fichtenmayer suggested the Board vote on both Additions and Reductions through one motion.

Mr. Morris made a motion for the Board to vote to approve all additions and reductions as noted on the agenda. This motion was seconded by Mr. Lazarus.

SO VOTED – UNANIMOUS

c. GPS/AVL Services

VOTE(s)

Mr. Hilton explained that the Collaborative solicited proposals for the provision of Global Positioning System (GPS) services to support and gain efficiencies in the transportation area. Bids were received from Actsoft, Forward Thinking Systems, Zonar, Teletrac, and Fleetmatics. Each of these bids was evaluated based upon the following criteria:

- Equipment – Hardwired and/or plug & play; repair and replacement plan
- Metrics – Driving performance (idling, speed, etc.)
- Employee Time Tracking – time and distance by stop/route
- Maintenance – Maintenance tracking and reporting
- Alerts – Stakeholder specific. Maintenance alerts for upcoming scheduled PM, Driver alerts for speeding, excessive idling, invalid stops, etc.
- Users – License limitations or unlimited users
- Need to Know Access – i.e., Mechanics to maintenance data, HR to time and performance data, Dispatch to vehicle tracking and Driver performance data
- Fuel Card Integration (with WEX Fleet Fuel Card)
- Reporting – Flexible and comprehensive reporting
- Software – Cloud based vs. server based

Mr. Hilton noted that a Procurement Review Team (PMT) was convened to review and evaluate the bids received. The team (Tom Ferzoco, Brenda Gaskill, Beth Deck, Corinne Savery and Jim Brown) determined that the “Forward Thinking Systems” solution was the proposal most closely aligned with the Collaborative’s needs (based upon the aforementioned criteria). The Procurement Review Team recommended the contract be awarded to Forward Thinking Systems. Mr. Hilton informed the Board that Mr. Brown, the Collaborative Chief Procurement Official, supported this recommendation.

Mr. Brown submitted a written explanation of the pricing for all proposals. He noted that the pricing for Forward Thinking Systems was near the middle of the pack, and will cost between \$30,000 and \$35,000 annually (well below the anticipated annual cost of \$50,000).

Mr. Morris noted the difference between the anticipated and actual cost. Mr. Hilton explained that the estimated expense was based upon the Collaborative's previous experience with a GPS system. He noted that costs have dropped and the marketplace has become more competitive.

Ms. DiPaolo asked who would be monitoring the system. Mr. Hilton indicated that Collaborative employees would be able to access information from the system which is directly associated with their position. He noted that vehicle maintenance staff will access maintenance schedules and data and that dispatch staff will view route information, time information and condition/motion alerts, creating opportunity for time efficiency in managing the transportation area.

Mr. Lazarus asked if the GPS system would be installed on all Collaborative vehicles. Mr. Hilton indicated that the Collaborative would not be installing the system on "spare" vehicles, and is currently evaluating the benefit of installation on Nantucket buses.

Ms. Larsen asked if installing the system on newer vehicles would void the vehicle warranty. Mr. Hilton noted that the system utilizes existing vehicle ports through the "plug-in" option and would not void warranties.

The following VOTES were recommended:

- **To award the contract for GPS/AVL services to Forward Thinking Systems. VOTE**

Mr. Lazarus made a motion for the Board to vote to award the contract for GPS/AVL services to Forward Thinking Systems. This motion was seconded by Ms. Sette.

SO VOTED - UNANIMOUS

- **To authorize the Executive Director to execute the contract for services. VOTE**

Mr. Lazarus made a motion for the Board to vote to authorize the Executive Director to execute the contract for services. This motion was seconded by Ms. Sette.

SO VOTED - UNANIMOUS

d. Vehicle Financing VOTE(s)

Mr. Brown submitted information associated with the review of proposals for vehicle financing as submitted by First Capital Equipment and TD Equipment Finance Corp. Both proposals covered financing for:

- 3 – 71 Passenger buses (Nantucket)
- 5 – Transit 7D student vans

- 5 – 19 Passenger mini buses
- 2-way radio installation for all vehicles

The proposal from First Capital Equipment indicated interest at 2.244% and fees of \$667. The final interest rate was dependent upon the closing date, but will not fluctuate materially from the 2.244%.

Mr. Hilton recommended that the Board consider a vote based upon Mr. Brown’s recommendations.

Votes requested:

- **To award the \$750,467 vehicle financing contract to First Capital Equipment. VOTE**

Mr. Lazarus made the motion that the Board vote to award the \$750,467 vehicle financing contract to First Capital Equipment. This motion was seconded by Ms. Larsen.

Mr. Hilton referred Board members to the resolution located in the financing packet. Ms. Williams made a motion that the existing motion be modified to include the adoption of the resolution as indicated in the proposal:

Resolution

Whereas, Cape Cod Collaborative is a governmental entity duly organized under the laws of the Commonwealth of Massachusetts; and

Whereas, it is hereby determined that a true and real need exists for the acquisition of certain equipment, including school buses and two-way radios (the “Equipment”); and

Whereas, it is necessary and desirable and in the best interest of the Cape Cod Collaborative, as lessee (the “Lessee”), to enter into an Equipment Lease Purchase Agreement (the “Agreement”) with First Capital Equipment Leasing Corp., as lessor (the “Lessor”), for the purposes described therein, including the leasing of the Equipment;

Now, therefore, be it resolved, by the governing body of Cape Cod Collaborative, as follows:

Section 1. The Agreement, in substantially the same form as presented to this meeting, and the terms and performance thereof are hereby approved, and the Executive Director of the Lessee is hereby authorized to execute and deliver the Agreement on behalf of the Lessee, with such changes therein as shall be approved by such officer, such approval to be conclusively evidenced by such officer’s execution thereof.

Section 2. The Escrow Agreement (the “Escrow Agreement”), if any, among the Lessee, the Lessor and the escrow agent named therein, in substantially the same form as presented to this meeting, and the terms and performance thereof are hereby approved, and the Escrow Agreement is hereby authorized to be executed and delivered on behalf of the Lessee by a duly authorized officer of the Lessee, with such changes therein as shall be approved by such officer, such approval to be conclusively evidenced by such officer’s execution thereof.

Section 3. The Lessee shall, and the officers, agents and employees of the Lessee are hereby authorized and directed to take such further action and execute such other documents, certificates and instruments as may be necessary or desirable to carry out and comply with the intent of this Resolution, and to carry out, comply with and perform the duties of the Lessee with respect to the Agreement and the Escrow Agreement.

Section 4. This Resolution shall take effect and be in full force immediately after its adoption by the governing body of the Lessee.

Passed and adopted by the governing body of the Cape Cod Collaborative this 13th day of August, 2015.

The motion to amend was seconded by Mr. Lazarus.

Mr. Fichtenmayer called for a vote on the amended motion.

SO VOTED – UNANIMOUS

Mr. Fichtenmayer called for a vote on the original motion.

SO VOTED – UNANIMOUS

- **To authorize the Executive Director to execute all of the necessary documents to secure the financing and facilitate payments to vendors.**

VOTE

Ms. DiPaolo made the motion that the Board vote to authorize the Executive Director to execute all documents necessary to secure financing and facilitate payments to vendors. This motion was seconded by Ms. Larsen.

SO VOTED - UNANIMOUS

e. P-Card Credit Limit Increase

VOTE

Mr. Hilton noted that the Board previously approved a process that increased the efficiency of the procurement process utilizing a purchasing credit card (P-Card) system with controls (checks and balances) in the process. A vote was sought to increase the credit line from \$10,000 to \$20,000. Mr. Hilton noted this increase is necessary to maintain the efficiency of this process as the limit has restricted use of the card at some points, especially with delays in the warrant process.

Vote requested:

- **To authorize the Executive Director and Business Manager to increase the Collaborative's P-Card credit limit from \$10,000 to \$20,000. VOTE**
Mr. Morris made the motion that the Board vote to approve an increase in the Collaborative's P-Card credit limit from \$10,000 to \$20,000. This motion was seconded by Ms. Sette.

SO VOTED – UNANIMOUS

f. Cape Cod Challenger Cup Sponsorship VOTE

The Cape Cod Challenger Club shares the Collaborative's Osterville facility and has been responsible for many space and site improvements made at this location. This organization offers social and recreational opportunities for individuals with intellectual impairments and/or disabilities. The Challenger Club performs invaluable services for the individuals that the Collaborative serves, creating programmatic and economic synergy at the site (and in the region). The Challenger Club is hosting its 8th annual Cape Cod Challenger Cup event on September 19, 2015. The Board has approved event sponsorship (\$500) for this event in each of the past few years. Mr. Hilton recommended that the Board vote to sponsor this event again this year. (A detailed flyer is included in the Board packet.)

Mr. Morris made the motion that the Board vote to sponsor the Cape Cod Challenger Cup at a cost of \$500. This motion was seconded by Ms. Williams.

SO VOTED - UNANIMOUS

IV. Cracker Barrel Discussion

a. Local District Budgets

Mr. Fichtenmayer invited Board members to share current concerns and challenges in local educational budget development.

Ms. DiPaolo noted that Bourne will be faced with an over-ride vote on October 6th. The vote seeks approval of a \$2.9 million over-ride. If the over-ride is not approved, the town is facing cuts which result in the loss of Council on Aging services and the recreation building.

b. Questions / Concerns

No additional questions or concerns were brought before the Board at this meeting.

V. Other

VI. Executive Session (if necessary)

a. Contract Discussion for non –union Personnel

Mr. Hilton indicated that it was not necessary for the Board to enter into Executive Session at this meeting.

VII. Adjournment

Mr. Lazarus made the motion that the Board vote to adjourn the August 13, 2015 meeting. This motion was seconded by Ms. Larsen.

S0 VOTED – UNANIMOUS

The meeting was adjourned at 7:15 PM.