

**Cape Cod Collaborative**  
418 Bumps River Road  
Osterville, MA 02655



**Board of Directors**  
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**Board of Directors Meeting Minutes**  
418 Bumps River Road, Osterville, MA 02655  
August 8, 2013 - 5:00PM

**I. Call to Order**

The August 8, 2013 meeting of the Cape Cod Collaborative Board of Directors was called to order by Dr. Robert Tankard, Co-Chair, at 5:00 PM.

In attendance were:

Martha's Vineyard	Dr. Robert Tankard, Co-Chair
Falmouth	Terri Medeiros, Co-Chair
Cape Cod Technical HS	Dr. Joan Bentinck-Smith
Bourne	Heather DiPaolo
Eastham	Mary Louise Sette
Mashpee	Scott McGee
Sandwich	Susan Sundermeyer
Upper Cape Cod RTS	Robert Fichtenmayer
Wareham	Geoff Swett
Treasurer	Judy FitzGerald
Secretary	Beth Deck

Also in attendance were:

Executive Director	Paul Hilton
Business Manager	Jim Brown
STAR Program Director	Anita Woods

**II. Executive Director Evaluation**

The evaluation of the Executive Director had been postponed from earlier meetings. This FY13 evaluation of the Executive Director was determined by the Board as being based upon the evaluation instrument used in previous years.

Materials associated with the evaluation had been emailed to Board Members on July 24<sup>th</sup> and paper copies were included with Board materials at the meeting.

Dr. Tankard offered to collect and compile evaluation materials and asked Board members to provide him with their written evaluations within the week. (It was noted that any evaluations that are completed/submitted as part of the evaluation process will become part of the meeting record.)

Mr. Fichtenmayer asked if the Board would be reviewing goals and reflecting on progress toward these goals.

Dr. Tankard noted that the usual procedure is to set goals in advance and then review actions taken toward reaching these goals.

Mr. Hilton reminded the Board that the Evaluation SubCommittee met 2 years ago to discuss how to set goals. The recent legislative changes have impacted collaboratives and the review process. Mr. Hilton recommended that the SubCommittee plan to meet again to further this discussion and, if possible, plan this meeting before November.

Dr. Tankard asked Board members to offer comments on each point within the review document. He asked Ms. Deck to make note of these comments to be attached to the evaluation.

### **Leadership**

Ms. Medeiros reviewed the Materials Associated with the Evaluation of the Executive Director 2012-2013, provided by Mr. Hilton and included in the Board Packet. She indicated that this was extremely helpful as an outline and with details covering the past year.

Dr. Bentinck-Smith observed that Mr. Hilton notifies the Board immediately when there is a problem and takes swift action.

Ms. Medeiros expressed her appreciation for this “no surprise” approach.

### **Management**

Dr. Tankard, reflecting on his experience on the Board under two Executive Directors, observed that managing the Collaborative is uniquely challenging. Mr. Hilton informs the Board – with clarity – on what is taking place.

Ms. Medeiros has observed that when Mr. Brown, as Business Manager, gives the financial reports Mr. Hilton is there at every step. He is obviously fully informed about the Collaborative’s financial situation.

Mr. Swett gave credit to Mr. Hilton and Mr. Brown for the level of increasing transparency in the finances at the Collaborative.

Dr. Tankard reflected about the Collaborative TEAM. He sees the Collaborative administration acting as a team working toward a common goal, noting that it takes management ability to create such a team.

Ms. Settee expressed her opinion that Mr. Hilton demonstrates the ability to work well with different people and personalities.

Ms. Sundermeyer commented on Mr. Hilton’s understanding and implementation of the laws. She felt very well guided through the legislative changes which have impacted collaboratives, and feels that the Collaborative has been well positioned through this process.

Ms. Medeiros reminded the Board that she sits on the Legislative Commission. She has met with Mr. Hilton regarding this legislation, seeking his input and clarity.

### **Community Relationships**

Dr. Bentinck-Smith referred to the materials provided in the Board packet, noting that the list speaks for itself.

Dr. Tankard asked the Board to consider the relationships developed in the Osterville building and noted the transition from a “surplus” Barnstable school to a viable community.

Ms. Sundermeyer spoke about Mr. Hilton’s presentation(s) regarding declining public school enrollments, using this as an example of how Mr. Hilton seeks connections and demonstrates concern for the needs of each community.

Mr. Tankard reminded the Board of the annual Legislative Breakfast, which provides an opportunity for local school district representatives to meet with members of the community and local legislators.

### **Professional Behavior**

Ms. DiPaolo could not comment beyond the fact that Mr. Hilton demonstrates a high level of professional behavior.

Dr. Tankard, remembering the interview process by which Mr. Hilton was hired, noted that Mr. Hilton's sense of humor resonated with Board members then and still does today.

### **Relationship with the Board of Directors**

Ms. DiPaolo expressed her appreciation for the introduction and training Mr. Hilton provided when she was a new member of the Board. She was able to gain information and perspective which was very helpful.

Ms. Sette agreed; the welcome that Board members receive is very important especially in light of the frequent changes in Board membership due to elections within the districts.

Dr. Tankard suggested that dealing with the districts was rather like having a large family of children with differing needs. Mr. Hilton has been able to handle the differing needs of the individual districts.

Ms. Medeiros asked Board members to try to recall when there was a meeting without a quorum. (Mr. Hilton remembered one, once.)

Ms. Medeiros used the recent teleconference (including the state, Mr. Hilton and several Board members) as an example of Board inclusion.

Dr. Bentinck-Smith thought perhaps that Mr. Hilton had guided the Collaborative to a better system of finances than envisioned by the state. (Mr. Hilton provided some clarification regarding the feedback – during a conference call with the state (DESE), the Department representatives expressed concerns that the Collaborative did not set a single transportation rate at the beginning of the year. He explained that the Collaborative rate changes as necessary to reflect changes in routes and ridership.)

Dr. Tankard expressed his opinion that the Collaborative team is second to none. He asked Ms. Deck to reach out to Board members not present at this meeting, requesting that they submit evaluation materials to him within the week, either through email to [rtankard@comcast.net](mailto:rtankard@comcast.net) or by mail to: 21 Skiff Ave, Vineyard Haven, MA 02568. He will compile these materials and bring them back to the Board at the September meeting.

## **III. Minutes**

### **a. June 12, 2013**

### **VOTE**

Dr. Bentinck-Smith made the motion that the Board vote to accept the minutes of the June 12, 2013 meeting. This motion was seconded by Mr. Fichtenmayer.

YEA – 6      NEA – 0      ABSTAIN – 3 (Medeiros, Swett, Sundermeyer)

## **IV. Old Business**

Mr. Brown, assuring the Board that he has faithfully completed the procurement process as outlined in MGL Chapter 30B, asked the Board of Directors to vote to complete the financing and purchase of vehicles to be used for student transport.

**a. Authorization for the Purchase of Vehicles** **VOTE**

This vote will allow for the actual purchase (and receipt) of the vehicles for which bids had been solicited in the spring.

Mr. Fichtenmayer made the motion that the Board vote to authorize the purchase of: 2 – 71 passenger buses (\$183,638); 5 – Type A mini buses (\$257,545); 3 – 7D Vans (\$56,535) and the refinancing of 17 – 71 passenger used buses (\$557,511.02). This motion was seconded by Ms. Sette.

SO VOTED - UNANIMOUS

**b. Authorization for Financing** **VOTE**

The authorization for the financing of the vehicles, for which bids were solicited, was included for consideration (vote) at this meeting as the financing materials are available and the agreements ready for authorization.

Dr. Bentinck-Smith made the motion that the Board vote to authorize the financing of: 2 – 71 passenger buses (\$183,638); 5 – Type A mini buses (\$257,545); 3 – 7D Vans (\$56,535) and the refinancing of 17 – 71 passenger used buses (\$557,511.02), in accordance with the TD Bank financing terms which were provided in the Board packet, having been determined by the Board to be cost effective and in the best interests of the Cape Cod Collaborative and the member towns. This motion was seconded by Ms. DiPaolo.

SO VOTED – UNANIMOUS

**c. Authorization for Judith FitzGerald, Treasurer, to sign the financing and related purchase documents** **VOTE**

Ms. Sundermeyer made the motion that the Board vote to authorize Judith FitzGerald, Treasurer, to sign the financing and related purchase documents for the purchase of: 2 – 71 passenger buses (\$183,638); 5 – Type A mini buses (\$257,545); 3 – 7D Vans (\$56,535) and the refinancing of 17 – 71 passenger used buses (\$577,511.02) on behalf of the Cape Cod Collaborative Board of Directors. This motion was seconded by Ms. Medeiros.

SO VOTED – UNANIMOUS

Mr. Brown, explaining that not all the vehicles are available for immediate use, provided an escrow document for the Board's review. This document would authorize financing of the complete amount with a portion to be held in escrow until the vehicles are received.

Mr. Swett asked if the reasoning behind this process was to obtain a lock on the interest rate and received confirmation from Mr. Brown that this was, indeed, the situation.

**V. New Business**

Several Board members expressed their appreciation for the new format of the Warrants. Mr. Swett asked for explanation regarding the costly plumbing repair in Osterville. Mr. Brown described the recurring problem with the facilities located in the nursing office which required a camera and digging through a classroom floor to resolve.

**a. Warrants #1, #2, #3, #4, #5 - FY14**

**VOTE (S)**

Ms. Sundermeyer made the motion that the Board vote to approve Warrants #1, #2, #3, #4, and #5 for FY14. This motion was seconded by Mr. Fichtenmayer.

SO VOTED - UNANIMOUS

**b. Declaration of Surplus Materials (for disposal)**

**VOTE**

Mr. Hilton described the old(er) computer related items that are no longer useful and are appropriate for being declared surplus, to allow for disposal. He asked for a vote of the Board, which is necessary to dispose of these (former) assets.

Ms. Sundermeyer made the motion that the Board vote to declare the listed computer related items as surplus. This motion was seconded by Ms. Settee.

SO VOTED - UNANIMOUS

**c. FY14 Spending Plan – Personnel Changes**

**• Additions**

**VOTE**

- Naomi Leather – STAR Teacher

Mr. McGee made the motion that the Board vote to approve the hiring of Ms. Leather as a teacher for the STAR Program. This motion was seconded by Ms. DiPaolo.

SO VOTED - UNANIMOUS

**• Reductions**

**VOTE**

- Susan Harris - STAR Paraprofessional – retirement
- Andrea Smith – STAR Teacher - retirement

Mr. Swett made the motion that the Board vote to accept the retirements of Ms. Harris and Ms. Smith. This motion was seconded by Mr. Fichtenmayer.

SO VOTED - UNANIMOUS

**VI. Other**

There are currently no further items being considered for discussion and/or voting for this meeting. Any further items that may arise will be discussed at this point in the agenda.

**VII. Executive Session (if necessary)**

Mr. Hilton explained that it would be necessary for the Board to enter into Executive Session to discuss personnel matters.

Ms. Medeiros made the motion that the Board enter into Executive Session, exiting only for the purpose of adjournment. Ms. Sundermeyer seconded this motion.

A roll call vote was taken: Ms. Sette – Yea; Ms. Sundermeyer – Yea; Mr. McGee – Yea; Ms. DiPaolo – Yea; Mr. Fichtenmayer – Yea; Mr. Swett – Yea; Dr. Bentink-Smith – Yea; Dr.

Tankard – Yea; Ms. Medeiros – Yea

The Board entered into Executive Session at 5:41 PM.

**a. Litigation – Personnel**

*An update will be provided regarding the Collaborative's involvement with litigation with current and/or former employees.*

- *Workers Compensation*
- *Unemployment*

**b. Executive Director Evaluation**

*An opportunity for Board discussion of the evaluation of the Executive Director is included as an agenda item for Executive Session to ensure that there is an opportunity for the Board to (further) discuss the evaluation (as appropriate) with each other and/or the Executive Director.*

**c. Personnel Action -Non -union Personnel**

**VIII. Adjournment**

Ms. Medeiros made the motion that the Board exit Executive Session for the purpose of adjournment. This motion was seconded by Ms. Sundermeyer.

A roll call vote was taken: Ms. Sette – Yea; Ms. Sundermeyer – Yea; Mr. McGee – Yea; Ms. DiPaolo – Yea; Mr. Fichtenmayer – Yea; Mr. Swett – Yea; Dr. Bentink-Smith – Yea; Dr. Tankard – Yea; Ms. Medeiros – Yea

The Board exited Executive Session at 5:50 PM and the meeting was adjourned.