



**APPROVED 06/25/14**

**TECCA Commonwealth Virtual School  
MINUTES OF THE BOARD OF DIRECTORS MEETING  
Wednesday, May 28, 2014 at 2:00 p.m. ET**

**Held at the following location and via teleconference:**  
Natick Town Hall, 3<sup>rd</sup> Floor  
13 East Central Street  
Natick, MA 01760

---

**I. Call to Order**

Mr. Sanchioni called the meeting to order at 2:15 p.m. when all participants were present and able to hear each other.

**II. Roll Call**

Board Members Present: Peter Sanchioni, Jean Kenney, Liz Pape and Bob McGuire (all in person);

Board Members Absent: Kirby Salerno;

Guests Present: Liz McGonagle and Daniel Shovack, TEC staff (in person); Ted Ochs, Dave Schmidt, Allison Reaves and Megann Arthur, Connections staff (via phone).

**III. Public Comment**

There were no comments at this time.

**IV. Routine Business**

a. Approval of Agenda

Mr. Sanchioni asked the Board if there were any changes to be made to the Agenda. The Board added Action Item (e) Approval of Board Designee to Finalize and Submit Bylaws Due to DESE. There being no additional changes noted, a motion was made and seconded as follows:

RESOLVED, that the Agenda for the May 28, 2014 meeting of the TECCA Commonwealth Virtual School Board of Directors, as amended, is hereby approved.

The motion passed unanimously.

**V. Oral Reports**

a. Update on Terms of Certificate / Implementation Timeline

Mr. Sanchioni advised the Board that all items on the state's checklists had been submitted by the necessary deadlines to date, and that the Board was currently awaiting DESE feedback on a number of items, including these.

b. Update on DESE Review of EPSA with Connections

Mr. Sanchioni advised that the EPSA was another item the Board was currently awaiting DESE feedback regarding.

c. Update on DESE Review of TEC Contract

Mr. Sanchioni advised that the TEC Contract was also an item the Board was currently awaiting DESE feedback regarding. Additional updates on all of the above agenda items are expected by the next meeting.

d. Update on Enrollment Document Submissions to DESE

Ms. Pape provided the Board with an update. She reviewed the changes that were submitted, and confirmed that the enrollment documentation had been re-submitted to DESE on May 16<sup>th</sup>. She advised that she spoke with a rep from DESE, who indicated that the Bylaws are final, as submitted, and that the Board should expect an official communication later this week or next confirming this from DESE.

e. Update on School Administrative Positions Postings

Ms. Reaves provided the Board with an update on the search for school leadership. She highlighted the proposed timeline for the interview process, and discussed the expectations for interviewing with the Board Designees. The Board discussed the urgency with which they need to complete the hiring process for their Executive Director, and the interviews needed for final candidates by Connections management and Board members. Board members discussed their interest in working with Ms. Reaves to complete all steps of the process in the next two weeks.

## VI. Consent Agenda

Mr. Sanchioni asked the Board members whether any items from the Consent Items should be moved to Action Items for discussion, or tabled. The Board considered each of the Consent Agenda items separately.

a. Approval of Minutes from the April 30, 2014 Board Meeting

Board members briefly discussed the draft minutes from the last meeting, as included in the Board materials. There being no further discussion, a motion was made and seconded as follows:

RESOLVED, that the Minutes from the April 30, 2014 Board Meeting, as presented, are hereby approved.

The motion passed unanimously.

b. Approval of Revision(s) to the 2014-2015 School Year State Specific School Handbook

Board members discussed the proposed revisions to the state specific school handbook, as outlined in the memo included in the Board materials.

[Mr. Schmidt joined the meeting at 2:43 p.m.]

The Board discussed dual enrollment credits as discussed in the school handbook, and specific course offerings planned for the school in detail.

[Mr. Ochs joined the meeting at 2:57 p.m.]

The Board had extensive discussion of the option of offering course sales to districts within the state. Board members discussed the advantages and disadvantages of offering online course options to students who were not full-time enrolled TECCA students. There being no further discussion, a motion was made and seconded as follows:

RESOLVED, that the Revision(s) to the 2014-2015 school year State Specific School Handbook, as discussed, are hereby approved.

The motion passed unanimously.

[Mr. Ochs left the meeting at 3:12 p.m.]

c. Ratification of the TEC Connections Academy Commonwealth Virtual School Articles of Incorporation

Board members briefly discussed Board Counsel review of the Articles of Incorporation and the information needed prior to final submission to the state. There being no further discussion,

This item was tabled to a future meeting.

d. Ratification of Educational Products and Services Agreement (EPSA) with Connections Academy of Massachusetts, LLC

The Board had a brief discussion on the EPSA as included in the Board materials, which has been fully executed by all parties. They reviewed the negotiation process, and the ability for both parties to amend the EPSA with mutual agreement following DESE feedback. There being no further discussion, a motion was made and seconded as follows:

RESOLVED, that the Educational Products and Services Agreement (EPSA) with Connections Academy of Massachusetts, LLC, as presented, is hereby ratified.

The motion passed unanimously.

## VII. Action Items

a. Approval of Employer of Staff and Appointment of Board President as Board Designee to make final Determination as to whether to Amend the EPSA as reflected in the Amendment Submitted and Reviewed by Board and to Finalize and Execute the Related Amendment to EPSA with Connections Academy of Massachusetts, LLC and all Necessary Documentation for Establishment of Employee Benefits

Mr. Sanchioni presented this item to the Board. He provided the Board with an update on the communications surrounding the development of the Amendment to the EPSA, as included in the Board materials, including the background and options available to the Board for determining the employer of school staff as well as the corresponding employee benefits package. Board members confirmed that the Lead School Administrator position referenced in the document was the Executive Director, and that "TECCA" would replace "Charter School" throughout the document to comply with state requirements. The Board further discussed the awaited feedback from MTRS regarding staff benefit options. There being no further discussion, a motion was made as follows:

RESOLVED, that the Appointment of the Board President as Board Designee to finalize and execute all necessary documentation with regards to Employer of staff and establishment of Employee benefits, is hereby approved.

The motion passed unanimously.

b. Approval of School Facility Sub-lease

Board members discussed the school facility sub-lease and accompanying documentation, as included in the Board materials, with Mr. Shovack from TEC. The Board discussed potential amendments to the sub-lease, including an "opt out" clause, as well as language regarding capital costs and the renewal of lease terms. The Board had further discussion on the liability TEC was assuming with the current terms of the sublease, and language that could potentially lessen that. There being no further discussion, a motion was made as follows:

RESOLVED, that the School Facility Sub-lease, as discussed and amended at meeting, is hereby approved.

The motion passed unanimously.

c. Approval of Build-out Costs for School Facility

Board members discussed the build-out costs estimated for the school facility, as included in the Board materials documents. There being no further discussion, a motion was made as follows:

RESOLVED, that build-out costs for school facility, as presented, are hereby approved.

The motion passed unanimously.

d. Approval of Board Governance Policies

Ms. Arthur reviewed the proposed Board Governance Policies that were provided with the Board materials. She provided the Board with background information concerning the development of the policies, including those involved in review. The Board discussed the establishment of the group of core governance policies as a best practice, and their ability to add or amend policies based on the needs of the Board and school. Ms. Arthur discussed individual policies with the Board, including but not limited to the Background Clearance for Board Members, Conflict of Interest, Fiscal Controls and Public Comment policies. There being no further discussion, a motion was made as follows:

RESOLVED, that the Board Governance Policies, as presented, are hereby approved.

The motion passed unanimously.

e. Approval of Board Designee to Finalize and Submit Bylaws Due to DESE

Ms. Pape reviewed the DESE proposed changes to the Board's Bylaws, and the revisions that have been made in response to date. Board members had discussion on the current version of the Bylaws, and those who were involved in the review. There being no further discussion, a motion was made and seconded as follows:

RESOLVED, that the appointment of Liz Pape as the Board Designee to finalize and submit Bylaws to DESE, is hereby approved.

The motion passed unanimously.

**VIII. Information Items**

a. State Relations Update

Mr. Schmidt provided the Board with an update on the recent legislative activities in Massachusetts, which may impact the school.

b. Board Meetings Schedule for the 2014-2015 School Year

Ms. Arthur reviewed the proposed Board Meeting Schedule, as provided in the Board Meeting materials. Board members confirmed their support of the schedule, and confirmed that they will communicate any conflicts prior to the June Annual Meeting.

c. Open Meetings Law Compliance Update

Ms. Arthur reviewed the materials included in the Board package regarding Massachusetts Open Meetings Law compliance. She advised the Board of the documents reviewed and sent by Board Counsel, and the state requirement for each Board member to complete and submit the Certificate of Receipt.

**IX. Adjournment and Confirmation of Next Meeting on June 25, 2014 at 11:00 a.m. ET**

Mr. Sanchioni noted that the Board was at the end of its agenda and that the next meeting was scheduled for June 25, 2014 at 11:00 a.m. ET. The being no further business, at 4:05 p.m. the Board made and seconded the following motion:

RESOLVED, that the adjournment of the TECCA Commonwealth Virtual School, May 28, 2014 Board meeting, be approved.

The motion was approved unanimously.