

TRSU BOARD

Regular Meeting Minutes

Thursday, June 6, 2019

6:00 p.m.

LES, Band Room

I. CALL TO ORDER/ROLL CALL

Board: Fred Marin, Mary Alberty, Paul Orzechowski, Joe Fromberger, Dan Buckley (7:11 p.m.)

Staff: Meg Powden, Cheryl Hammond, Angie Martin

Public: Shawn Cunningham, Sue Ceglowski, Cynthia Prairie, Sharon Huntley

Mr. Orzechowski called the meeting to order at 6:09 p.m. He invited the board members to introduce themselves.

II. APPROVE AGENDA:

Mr. Fromberger **moved** to approve the agenda with the addition of an action item under Training item B to take appropriate steps to correct errors made at the board's meeting on May 2 relating to the board going into executive session. Mr. Marin seconded. The motion carried unanimously.

III. APPROVE MINUTES:

A. May 2, 2019 Regular Meeting

Ms. Alberty **moved** to approve the May 2, 2019 regular meeting minutes. Mr. Marin seconded.

Ms. Hammond noted that under the personnel handbook section there is reference to an employee going from 23 vacation days down to 10, but that should be down to 20, not 10. The motion carried unanimously.

B. May 16, 2019 Special Meeting

Ms. Alberty **moved** to approve the May 16, 2019 special meeting minutes. Mr. Marin seconded.

The motion carried unanimously.

IV. PUBLIC COMMENTS:

None.

V. TRAINING AND CORRECTION OF ERRORS:

A. Open Meeting Law, Sue Ceglowski, VSBA

Mr. Orzechowski introduced Ms. Ceglowski. She explained that today's training gives up to date information on open meeting law and also invited the board members to view the VSBA's monthly webinar including an upcoming one on open meeting law. She noted that she doesn't plan to speak about specific motions that the board may have made in the past. Those should be directed to legal counsel.

She explained that all public bodies are accountable to the public and their meetings are open to the public. The intent of the law is to create transparency in government decisions. Public bodies of the state and its municipalities, including school board and their committees must comply. A "meeting" is defined as a gathering of a quorum of the public body for the purpose of discussing business or taking actions. Act 166 added a definition that the business of the public body means the public body's governmental functions, including any matter over which the public body has

supervision, control, jurisdiction or advisory power. The legislature clarified that a meeting is not a group discussion regarding scheduling, nor is it a gathering where a quorum of the board members is at the location for an entirely different purpose, nor is it a gathering of a quorum at a meeting of another public body that was duly warned. Mr. Orzechowski questioned if a quorum of school board members attended the select board meeting to discuss the school property. Ms. Ceglowski suggested that should be warned since the intent is to discuss board business.

Ms. Ceglowski noted that a meeting can happen in a physical space, as well as over a span of time, such as a group of email strings and social media discussion. She advised that public notice of meetings is required and agendas must be posted 48 hours before the meeting. Special meetings must be posted 24 hours before the meeting and must meet certain criteria. Emergency meetings can only be used when necessary to respond to unforeseen occurrence or condition requiring immediate attention and requires some public notice before the meeting. Ms. Ceglowski noted that agendas must be posted on the website, the municipal clerk's office and in at least 2 designated public places. The agenda must be made available to anyone who asks and the content must be specific to the topics to be discussed. Any additions or deletions must be done at the beginning of the meeting. Mr. Fromberger questioned the requirement that agendas be approved. Ms. Ceglowski will forward him that information.

Minutes are required under the open meeting law. There is minimum content: members, active participants; motions, proposals, resolution and dispositions; vote results, noting individual votes if there is a roll call vote. The minutes must be available for inspection and copying upon request no later than five calendar days after the meeting. They must be posted to the district or SU website no later than five calendar days from the date of the meeting and must remain posted for at least one year after the meeting. Draft minutes can be replaced with the approved update. There was discussion about the requirement for a roll call vote be individually listed. Ms. Ceglowski noted that it is best practice that when a vote isn't unanimous that the outliers be identified in the minutes.

Ms. Ceglowski noted that executive session is only appropriate if it fits into one of the 14 appropriate categories. She distributed a laminated copy of the executive session law. The motion must state the nature of the business of the executive session, and be supported by a majority of the board and recorded in the minutes. She noted that the VSBA recommend that when preparing the agenda to be sure about what section of executive session to consult legal counsel. She also advised that there are topics requiring a specific finding that "premature general public knowledge would clearly place the public body or a person involved at a substantial disadvantage". She gave examples and referred the board to the language of the law. She noted that the board needs to make the finding before it goes into executive session. She recommended entering executive session in these areas in two motions, for example: "I move to find that premature general public knowledge regarding the board's contract with Best Bus Company would clearly place the board at a substantial disadvantage because the board risks disclosing its negotiation strategy if it discusses the proposed contract terms in public". The board would then discuss that motion and if approved could then make the motion to enter executive session, for example: "I move to enter executive session for the purpose of discussing the board's contract with Best Bus Company under the provisions of Title 1, Section 313(a)(1)(A) of Vermont Statutes for contracts.

Ms. Powden questioned if it would be appropriate to post the motions directly on the agenda. Ms. Ceglowski indicated that that would be ok or the chair could have a script. She noted that it isn't just ok to make the motions. They need to have the discussion about the findings. She gave another example of a personnel discussion due to a medical leave.

Ms. Ceglowski noted that there are other permissible reasons for executive session under 1 V.S.A. Section 313 (a)(2)-(10) such as negotiating real estate purchase, appointment or evaluation, disciplining of public officer or employee, or student academic records, suspension or discipline, clear and imminent peril to public safety, and security or emergency response measures. These reasons do not require the special language. She shared example language for such a motion, such as: “I move to enter executive session for the purpose of discussing the evaluation of the Superintendent under the provisions of V.S.A. Title 1, Section 313(a)(3) regarding evaluation of a public officer or employee. Ms. Ceglowski noted that they should be much more specific than just saying personnel issues or legal matters, without breaking confidentiality.

The board can only discuss the subject matter referenced in the motion for executive session. The board can decide who it can bring into executive session—staff, legal counsel, the subject of the discussion. No action can be taken in executive session. The motion made after returning to open session needs to be clear enough, subject to confidentiality considerations, to explain the nature and substance of the action taken. She noted that some things could be discussed in open session except where covered by other laws.

Ms. Ceglowski reported that electronic meetings are allowed. A person participating electronically must identify themselves at the start and be heard and hear throughout the meeting. If a quorum or more is participating remotely, the agenda must designate a physical location where the public can attend and participate and one board member must be physically present at that location. Additionally, any vote that isn’t unanimous must be taken by roll call.

Emails and social media can be used to schedule meetings, but the board should not discuss board business, nor should the quorum be collectively editing a board document, nor should the quorum of the board be involved in a Facebook or Front Porch Forum discussion of something that is the board’s business. The board meetings are public, but they are not a meeting of the public. The board chair can give the public reasonable time to speak, but they can reasonably keep the comments to a certain time.

Ms. Ceglowski noted the penalty and enforcement issues for a board. She explained that the aggrieved party must allege a specific violation of the Open Meeting Law and make a request for specific actions to cure the violation. The public body then has 10 calendar days to respond. If they acknowledge a violation, they have 14 calendar days to cure it and take measures to prevent reoccurrence. Failure to correct a violation could result in attorney’s fees and other litigation costs. She noted that it is the board’s responsibility to comply. Last year on 2/23/2018, the VT Supreme Court found that open meeting law does not apply to collective bargaining negotiations between an SU negotiations committee and the bargaining unit. That then raises questions about whether a board is required to warn its negotiations sessions. When the board portion of the negotiations team meets alone, that likely meets the open meeting law requirements, therefore she recommends that they consult legal counsel regarding the warning. Negotiations can be conducted in open session if both parties agree.

She invited the board members to contact her if they had questions.

B. Take steps to correct Errors of May 2 executive session

Mr. Orzechowski read his statement acknowledging that the board made an error by failing to make a proper and specific finding that premature general public knowledge would clearly put the Supervisory Union and the Superintendent at a substantial disadvantage prior to entering into

executive session and by failing to properly cite the basis under which the Board was to enter into executive session. He explained that the board went into executive session during the May 2, 2019 meeting to discuss the Superintendent's contract and evaluation. He asked for a motion that the board specifically finds that the premature general public knowledge of the topics it discussed during the executive session on May 2, 2019 relating to the Superintendent's contract and evaluation would clearly put both the Supervisory Union and the Superintendent at a substantial disadvantage. Mr. Marin so **moved**. Mr. Fromberger questioned how that motion cures the fault. Mr. Orzechowski explained that this motion and the following one will correct the problem with the motion and minutes and the prior training is what was required to try to prevent reoccurrence of the violation. There was no second required and the motion carried unanimously.

Mr. Orzechowski requested a motion to retroactively enter an executive session, pursuant to 1 V.S.A. section 313(a)(1)(A) and (8) and 1 V.S.A. Section 313(a)(3) to discuss the Superintendent's contract and evaluation and invite the Superintendent to participate in this discussion. Mr. Fromberger so **moved**. Mr. Orzechowski advised that this language is based on advice from the SU's legal counsel. This addition to the minutes retroactively corrects the actions taken in the prior meeting and its minutes. Ms. Alberty seconded and the motion carried unanimously. Ms. Alberty noted that having the language written out will be helpful. Mr. Fromberger noted that the board chairs should have the discussion with the superintendent about whether the agendas will include the language of the motion, therefore it will be important for the members to be aware of what they will be discussing.

VI. SUPERINTENDENT'S REPORT:

Ms. Powden reported that school will be done for the summer soon. She noted that Johanna Turin won the Vermont History Day and will be representing Vermont in the National competition. Recently the Tarrant Institute has reached out to the school to help with transition to the new schools next year with Black River closing. She described some of the work that the students and teachers will be doing with members of the Tarrant Institute. There have been several plays, art shows, and upcoming awards nights and graduations. BRHS graduation is 10am on 6/15 and GMUHS graduation is 7pm on 6/14.

Ms. Powden noted that the GMUHS Girls Track team won the division IV state championship. The after-school program will be doing something different for the summer program where they will all come to West Hill in Ludlow. There are already 110 students who want to attend, but the program can only have 75 students per day.

Ms. Powden noted that the SU will be recommending 8 new hires to the GMUSD board and 7 new hires to the LMHUUSD board.

VII. OLD BUSINESS:

A. Personnel Handbook, Revised

Mr. Orzechowski noted that the revisions in this draft were highlighted to draw attention to the changes. Ms. Powden noted that she met with Ms. Hudkins regarding the non-bargaining employees and some are very anxious to have this passed since it takes effect as of July 1, 2019 if approved. Mr. Fromberger questioned section 3.3 sick leave. He felt that the manual increases sick leave from 7 days to 12 days and accumulate 90 days where it used to be 30 days and wanted to know the rationale for that decision. Ms. Hammond noted that the changes were made across both districts. She noted that the 7 days was the prorated amount for school year employees. Mr. Fromberger noted his concern with the accumulated sick days and the financial burden that it could mean. He recommended keeping the accumulation at 30 days. Ms. Hammond reviewed some of the staff positions and their days prior to this recommended change. She noted that the

current number is “all over the place” and they would like to find a common ground. There was discussion about people being able to apply for disability if necessary.

Mr. Fromberger **moved** to approve the handbook as presented with the change to section 3.3 making school year staff eligible for 12 sick days with an accumulation of up to 30 days. Ms. Hammond requested an amendment that anyone who has accumulated more up to now under a prior agreement be allowed to use what they have accumulated and no more. Mr. Fromberger agreed to amend his motion as such. There was discussion about how many people that actually would affect at this point. The revised motion is to approve the handbook as presented with the change to section 3.3 making school year staff eligible for 12 sick days with an accumulation of up to 30 days, except if an employee currently has accumulated over 30 days under a prior agreement, they will be allowed to use that accumulation and no more, while any new accumulations will be limited to 30 days. The motion carried with Ms. Alberty in opposition.

B. Meeting Location

There was discussion about the three options for the meeting locations. The board discussed the locations getting them out into the public. There was discussion about changing the meeting time to accommodate travel from one side of the district to the other. There was discussion about option 2 being amenable to many of the board meetings, but the August 2020 meeting would need to not be at BRHS since it will be closed then. The board discussed just setting the next meeting time and location and continuing the conversation. There was also discussion about having meetings electronically when there are issues with travel. Option 1 is only CTES and LES, while option 2 is all the schools, and option 3 is all the schools plus the Roost.

The board tabled discussion until later in the meeting.

VIII. NEW BUSINESS:

A. Appoint Second Signer

Ms. Hammond noted that she met with community bank last week. They will be enacting positive pay to protect the funds from people being able to withdraw funds from the accounts. She noted that Angie Benson-Ciufo was currently the second signer on the accounts, and hasn't been a member of the boards for a while. There was discussion about appointing Ms. Hammond as the second signer. Ms. Martin noted that this is effectively a backup which is what Mr. Adams was before Ms. Benson-Ciufo. Mr. Marin **moved** to appoint Ms. Hammond as the second signer on the bank accounts. The motion carried unanimously.

B. eFinance Plus-Update

Ms. Hammond reminded the board of the e-Finance discussions at a prior meeting. It is regarding the legislative mandate requiring a uniform chart of accounts and a state-wide software. There is currently a waiver for unlimited training time. 40 SU's began this training in January and there are 8 SU's left. She explained why they are delayed. She noted that of the 40 SU's, only 3 are live at this point. The “go-live” date is supposed to be July 1. The trainings consisted of training videos and testing the software. They have also had one on one sessions. They had concerns, such as the check number not being “remembered” in the system; there is no warrant in the system even though warrant creation is state law; and there is an issue with the bank statements. Payroll doesn't come into the bank statement reconciliation. Ms. Hammond noted that the legal line—with the words written out—is actually displaying as numbers. She noted that the definition of go-live is accounts payable and payroll, but there are other things that make those things work, such as the timeclock system (which is a \$3500 charge to convert). There is no accounts receivable training or invoicing training until January. Additionally, there are split employees (grant funded and local funded) which requires state teacher's retirement deduction out of the

grant portion, but the system cannot accommodate that issue. Every time this happens there is a journal entry, but that is room for error. On May 24, she received a list of 30 items to fix as a priority. On Monday, 27 days before the go-live date, they received notification that there is a different chart of accounts. She described how this would impact the 18 databases between the systems.

Ms. Hammond reported that she sent her concerns to the state asking for solutions, suggestions and a timeline for those solutions. She spoke with Edie Cole who is the business manager in a neighboring district and they have been live since January. They are manually doing many things. Mr. Fromberger noted that the board likely couldn't help, but would support her in getting her problems resolved. The uniform chart of accounts must be live by July 1, 2020. Ms. Hammond noted that there are no efficiencies and productivity in this system. There was discussion about the conversion process. Ms. Hammond described the changes in the location codes in the new chart of accounts. There was discussion about the journal entries to keep the two systems going at the same time.

Ms. Hammond recommended staying with the system that they have currently as it is still operational and does what is necessary to meet the state's requirements, and they have "unlimited" training time. Ms. Hammond noted that they removed the \$9112 support and the \$5512 hosting for Ivisions from the budget because of the plan to move to e-Finance which is covered mostly from the state. She reported that the budget had planned for a dental plan but fewer people took the plan that estimated leaving \$35,000 available to cover this short fall. Ms. Hammond noted that nothing has been done in the old system to prep it for FY20 with 24 days left in the current fiscal year. She noted that even if they go with the state program, there will still be a cost to view the old data in Ivisions which will be necessary. There was discussion about whether there was enough time to roll back to the old system.

Mr. Fromberger clarified if Ms. Hammond was looking to move toward the new state system, or resurrect the former Ivisions system. She noted that they are currently using the old system. Ms. Hammond recommended stopping the conversion to the state system, at a cost of approximately \$14,000. Mr. Fromberger **moved** to allow the business office to remain with the former Ivisions software and halt the conversion to the state e-Finance system. Mr. Marin seconded and the motion carried unanimously. The accounting staff thanked the board for this decision.

IX. PUBLIC COMMENTS:

None.

X. NEXT MEETING:

The next meeting will be Thursday, August 1, 2019 at 6:00 p.m. at CTES. Discussion about future locations and times of meetings will be held at the next meeting.

XI. ADJOURNMENT:

Ms. Alberty **moved** to adjourn at 7:40 p.m. The motion carried unanimously.

Respectfully submitted,

Amber Wilson
Board Recording Secretary