

EDUCATIONAL SERVICES COMMISSION OF MORRIS COUNTY
P.O. Box 1944, Morristown, NJ 07962-1944
(973) 540-8844

MINUTES –ORGANIZATION AND BOARD OF DIRECTORS MEETING
JUNE 10, 2020

CALL TO ORDER

Catarina Bilotta, Business Administrator/Board Secretary called the Regular Meeting of the Board of Directors of the Educational Services Commission of Morris County by Zoom Meeting teleconference on June 10, 2020 at 6:30 pm.

ROLL CALL

The Business Administrator/Board Secretary noted the roll call from the prior meeting.

NOTICE

The Business Administrator/Board Secretary noted the legal notice from the prior meeting.

1. NOMINATION FOR ELECTION OF BOARD OF DIRECTORS PRESIDENT
The Business Administrator/Board Secretary took nominations for the office of President.
Nominee: Michael Bertram
Are there any other nominations? No
2. CLOSE NOMINATIONS
BE IT RESOLVED BY THE BOARD OF DIRECTORS to close nominations.
Moved by Irene LeFebvre and seconded by John Kehmna – All in favor
3. ELECTION OF PRESIDENT BY ROLL CALL VOTE
The Business Administrator/Board Secretary called the vote for President.
Michael Bertram was elected President
Moved by Irene LeFebvre and seconded by John Kehmna
The motion was approved as follows: 12 yeas, 0 nays, 0 abstentions
The remainder of this meeting is being turned over to the President.

PRESIDENT'S APPOINTMENT

In accordance with Bylaw Article III, Section 10, and Bylaw Article IV, Sections 5 and 6, as President, I appoint Allison Manfred, Randolph Township of the Representative Assembly to participate as voting Board Member for the remainder of this meeting or Are there any objections? Hearing none the appointment is approved.

4. NOMINATION FOR ELECTION OF BOARD OF DIRECTORS VICE PRESIDENT
The President took nominations for the office of Vice President.
Nominee: Karen Nyquist
Are there any other nominations? No
5. CLOSE NOMINATIONS
BE IT RESOLVED BY THE BOARD OF DIRECTORS to close nominations.
Moved by Richard Bruno and seconded by Irene LeFebvre – All in favor

6. **VOTE FOR VICE PRESIDENT**

The Business Administrator/Board Secretary called the vote for Vice President.

Karen Nyquist was elected Vice President

Moved by Amy Gould and seconded by Richard Bruno

The motion was approved as follows: 12 yeas, 0 nays, 0 abstentions

7. **ESTABLISH TIME AND PLACE OF PUBLIC MEETINGS**

BE IT RESOLVED BY THE BOARD OF DIRECTORS to approve the Commission calendar and meeting dates, as listed. Please note: Meetings may be held virtually through Zoom Meetings at 6:00 pm and indicated on our website: www.escmorris.com until further notice.

<u>Date</u>	<u>Meeting</u>
August 12, 2020	Board of Directors
September 9, 2020	Board of Directors
October 14, 2020	Board of Directors
November 11, 2020	Board of Directors
December 9, 2020	Board of Directors
January 13, 2021	Representative Assembly/Board of Directors
February 10, 2021	Board of Directors
March 10, 2021	Representative Assembly/Board of Directors
April 14, 2021	Board of Directors
May 12, 2021	Board of Directors
June 9, 2021	Representative Assembly/Board of Directors

Moved by Michael Bertram and seconded by Richard Bruno

The motion was approved as follows: 12 yeas, 0 nays, 0 abstentions

8. **DESIGNATION OF DEPOSITORY AND SIGNATURE REQUIREMENTS**

BE IT RESOLVED BY THE BOARD OF DIRECTORS that Bank of America be designated as the depository of the Educational Services Commission of Morris County and the Officers and Agents of this Commission be and hereby are, and each of them is, authorized to deposit any of the funds of this Commission in said Bank;

AND BE IT FURTHER RESOLVED that until the further order of this Board of Directors, any funds of this Commission deposited in said Bank be subject to withdrawal or charge at any time and from time to time upon checks, notes, drafts, bills of exchange, acceptances, undertakings, or other instruments of orders for the payment of money when signature or signatures, for this Commission as follows:

<u>Account</u>	<u>Required Signature</u>
1. <u>General Funds</u> Bank of America	Any <u>two</u> of the following with at least one Board member: Board President Superintendent Board V.P. Board Secretary
2. <u>Payroll</u> Bank of America	Any <u>one</u> of the following: Board Secretary (or phone transfer) Superintendent Board President
3. <u>Payroll Agency</u> Bank of America	Any <u>one</u> of the following: Board Secretary (or phone transfer) Superintendent Board President

4. Lunch Fund
Bank of America
- Any one of the following:
Board Secretary
Superintendent
Board President
5. Student Activities Fund
Bank of America
- Any two of the following:
Board Secretary
Superintendent
Board President

Moved by Michael Bertram and seconded by Richard Bruno
The motion was approved as follows: 12 yeas, 0 nays, 0 abstentions

9. LEGAL DEPOSITORY FOR INVESTMENT FUNDS
BE IT RESOLVED BY THE BOARD OF DIRECTORS to authorize the Business Administrator/Board Secretary to deposit investment funds in any of the following depositories as they accumulate in the General Account, in accordance with the rules which govern investments of public funds:
Bank of America
Bank of New York

Moved by Michael Bertram and seconded by Richard Bruno
The motion was approved as follows: 12 yeas, 0 nays, 0 abstentions

10. DESIGNATION OF LEGAL NEWSPAPER
BE IT RESOLVED BY THE BOARD OF DIRECTORS to designate the Morris County Daily Record as the legal newspaper for the Educational Services Commission of Morris County.

Moved by Michael Bertram and seconded by Richard Bruno
The motion was approved as follows: 12 yeas, 0 nays, 0 abstentions

11. AUTHORIZATION OF EXECUTIVE COMMITTEE
BE IT RESOLVED BY THE BOARD OF DIRECTORS that the Executive Committee be empowered to administer the affairs of the Board of Directors between regularly convened meetings of the Board in accordance with NJSA 18A:6-57 and Bylaw Article IV No. 040 Section 5.

Moved by Michael Bertram and seconded by Richard Bruno
The motion was approved as follows: 12 yeas, 0 nays, 0 abstentions

12. AUTHORIZATION TO PAY CLAIMS UPON PRESENTATION
BE IT RESOLVED BY THE BOARD OF DIRECTORS that the Board Secretary be authorized to pay claims against the Board of Directors upon presentation and that all such authorized payments be listed and presented for Board ratification at the next regular meeting of the Board of Directors.

Moved by Michael Bertram and seconded by Richard Bruno
The motion was approved as follows: 12 yeas, 0 nays, 0 abstentions

13. RE-AFFIRMATION OF BY-LAWS, BOARD POLICY, CURRICULUM, AND ADMINISTRATIVE PROCEDURES

BE IT RESOLVED BY THE BOARD OF DIRECTORS that the existing By-Laws, Board Policy, Curriculum and Administrative Procedures be re-affirmed.

Moved by Michael Bertram and seconded by Richard Bruno

The motion was approved as follows: 12 yeas, 0 nays, 0 abstentions

14. USE OF FACSIMILE SIGNATURES

BE IT RESOLVED BY THE BOARD OF DIRECTORS to authorize the use of facsimile signatures with the following guidelines:

1. May be used on checks, contracts and any official document.
2. That the facsimile stamp remains in the possession of the individual, or the individual's designee.
3. Facsimile stamps located at the Educational Services Commission office must be secured in the safe.

Moved by Michael Bertram and seconded by Richard Bruno

The motion was approved as follows: 12 yeas, 0 nays, 0 abstentions

15. APPOINTMENT OF PROFESSIONALS

BE IT RESOLVED BY THE BOARD OF DIRECTORS that the following resolution be adopted:

WHEREAS, the Board of Directors of the Educational Services Commission of Morris County requires the professional services;

WHEREAS, these persons are licensed in the State of New Jersey and have offered professional services to the Commission;

WHEREAS, funds are available to obtain such professional services;

WHEREAS, the Local Public Contracts Law (R.S. 40A:11-1 et seq.) requires that the resolution authorizing the awarding of contracts for professional services without competitive bids must be publicly advertised and filed with the Morris County Clerk;

ACCORDINGLY, NOTICE IS GIVEN, that the Board of Directors of the Educational Services Commission of Morris County resolve and/or ratify the following:

- A. That the legal firm of Schenck, Price, Smith & King, LLP of Florham Park, NJ, be appointed as attorneys for the Educational Services Commission of Morris County for the period July 1, 2020 to June 30, 2021 at the following rates:
 1. A retainer of \$5,000 per annum to cover ordinary and routine services.
 2. A rate of \$175 per hour for any services rendered over and above the type covered by the retainer.
- B. That the firm of Barre & Company, LLC be appointed as auditor for the period July 1, 2020 to June 30, 2021.
- C. That the firm of Brown & Brown Benefit Advisors be appointed as the health benefits consultant for the period July 1, 2020 to June 30, 2021. Fee for such services is paid by insurance carriers.
- D. That the Educational Data Services, Inc. of Saddle Brook, NJ, be appointed for the Educational Cooperative Pricing System for the period July 1, 2020 to June 30, 2021. Payment for these services are included in the pricing system membership fee.

These appointments are made without competitive bidding, as the services so retained are of a professional service nature as described in the Local Public Contracts Law encompassing professional services of a recognized licensed profession regulated by law. Such services are of a qualitative and specialized nature and, therefore, do not reasonably permit the drawing of

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specifications or receipt of competitive bids. This resolution shall forthwith be printed once in the Daily Record and a copy of this resolution shall be filed in the office of the Morris County Clerk.

Moved by Michael Bertram and seconded by Richard Bruno
The motion was approved as follows: 12 yeas, 0 nays, 0 abstentions

16. AUTHORIZE SUPERINTENDENT TO APPROVE LINE ITEM TRANSFERS
BE IT RESOLVED BY THE BOARD OF DIRECTORS to authorize the Superintendent to approve the transfer of amounts among line items and program categories pursuant to Chapter 196, Laws of 1987. Any transfers approved by the administration will be reported to the Board of Directors for ratification and approval at the next regularly scheduled meeting and be recorded in the official minutes.

Moved by Michael Bertram and seconded by Richard Bruno
The motion was approved as follows: 12 yeas, 0 nays, 0 abstentions

17. APPOINTMENT OF BOARD SECRETARY & QPA
BE IT RESOLVED BY THE BOARD OF DIRECTORS that Catarina Bilotta be appointed as Board Secretary of the Educational Services Commission of Morris County Board of Directors from June 1, 2020 to June 30, 2021 and as Qualified Purchasing Agent, pursuant to N.J.A.C. 5:34-5.2, N.J.S.A. 18A:18A-3, 18A:18A-4.3 and P.L. 2009, c.166 with a bid threshold of \$40,000.

Moved by Michael Bertram and seconded by Richard Bruno
The motion was approved as follows: 12 yeas, 0 nays, 0 abstentions

18. APPOINTMENT OF AFFIRMATIVE ACTION OFFICER
BE IT RESOLVED BY THE BOARD OF DIRECTORS that Marci Spadafora be appointed as Affirmative Action Officer for the 2020-2021 school year.

Moved by Michael Bertram and seconded by Richard Bruno
The motion was approved as follows: 12 yeas, 0 nays, 0 abstentions

MINUTES

19. APPROVAL OF MINUTES OF THE BOARD OF DIRECTORS MEETING OF MAY 13, 2020
BE IT RESOLVED BY THE BOARD OF DIRECTORS to approve the Minutes of the Board of Directors Meeting of May 13, 2020.

Moved by Richard Bruno and seconded by Irene LeFebvre
The motion was approved as follows: 12 yeas, 0 nays, 0 abstentions

SUPERINTENDENT'S REPORT

- Discussed COVID-19 effect on the ESC and services rendered and revenue lost due to COVID-19
- Discussed virtual graduation at Central Park School
- Discussed Non-Public Schools and Services

PUBLIC – No Public

COMMISSION

20. APPROVAL OF LINE ACCOUNT TRANSFERS FOR THE 2019/2020 BUDGET

BE IT RESOLVED BY THE BOARD OF DIRECTORS to approve the line account transfers to the 2019/2020 budget as detailed on the attached: EXHIBIT A

Moved by Frank Neglia and seconded by Irene LeFebvre
The motion was approved as follows: 12 yeas, 0 nays, 0 abstentions

21. APPROVAL OF THE BOARD SECRETARY'S AND TREASURER'S REPORT

BE IT RESOLVED BY THE BOARD OF DIRECTORS, that the Board acknowledges receipt of the certification from the Board Secretary that no line item account has encumbrances and expenditures, which in total exceed the line item appropriation in violation of N.J.A.C.:6A:23-2.11(a) further the Board of Directors, after review of the Board Secretary's and Treasurer's monthly financial reports and upon consultation with the appropriate district, certifies that no major account or fund has been over expended in violation of N.J.A.C.:6A:23.2.11(b), and that sufficient funds are available to meet the Board of Director's financial obligations for the remainder of the fiscal year, therefore it is recommended that the Secretary's and Treasurer's Reports for the month ending April 30, 2020 showing a cash balance of \$1,883,746.32 be approved: EXHIBIT B

Moved by Frank Neglia and seconded by Irene LeFebvre
The motion was approved as follows: 12 yeas, 0 nays, 0 abstentions

22. APPROVAL OF ACTION ON PAYMENT OF BILLS

BE IT RESOLVED BY THE BOARD OF DIRECTORS that the following List of Bills be approved: EXHIBIT C

MAY 31, 2020 - \$2,817,196.95

Moved by Frank Neglia and seconded by Irene LeFebvre
The motion was approved as follows: 12 yeas, 0 nays, 0 abstentions

23. APPROVE AWARD OF EDUCATIONAL DATA BIDS

BE IT RESOLVED BY THE BOARD OF DIRECTORS to approve the award of bids as determined in consultation with Educational Data Services and listed on the attached: EXHIBIT D

Moved by Frank Neglia and seconded by Irene LeFebvre
The motion was approved as follows: 12 yeas, 0 nays, 0 abstentions

24. APPROVAL OF ESC SCHOOL LUNCH FUND

BE IT RESOLVED BY THE BOARD OF DIRECTORS to approve the following disbursements and cash balance from the ESC School Lunch fund: EXHIBIT E

	<u>DISBURSEMENTS</u>	<u>CASH BALANCE</u>
April 30, 2020	\$0.00	\$2,660.77

Moved by Frank Neglia and seconded by Irene LeFebvre
The motion was approved as follows: 12 yeas, 0 nays, 0 abstentions

PERSONNEL

25. APPROVE MEDICAL LEAVE OF ABSENCE/RETURN TO WORK

BE IT RESOLVED BY THE BOARD OF DIRECTORS to approve medical leave of absence (without pay)/return to work for the following staff member(s):

<u>Name</u>	<u>Title</u>	<u>Effective Date</u>
den Breejen, Lauren	BSI/SI Teacher	2/11/2020 to 6/30/2020
Foster, Deborah	NP Nurse	1/06/2020 to 6/30/2020
Lusardi, Madeline	Personal Aide	9/01/2019 to 6/30/2020

Moved by Amy Gould and seconded by Richard Thumann
The motion was approved as follows: 12 yeas, 0 nays, 0 abstentions

26. ACCEPT RETIREMENT OF STAFF

BE IT RESOLVED BY THE BOARD OF DIRECTORS to accept the retirement of Suzanne Shipley, Non Public Nurse, with regret, effective 07/01/2020

Moved by Amy Gould and seconded by Richard Thumann
The motion was approved as follows: 12 yeas, 0 nays, 0 abstentions

27. APPROVE RESOLUTION TO FURLOUGH STAFF

BE IT RESOLVED BY THE BOARD OF DIRECTORS that the following resolution to furlough staff effective September 1, 2020 be adopted:

WHEREAS, the Educational Services Commission of Morris County has continued its operations and continued the employment of all of its staff members during the current Public Health Emergency arising from the COVID-19 pandemic; and

WHEREAS, due to reduced demand for certain services and the fiscal uncertainty faced by the Commission for the 2020-21 school year due to the pandemic and anticipated reduction in the Commission’s income, the extent of which cannot currently be determined, the Board of Directors believes it is in the best interest of the Commission, in lieu of a reduction in force at this time, to furlough certain employees until the State of Emergency is over and certain operations can resume, and until the Commission’s financial status can be better ascertained;

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of the Educational Services Commission of Morris County directs that the employees on the list provided for Board members be and hereby are furloughed effective September 1, 2020; and

BE IT FURTHER RESOLVED, that the furlough will continue until further action by the Board of Directors, and the Superintendent shall provide notice of this furlough to the affected employees forthwith.

Moved by Amy Gould and seconded by Richard Thumann
The motion was approved as follows: 12 yeas, 0 nays, 0 abstentions

PUBLIC – No Public

OTHER BUSINESS – No Other Business

GENERAL BOARD DISCUSSION – Irene LeFebvre asked about the likelihood of students of special education willingness to come back to school. Superintendent is waiting for guidance.

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28. CLOSED SESSION

BE IT RESOLVED BY THE BOARD OF DIRECTORS to recess this public meeting and enter into closed session, where the public will be excluded, for the purpose of Superintendent evaluation, which comes within the provisions of NJSA 10:4-12, Chap. 231 of P.L. 1975. The matters discussed in closed session will be disclosed to the public when circumstances permit.

Moved by Irene LeFebvre and seconded by Amy Gould. The meeting was moved in closed session at 6:57 pm and was carried by a unanimous roll call.

29. RETURN TO REGULAR SESSION FROM CLOSED SESSION

BE IT RESOLVED BY THE BOARD OF DIRECTORS to return to the regular session of the Board of Directors meeting from the closed session.

Moved by Amy Gould and seconded by Irene LeFebvre. The meeting was returned to regular session at 7:20 pm and was carried by a unanimous roll call.

30. CLOSED SESSION

BE IT RESOLVED BY THE BOARD OF DIRECTORS to recess this public meeting and enter into closed session, where the public will be excluded, for the purpose of Superintendent evaluation, which comes within the provisions of NJSA 10:4-12, Chap. 231 of P.L. 1975. The matters discussed in closed session will be disclosed to the public when circumstances permit.

Moved by Irene LeFebvre and seconded by Amy Gould. The meeting was moved in closed session at 7:21 pm and was carried by a unanimous roll call.

31. RETURN TO REGULAR SESSION FROM CLOSED SESSION

BE IT RESOLVED BY THE BOARD OF DIRECTORS to return to the regular session of the Board of Directors meeting from the closed session.

Moved by John Kehmna and seconded by Irene LeFebvre. The meeting was returned to regular session at 7:32 pm and was carried by a unanimous roll call.

32. APPROVE SUPERINTENDENT'S EVALUATION AND SALARY

BE IT RESOLVED BY THE BOARD OF DIRECTORS to approve the 2019-2020 Superintendent's Evaluation and the 2020-2021 salary in accordance with the Superintendent Contract.

Moved by Diane Morris and seconded by John Kehmna
The motion was approved as follows: 10 yeas, 0 nays, 1 abstention (Frank Neglia)

ADJOURNMENT

There being no further business a motion was made by Richard Thumann and seconded by Irene LeFebvre at 7:34 pm and was carried by a unanimous roll call.

Respectfully Submitted By,



Catarina Bilotta
Business Administrator/Board Secretary

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ATTACHMENTS

EXHIBITS

- | | |
|----------|--|
| A | Line Account Transfers - April 2020 |
| B | Board Secretary's & Treasurer's Report-April 30, 2020 |
| C | Payment of Bills – May 31, 2020 |
| D | Educational Data Services – Award of Bids |
| E | Lunch Fund –ESC School – April 2020 |