



Old Sturbridge Academy Charter Public School  
Minutes of the Governance Committee

DRAFT

**Meeting Date:** Thursday, May 12, 2022  
**Time:** 4:00 p.m.  
**Location:** Zoom Video Conference  
**Members present:** Pamela Boisvert, Vivian Brooks, James Korman, Richard McGrath, Jessica Miller  
**Members absent:** None  
**Staff present:** Jim Donahue, Tina Krasnecky, Alex McConnon, Jasmin Rivas  
**Others present:** None

**Order of Business:**

Public Access 1 on Docketed Items\*

1. Approval of minutes – April 14, 2022..... Pamela Boisvert
  - **Motion: Approve the minutes of the April 14, 2022 Governance Committee meeting**
2. Review of New Management Contract..... Tina Krasnecky
3. Discussion on Upcoming Evaluations..... Pam Boisvert
4. Initial Discussion of Board Needs in New Members..... Jim Donahue
5. New/Other Business

Public Access 2\*

Adjournment

**Documents and Exhibits:**

- Draft Minutes of April 14, 2022
- R2 Mgt Contract Summary March 2022
- R2 Amended Restated Management Services Agreement (A7634530-2x7A575) R2

Ms. Boisvert called the meeting to order at 4:04 p.m.

Ms. Boisvert conducted a roll call of the Committee. Quorum was established.

*Public Access 1 on Docketed Items*

Ms. Boisvert asked if there were any comments from members of the public. There were none.

1. *Approval of minutes – April 14, 2022*

Ms. Boisvert requested a motion to approve the amended minutes of the April 14, 2022 Governance Committee meeting.

**Motion: Ms. Brooks** moved to approve the minutes of the April 14, 2022 Governance Committee meeting.

**Second Ms. Miller** seconded the motion.

**All in favor**

**Motion passed.**

2. *Review of New Management Contract*

Mr. Donahue said at the last Board meeting, the management contract was never sent to the Board accidentally, so they did not vote on it and now he is trying to get process back in line to present it to the Governance Committee before going to the May Board meeting.

Ms. Krasnecky said this Committee reviewed the document at their meeting on February 10, 2022 and she took notes and sent it to OSA legal. Legal made a few minor changes but did not have many comments. The lawyer suggested renaming the document to “amended” since there were clean up items made to it. Ms. Krasnecky said the fee remained flat at 9% tuition paid to OSA from DESE. Ms. Krasnecky said the biggest other changes made to the document that was discussed in February were under section 4, with formalizing the DEIA goals at the Academy. Ms. Krasnecky said OSV will not charge extra for that initiative and its actions, as they are embedded in the body of the agreement. Per Ms. Krasnecky, with this addition, the measurement of goals was added to 4.11 as part of reporting and to Section 5.7 Evaluation of OSV and Executive Director.

Mr. McGrath asked about the MCPPO certification on page 7, section 4.1.14. Ms. Krasnecky said Dara Griswold and Sarah Majewski hold that certification for OSV and Nita Brunell holds it for OSA.

Mr. McGrath noted that page 13, section 5.7, reads that there are 8 factors with DEIA and it should read 9. Ms. Krasnecky will make that change.

**Motion: Ms. Miller** moved to recommend this management contract to the full Board for ratification from July 1, 2022 through June 30, 2027 and to approve this contract as written.

**Second Mr. Korman** seconded the motion.

**All in favor**

**Motion passed.**

3. *Discussion on Upcoming Evaluations*

Ms. Boisvert said she and Ms. Brooks are reviewing the current management contract evaluation and executive director evaluation. They are working on the existing surveys to bring them up to date where they should be, particularly including more DEIA language, and less reference to COVID-19 but to unanticipated events.

Ms. Brooks said there was also a change recommended last year that was agreed by the Board of weighting the evaluation with five weights which include: “outstanding, exceeds expectations, meets expectations, needs improvement, major area of concern.” Ms. Brooks said these surveys are ready to be sent out and if there are any issues as someone is taking the survey, there can be discussion or it can be skipped. The Committee agreed these were ready to be sent. Ms. Brooks will send these two surveys out to the Board to complete.

Mr. McGrath said the management contract has until October 1, 2022. Ms. Brooks said the focus will be on the first two and then move forward with the third one on the management contract.

#### *4. Initial Discussion of Board Needs in New Members*

Ms. Boisvert said the Prospect Form for nominating board members has been approved. Ms. Boisvert asked Ms. McConnon if she could put this form online. Ms. McConnon confirmed.

Mr. Donahue said he would like to add members to the board to take the pressure off of the current members who are also serving on the committees.

Mr. McGrath suggested looking for people with four different skills for experience: construction management, academics, community-based from outside the districts that OSA currently serves, and someone from Lesley University. Mr. Donahue also suggested someone with an accounting and finance background. Discussion ensued.

Mr. Donahue will send more information about this after the meeting along with the Prospect Form to get everyone thinking about who they would like to see join the Board.

Ms. Rivas asked about filling the faculty representative spot and Ms. Miller asked about the parent representative as well. Discussion ensued. Mr. Donahue gave the history of how a faculty representative has been chosen in the past and the possibility of holding an election at OSA. The committee discussed having the faculty choose someone with ratification from the Committee, followed by the Board, and finally DESE.

The Committee discussed the concern around the shortage of Board members, frequency of meetings, and the qualifications needed for new Board members. Mr. Donahue said he and Ms. McConnon are working on putting together a proposal of dates/times for committee meetings. Ms. Brooks said she could incorporate questions about committee structures in the surveys before she sends them out and to let her know if there are any ideas. Mr. Donahue and Ms. McConnon will work to send out an email to the Trustees with the Prospect Form.

#### *5. New/Other Business*

Ms. Boisvert asked if there were any new or other business.

Mr. McGrath asked if the Annual meeting in June could be in person or with a possible hybrid option. Ms. Boisvert asked if there were updates on DESE requirements for in-person meetings. Discussion ensued.

*Ms. Rivas in chat: “Mass.gov says until July 15, 2022.”*

*Ms. Rivas in chat: “<https://www.mass.gov/service-details/updated-guidance-on-holding-meetings-pursuant-to-the-act-extending-certain-covid-19-measures>”*

*Public Access 2*

Ms. Boisvert asked if there were any comments from members of the public. There were none.

*Adjournment*

Ms. Boisvert asked for a motion to adjourn.

**Motion: Ms. Brooks** moved to adjourn the meeting.

**Second: Mr. McGrath** seconded the motion.

**All in favor.**

Ms. Boisvert adjourned the meeting at 5:00 p.m.