

*The March 2, 2022 Board Meeting minutes were approved by the MSBA's Board of Directors at the April 27, 2022 Board Meeting.*

## **Massachusetts School Building Authority Board Meeting Minutes of March 2, 2022**

A meeting of the Massachusetts School Building Authority (the “Authority” or “MSBA”) was held on March 2, 2022. The meeting was held remotely via Zoom.

**Members Present:** Deborah Goldberg, State Treasurer and Chair; Sean Cronin, Designee of the Secretary of Administration and Finance; Matt Deninger, Designee of the Commissioner of Education; Terry Kwan, appointed member; Anne Brockelman, appointed member; Greg Sullivan, appointed member; and Sheila Vanderhoef, appointed member.

**Others Present:** James MacDonald, Chief Executive Officer; Jack McCarthy, Executive Director/Deputy Chief Executive Officer; Mary Pichetti; Laura Guadagno; Christine Nolan; Matt Donovan; Maria Puopolo; Brian Kelley; Colleen Smith; Mike Bergquist; Siobhan Tolman; John Jumpe; Karl Brown; Mike McGurl; Diane Sullivan; Katie DeCristofaro; Christy Murray; municipal representatives; legislative representatives; local elected officials; and other members of the MSBA and the public.

### **Call to Order**

The Chair called the meeting to order at 10:02 a.m. and asked if anyone is recording the meeting. No one announced that they were recording the meeting.

She then explained that the meeting is being held in accordance with sections 8 and 10 of Chapter 22 of the Acts of 2022, which permits remote participation by all Board members and allows the MSBA to use adequate alternative means, such as a conference call line, to ensure public access to the deliberations of the Board.

Next, the Chair provided a brief overview of the items on the agenda for the meeting. She explained that the Board will be voting to: approve minutes from the December 15, 2021 Board of Directors meeting; invite seventeen 2021 Core Program Statements of Interest into Eligibility Period; invite four districts into Feasibility Study; remove one project from the MSBA Accelerated Repair Program; execute Project Funding Agreements for three projects from two districts in the Accelerated Repair Program, with a combined Estimated Maximum Total Facilities Grant of approximately \$5 million; authorize two proposed projects to proceed into Preferred Schematic Design with a combined estimated \$234.79 million in total construction costs; invite three districts to enter into Project Scope and Budget Agreements and Project Funding Agreements, with a combined Estimated Maximum Total Facilities Grant of approximately \$141 million. Additionally, the Board will be voting to approve five final audits from two districts with a combined Final Total Facilities Grant of approximately \$12.1 million, and the Board will be voting on the Project Management Services Consultant Agreement. Finally, the Board will receive updates from the Executive Director, Capital Planning, Finance and Legal Staff.

The Chief Executive Officer James MacDonald commented that he would like to share a few words in memory of the Chair’s father, Avram Goldberg, who passed away recently. He noted that the MSBA would like to offer its deepest condolences to the Chair and her family. He then shared a photo of the Chair and her father.

The Chair thanked James MacDonald and MSBA staff for their condolences.

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### **Acceptance of the December 15, 2021 Minutes**

The Chair asked for a motion to accept the minutes of the December 15, 2021 Board meeting. A motion was made by Ms. Kwan and seconded by Mr. Deninger:

### **Approval of the Minutes of the December 15, 2021 Board Meeting**

VOTED: That the Board of Directors of the Massachusetts School Building Authority hereby approves the Minutes of the December 15, 2021 Board meeting.

There being no Board discussion, the Chair asked for a roll call vote of the Board.

### **Roll Call Vote:**

Anne Brockelman – Yes  
Terry Kwan – Yes  
Sheila Vanderhoef – Yes  
Sean Cronin – Yes  
Matt Deninger – Yes  
Greg Sullivan – Yes  
Deborah Goldberg – Yes

**The motion passed – 7 in favor, 0 against, 0 abstaining.**

### **Invitation to Eligibility Period**

MSBA Capital Program Manager Katie DeCristofaro explained that the Board is being asked to vote to invite the following districts into the Eligibility Period: the Berkshire Hills Regional School District for the Monument Mountain Regional High School, the Town of Canton for the William H. Galvin Middle School, the Town of Dracut for the Joseph E. Campbell Elementary School, the Dudley-Charlton Regional School District for the Shepherd Hill Regional High School, the Hamilton-Wenham Regional School District for the Cutler School, the City of Leominster for the Fall Brook Elementary School, the Town of Lexington for the Lexington High School, the Town of Littleton for the Shaker Lane Elementary School, the Town of Longmeadow for the Glenbrook Middle School, the Martha's Vineyard Regional School District for the Martha's Vineyard Regional High School, the Town of Millis for the Millis High School, the Town of North Andover for the Kittredge Elementary School, the Town of North Attleborough for the North Attleborough High School, the Old Colony Regional Vocational Technical School District for the Old Colony Regional Vocational Technical High School, the Town of Reading for the J. Warren Killam Elementary School, the Town of Southborough for the Margaret A. Neary Elementary School, and the South Shore Regional Vocational Technical School District for the South Shore Technical High School.

She explained that the MSBA received 118 Statements of Interest (SOIs) in 2021. Sixty were received for the Accelerated Repair Program and 58 were received for the Core Program. She noted that Accelerated Repair Program conclusions and invitations are complete, with today's focus on the Core SOI submissions.

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At the September 22, 2021 Facilities Assessment Subcommittee (FAS) meeting, MSBA staff reported that the 2021 Statement of Interest due diligence commenced when the SOI system closed on June 25, 2021. Staff recommended 20 further review SOIs, eleven of which were senior study candidates to be conducted in October and November 2021 and nine of the 20 were desktop reviews. MSBA staff completed the 11 senior studies in two parts this year: (1) a virtual meeting, and (2) an in-person tour of the facilities.

At the February 2, 2022 FAS meeting, MSBA staff recommended the following: 17 Statements of Interest for invitation into Eligibility Period, resulting in 38 "No Further Review" recommendations as established at the September 22, 2021 FAS meeting, and an additional three post-senior study to the category of "No Further Review Recommended" for an overall outcome of 41 No Further Review Recommendations and 17 Further Review Recommendations.

She then provided a summary of the 17 SOIs that staff are recommending for the Board to invite into Eligibility Period.

The Chair asked for a motion, and the following motion was made by Mr. Deninger and seconded by Ms. Vanderhoef:

#### **Vote on Inviting Communities to the Eligibility Period**

VOTED: That the Board approves each District and School that is listed on Exhibit A for invitation into the Eligibility Period subject to the conditions that are set forth in Exhibit A; that the Executive Director is hereby authorized to commence the Eligibility Period for each such District and School upon the date of such District's and School's separate Eligibility Period Commencement Date as set forth in Exhibit A; and that the Executive Director is hereby further authorized to do all acts and things, to execute and deliver any and all documents and agreements, and to expend funds necessary or desirable in connection with inviting each of these communities into the Eligibility Period and to commence the Eligibility Period.

Ms. Kwan commented that districts need to be thorough when developing their educational plans. She noted that the educational plan is important, and it should not be written by the district's consultants. Additionally, districts should be careful about water, flooding, and coastal flooding because climate change is accelerating. She commented that districts should also be aware of the impact a project will have on neighbors and surrounding areas. She then noted that districts should pay attention to what they put in the lower levels of the building.

Mr. Deninger introduced himself and commented that he is happy to have the districts here today. He noted that this is a great partnership with the MSBA, adding that the MSBA has talented and experienced staff to guide districts. He encouraged the districts to envision the future and build in flexibility when developing their educational plans. He commented that districts should ensure that the voices of the community and educators are heard. He noted that he looks forward to working with the districts.

Mr. Sullivan noted that the MSBA has a fair process to determine which projects will be invited into the MSBA's Eligibility Period. He commented that the MSBA is limited in how many projects it can fund. As the former Inspector General, he has looked closely at the MSBA's process to ensure it is done fairly, adding that he wants to commend the MSBA.

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Mr. Cronin noted that most districts will have a debt exclusion. He commented that districts should not use the reimbursement rates given at the start of the project to calculate their share of the project because the effective reimbursement rate for a project will be less when applied to eligible project costs. He noted that the consultants can help districts work through the effective reimbursement rate and understand the potential tax impact. He commented that the Massachusetts Division of Local Services' website has tools available to help calculate debt service and the impact on communities.

Berkshire Hills Regional School District Superintendent Dr. Peter Dillon commented that he is excited to move forward with the project and that he is looking forward to collaborating with the MSBA. He noted that he greatly appreciates the support of the Board and the MSBA.

The Executive Director noted that State Representative William Galvin, who represents Canton, sent a letter offering his support for the proposed project at the Galvin Middle School.

State Representative William Galvin, who represents Canton, thanked the Board and the MSBA.

State Senator Walter Timilty, who represents Canton, thanked the Board and MSBA for this opportunity.

Canton Interim Superintendent Derek Folan thanked the MSBA and State Representative William Galvin and State Senator Walter Timilty for their support.

The Executive Director noted that State Senator Barry Finegold and State Representative Colleen Garry sent a letter offering their support for the proposed project at the Joseph E. Campbell Elementary School in Dracut.

Dracut Superintendent Steven Stone thanked the State Senator and State Representative for their letter of support. He introduced others who were on the call. He commented that he looks forward to the next phase with the project, adding that the community is excited for this opportunity. He thanked the Board and the MSBA for their support.

The Executive Director noted that State Senator Ryan Fattman, State Representative Peter Durant, and State Representative Paul Frost sent a letter offering their support for the proposed project at the Shepherd Hill Regional High School in the Dudley-Charlton Regional School District.

Dudley-Charlton Regional School District Superintendent Steven Lamarche thanked the Chair, Jack McCarthy, and James MacDonald and introduced others who were on the call. He commented that this is an incredible opportunity for the district. He noted that the MSBA process is very thorough, and he looks forward to continuing the partnership with the MSBA.

Hamilton-Wenham Regional School District Superintendent Eric Tracy introduced others who were on the call and thanked the Board and MSBA. He commented that he is excited to be invited into the Eligibility Period and that this is a wonderful opportunity for the communities of the Hamilton-Wenham Regional School District.

Leominster Superintendent Paula Deacon thanked the Board and the MSBA and introduced others who were on the call.

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Leominster Mayor Dean Mazarella thanked the MSBA.

Lexington Superintendent Dr. Julie Hackett thanked the Board and the MSBA. She commented that she is thankful to the Board and MSBA staff for this opportunity.

Littleton Superintendent Dr. Kelly Clenchy thanked the Board and the MSBA for their support and introduced others who were on the call. He commented that he appreciates the advice and guidance from the MSBA and looks forward to the partnership.

Chair of the Longmeadow School Committee Kevin Shea commented that this is a great day for the Town of Longmeadow, adding that he is very excited for the project. He introduced others who were on the call and thanked the Superintendent, the administrative team, State Representative Brian Ashe, and State Senator Eric Lesser. He thanked the Board and MSBA and commented that he is looking forward to partnering with the MSBA again.

The Executive Director noted that State Representative Dylan Fernandes sent a letter offering his support for the proposed project at the Martha's Vineyard Regional High School in the Martha's Vineyard Regional School District.

State Senator Julian Cyr, who represents Martha's Vineyard, thanked the Board and MSBA.

Martha's Vineyard Regional School District Superintendent Matt D'Andrea thanked State Senator Julian Cyr and State Representative Dylan Fernandes and introduced others who were on the call. He thanked the Board and the MSBA and commented that he looks forward to the partnership with the MSBA.

Millis Superintendent Bob Mullaney introduced others who were on the call and commented that he is very excited for this opportunity. He thanked the Board and the MSBA, adding that he is excited to work with the MSBA on a project that will support teaching and learning in the 21<sup>st</sup> century.

The Executive Director noted that State Senator Diana DiZoglio, State Senator Bruce Tarr, State Senator Barry Finegold, State Representative Christina Minicucci, and State Representative Tram Nguyen sent a letter offering their support for the proposed project at the Kittredge Elementary School in North Andover.

State Representative Tram Nguyen, who represents North Andover, thanked the Board and MSBA and offered her support for the proposed project at the Kittredge Elementary School in North Andover.

State Representative Christina Minicucci, who represents North Andover, thanked the Board and MSBA and offered her support for the proposed project at the Kittredge Elementary School in North Andover.

North Andover Superintendent Dr. Gregg Gilligan thanked the Board and the MSBA and introduced others who were on the call. He commented that he looks forward to working with the MSBA and thanked the legislative delegation from their support.

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The Executive Director noted that State Senator Paul Feeney, State Senator Rebecca Rausch and State Representative Adam Scanlon sent a letter offering their support for the proposed project at the North Attleborough High School in North Attleborough.

The Executive Director noted North Attleborough Town Manager Michael Borg sent a letter offering his support for the proposed project at the North Attleborough High School in North Attleborough.

State Representative Adam Scanlon, who represents North Attleborough, thanked the Board and MSBA and commented that this is an exciting moment. He thanked Matt Donovan and Maria Puopolo for their assistance.

North Attleborough Superintendent John Antonucci introduced others who were on the call. He commented that the current North Attleborough High School building's useful life is coming to an end and is not fit for 21<sup>st</sup> century learning. He noted that the District is ready and committed to making the project work. He thanked the Board and the MSBA for their consideration, adding that it is an honor to be here today.

The Executive Director noted that State Senator Michael Rodrigues sent a letter offering his support for the proposed project at the Old Colony Regional Vocational Technical High School in the Old Colony Regional Vocational Technical School District.

Old Colony Regional Vocational Technical School District Superintendent-Director Aaron Polansky introduced others who were on the call. He commented that he is grateful for this opportunity to work collaboratively with the MSBA. He thanked the Board, the MSBA, and the legislative delegation.

The Executive Director noted that State Senator Jason Lewis, State Representative Bradley Jones, and State Representative Richard Haggerty sent a letter offering their support for the proposed project at the J. Warren Killam Elementary School in Reading.

The Executive Director noted that Reading Superintendent Dr. Thomas Milaschewski sent a letter offering his support for the proposed project at the J. Warren Killam Elementary School in Reading.

State Representative Bradley Jones, who represents Reading, thanked the Board and the MSBA for this opportunity.

Southborough Superintendent Gregory Martineau introduced others who were on the call and thanked the Board and the MSBA for the invitation. He commented that he is grateful and appreciative for this opportunity, adding that he looks forward to the partnership. He thanked Katie DeCristofaro for her assistance.

The Executive Director noted that State Senator Michael Brady, State Representative Josh Cutler, and State Representative David DeCoste sent a letter offering their support for the proposed project at the South Shore Technical High School in the South Shore Regional Vocational Technical School District.

State Representative Josh Cutler, who represents the South Shore Regional Vocational Technical School District, thanked the Chair, Jack McCarthy, and the MSBA staff. He commented that he is grateful for this opportunity.

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State Representative David DeCoste, who represents the South Shore Regional Vocational Technical School District, thanked the Board and the MSBA.

South Shore Regional Vocational Technical School District Superintendent-Director Tom Hickey thanked the legislative delegation, the Board, and the MSBA staff. He commented that the MSBA is a great partner, and he is looking forward to the next step in the process.

There being no more discussion, the Chair asked for a roll call vote of the Board.

**Roll Call Vote:**

Anne Brockelman – Yes

Terry Kwan – Yes

Sheila Vanderhoef – Yes

Sean Cronin – Yes

Matt Deninger – Yes

Greg Sullivan – Yes

Deborah Goldberg – Yes

**The motion passed – 7 in favor, 0 against, 0 abstaining.**

Next, the MSBA's Chief Executive Officer James MacDonald thanked Katie DeCristofaro, Diane Sullivan, and the rest of the SOI team. He explained that as pleased as the MSBA is to welcome 17 Districts into Eligibility Period, telling 41 Statements of Interest that there is not an invitation this year is one of the most challenging and difficult decisions the MSBA has to make. Due to the limitations from the MSBA's annual cap, the MSBA was only able to invite in 17 of the 58 Core Program SOIs received this year. In addition, due to the volume of SOIs for the Accelerated Repair Program, for the last six years, the MSBA has had to further limit the eligibility of the Accelerated Repair Program based on the age of the roofs, windows, and boilers, only accepting roofs that at a minimum were 25 years old, window/door systems that were 30 years or older, and boilers that were at a minimum 25 years old in 2021.

As in past years, the majority of the buildings that file for the Core Program are at least 40 to 50 years old, with many much older. Based on their age alone, these buildings have outdated systems, which would require a major repair project that would cost tens of millions of dollars, much higher than many of our districts can afford alone. The MSBA's recommendations for invitation have had to choose the most urgent and needy amongst all the SOIs; however, that is not to say that the issues faced commonly by the other SOIs are not urgent and needy. He then presented a PowerPoint presentation that showed photos of building deficiencies from the 2021 SOI site visits for projects that were not invited into the MSBA program due to the limitations from the MSBA's cap.

The Chair commented that she has consistently recommended to the state legislature to consider ways to increase funding for the MSBA. She added that she has suggested using funds from the American Rescue Plan Act (ARPA) to help districts. She commented that MSBA staff are doing an incredible job.

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### **Invitation to Feasibility Study**

MSBA Capital Program Manager Katie DeCristofaro explained that staff are recommending that the Board vote to invite the Town of Clinton, the Town of Dedham, the Town of Scituate and the Town of Stoughton into Feasibility Study. The four districts were invited into Eligibility Period on April 14, 2021 and have completed all the necessary prerequisites including: the filing of their educational profile questionnaire, finalizing enrollment, and securing feasibility study/schematic funds to proceed.

The first district for consideration is the Clinton Middle School in the Town of Clinton. The MSBA will be working with the Town to study the following two options: 550 students in the facility's current configuration of grades 5-8 and 700 students in grades 4-8.

The second district for consideration is the Oakdale Elementary School in the Town of Dedham. The MSBA will be working with the Town to study the following three options: 235 students in the facility's current configuration of grades 1-5, 450 students consolidating the Oakdale Elementary School and the Riverdale Elementary School for grades 1-5, and 550 students consolidating the Oakdale Elementary School and the Greenlodge Elementary School for grades 1-5.

The third district for consideration is the Hatherly Elementary School in the Town of Scituate. The MSBA will be working with the Town to study options that maintain a grade K-5 configuration for 460 students, which has the potential to involve consolidation actions locally.

The fourth district for consideration is the South Elementary School in the Town of Stoughton. The MSBA will be working with the Town to study the following two options: 225 students in the facility's current configuration of grades K-5 and 515 students consolidating the South Elementary School and the Wilkins Elementary School for grades K-5.

Based on the completion of the Eligibility Period requirements, staff recommend that the Board vote to authorize the four districts to proceed into Feasibility Study.

The Chair asked for a motion, and the following motion was made by Ms. Kwan and seconded by Mr. Sullivan:

#### **Vote on Inviting Communities to Collaborate with the MSBA to Conduct a Feasibility Study**

VOTED: That the Executive Director is hereby authorized to invite certain communities to collaborate with the MSBA to conduct and/or review a Feasibility Study, as described in 963 CMR 2.00 *et seq.*, and subject to any conditions set forth in Exhibit B, for each of the schools listed in Exhibit B attached hereto.

VOTED: That the Executive Director is hereby authorized to do all acts, to execute and deliver any and all documents and agreements, and to expend all funds necessary or desirable in connection with conducting and/or reviewing a Feasibility Study for each of the schools listed in Exhibit B.

Clinton Superintendent Dr. Steve Meyer introduced others who were on the call and thanked the Board and the MSBA for this opportunity.



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State Representative Meghan Kilcoyne, who represents Clinton, offered her support for the proposed project at the Clinton Middle School in Clinton.

The Executive Director noted that State Senator Michael Rush sent a letter offering his support for the proposed project at the Oakdale Elementary School in Dedham.

The Executive Director noted that State Representative Paul McMurtry sent a letter offering his support for the proposed project at the Oakdale Elementary School in Dedham.

Dedham Superintendent Michael Welch thanked the Board, the MSBA, the Chair, Jack McCarthy, and James MacDonald. He commented that he is impressed with the staff at the MSBA, adding that working with the staff has been a smooth and seamless process. He thanked Diane Sullivan, Katie DeCristofaro, and Jennifer Flynn. He introduced others who were on the call. He commented that he greatly appreciates the support of the MSBA and the ongoing partnership.

The Executive Director noted that State Senator Patrick O'Connor, State Representative Patrick Kearney, and State Representative Joan Meschino sent a letter offering their support for the proposed project at the Hatherly Elementary School in Scituate.

Scituate Public Schools Director of Business and Finance Dr. Robert Dutch introduced others who were on the call and commented that he is impressed with the MSBA staff. He thanked Diane Sullivan, Katie DeCristofaro, and the enrollment team for their help. He commented that he looks forward to the next steps in the process.

The Executive Director noted that State Representative William Galvin and State Representative Edward Philips sent a letter offering their support for the proposed project at the South Elementary School in Stoughton.

State Representative William Galvin, who represents Stoughton, thanked the Board and the MSBA for their support.

State Representative Edward Philips, who represents Stoughton, thanked the Board and the MSBA. He commented that the MSBA is the best state agency, and he is thankful for the partnership.

State Senator Walter Timilty thanked the Board and the MSBA. He noted that he wants to compliment the Chair, James MacDonald, and Jack McCarthy, adding that the MSBA is the best run state agency.

Stoughton Superintendent Dr. Thomas Raab thanked State Representative William Galvin, State Representative Edward Philips, and State Senator Walter Timilty. He introduced others who were on the call and thanked Sarah Przybylowicz and Brittany Gomes. He thanked the Board and the MSBA for the collaborative relationship.

There being no more discussion, the Chair asked for a roll call vote of the Board.

**Roll Call Vote:**

Anne Brockelman – Yes

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Terry Kwan – Yes  
Sheila Vanderhoef – Yes  
Sean Cronin – Yes  
Matt Deninger – Yes  
Greg Sullivan – Yes  
Deborah Goldberg – Yes

**The motion passed – 7 in favor, 0 against, 0 abstaining.**

Next, the MSBA's Deputy Director of Capital Planning, Mike McGurl, explained that at the December 16, 2020 Board of Directors meeting, the City of Boston received an invitation for a boiler replacement project at the Patrick J. Kennedy Elementary School and a window/door replacement project at the Samuel Adams Elementary School. The schematic design submission for the Samuel Adams Elementary School indicated that the existing windows were installed in 1987. Compared to the invitation year of 2020, the windows did not meet the Accelerated Repair Program invitation criteria for windows of 35 years or more (installed in or before 1985). The District has since executed a Declaration of Removal of a Statement of Interest so that the Samuel Adams Elementary School may be authorized for removal from the Accelerated Repair Program.

The District has also received a Declaration of Removal of a Statement of Interest so that Patrick J. Kennedy Elementary School may be authorized for removal from the Accelerated Repair Program. Staff determined that the facility needs raised by the District following the submission of the Schematic Design went beyond the qualifications for the Accelerated Repair Program and the MSBA's invitation for the replacement of a boiler. Staff anticipate presenting the Patrick J. Kennedy Elementary School for removal at the April 27, 2022 Board of Directors meeting.

The Chair asked for a motion, and the following motion was made by Mr. Sullivan and seconded by Ms. Vanderhoef:

**Vote on Removing the City of Boston's Accelerated Repair Statement of Interest from the MSBA Accelerated Repair Program**

VOTED: That, whereas, on December 16, 2020, the Board voted to invite the City of Boston to participate in the MSBA's Accelerated Repair Program for the Samuel Adams Elementary School; and, whereas, as described in the materials attached hereto as Exhibit C, the City of Boston has notified the MSBA that it has decided not to further pursue its Accelerated Repair Statement of Interest or Accelerated Repair Program invitation for the Samuel Adams Elementary School, the Board hereby removes the City of Boston's Accelerated Repair Statement of Interest for the Samuel Adams Elementary School from the MSBA Accelerated Repair Program and authorizes the Executive Director to do all acts necessary and execute and deliver any and all documents and agreements in connection with such removal.

There being no Board discussion, the Chair asked for a roll call vote of the Board.

**Roll Call Vote:**

Anne Brockelman – Yes  
Terry Kwan – Yes  
Sheila Vanderhoef – Yes

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Sean Cronin – Yes  
 Matt Deninger – Yes  
 Greg Sullivan – Yes  
 Deborah Goldberg – Yes

**The motion passed – 7 in favor, 0 against, 0 abstaining.**

**Accelerated Repair Program Project Funding Agreement Authorization**

Next, the Deputy Director of Capital Planning explained that prior to today’s Board meeting, MSBA staff received Schematic Design submissions from two districts representing three schools. The school projects combine for three roof replacement projects. MSBA staff have reviewed the existing conditions analysis and proposed schedule provided by each district and have discussed the scope and budget with the districts and their consultants. The districts have provided combined Total Project Budgets of approximately \$11.8 million, which include total construction estimates of approximately \$9.7 million. The combined Estimated Maximum Total Facilities Grants for these projects are \$5,012,827. Including potentially eligible project contingencies, the combined Maximum Facilities Grants are \$5,244,180.

In conclusion, staff recommend that the two districts, representing three schools, receive authorization to enter into Project Funding Agreements with the MSBA.

The Chair asked for a motion, and the following motion was made by Ms. Kwan and seconded by Ms. Vanderhoef:

**Vote to Authorize the Executive Director to Execute Project Funding Agreements for the Proposed Accelerated Repair Projects**

VOTED: That the Board of Directors hereby approves the Proposed Accelerated Repair Projects, as set forth below and as further described in the materials presented to the Board and attached hereto, and as such the Proposed Projects shall be further defined in the Project Funding Agreements, and authorizes the Executive Director to take all steps necessary to execute and deliver Project Funding Agreements with the Districts set forth below, in such forms as he may determine to be acceptable, and expend funds in accordance with such Project Funding Agreements, in accordance with the following:

<b>District</b>	<b>School</b>	<b>Scope</b>	<b>Total Project Budget</b>	<b>Estimated Maximum Total Facilities Grant</b>	<b>Maximum Total Facilities Grant</b>
Braintree	Highlands Elementary School	Partial Roof	\$2,207,531	\$948,969	\$988,509
	Liberty Elementary School	Roof	\$2,647,317	\$1,211,949	\$1,268,581
Worcester	Worcester Arts Magnet School	Roof	\$6,993,509	\$2,851,909	\$2,987,090
<b>Total</b>			<b>\$11,848,357</b>	<b>\$5,012,827</b>	<b>\$5,244,180</b>

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The Executive Director noted that State Senator Walter Timilty, State Senator John Keenan, and State Representative Mark Cusack sent a letter offering their support for the proposed projects in Braintree.

State Senator Walter Timilty, who represents Braintree, thanked the Board and the MSBA.

Braintree Mayor Charles Kokoros thanked the Chair, Jack McCarthy, the Board, and the MSBA. He commented that Braintree has a great relationship with the MSBA, and he thanked the MSBA for being fair and equitable.

Worcester School Committee member Tracy O'Connell Novick thanked the Board and the MSBA for their continued support.

There being no more discussion, the Chair asked for a roll call vote of the Board.

**Roll Call Vote:**

Anne Brockelman – Yes  
Terry Kwan – Yes  
Sheila Vanderhoef – Yes  
Sean Cronin – Yes  
Matt Deninger – Yes  
Greg Sullivan – Yes  
Deborah Goldberg – Yes

**The motion passed – 7 in favor, 0 against, 0 abstaining.**

**Recommendation for Preferred Schematic Design**

Next, the MSBA's Director of Project Management, John Jumpe, explained that the Board is being asked to approve the Preferred Schematic Design for the John R. Pierce School in the Town of Brookline. The recommendation is for an addition and renovation project serving students in Pre-kindergarten through 8 on the existing site. The proposed project is anticipated to be 255,363-sf, which includes a 71,874-sf parking garage, and is designed to serve 725 students, with an estimated construction budget of approximately \$150.5 million.

The Chair asked for a motion, and the following motion was made by Ms. Kwan and seconded by Ms. Vanderhoef:

**Vote on Moving the Town of Brookline to Schematic Design**

VOTED: That the Board of Directors hereby authorizes the Executive Director to do all acts necessary, execute and deliver any and all documents and agreements, and expend funds as deemed appropriate by the Executive Director to assist the Town of Brookline with, in concept, the development of schematic designs for an addition and renovation project at the John R. Pierce School serving grades PK-8 on the existing site, as further described in the materials presented to the Board and attached hereto,

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in accordance with G.L. c. 70B and 963 CMR 2.00 *et seq.* and all other guidelines and policies of the Authority.

Brookline Superintendent Dr. Linus Guillory commented that he is pleased at the direction of the project, and he is looking forward to moving forward with the project. He thanked the project team. He commented that he appreciates the collaboration and is thankful for the partnership with the MSBA. He introduced others who were on the call and thanked the Board and the MSBA for their support.

Ms. Kwan commented on the accessibility of the school and noted that the design of the pathways adds to the accessibility.

Brookline School Committee member Helen Charlupski thanked the MSBA.

There being no more discussion, the Chair asked for a roll call vote of the Board.

**Roll Call Vote:**

Anne Brockelman – Yes

Terry Kwan – Yes

Sheila Vanderhoef – Yes

Sean Cronin – Yes

Matt Deninger – Yes

Greg Sullivan – Yes

Deborah Goldberg – Yes

**The motion passed – 7 in favor, 0 against, 0 abstaining.**

Next, the Director of Project Management explained that the Board is being asked to approve the Preferred Schematic Design for the William L. Foster Elementary School in the Town of Hingham. The recommendation is to replace the existing William L. Foster Elementary School with a new facility serving students in Pre-Kindergarten through grade 5 on the existing site. The proposed project is anticipated to be 126,434-sf and is designed to serve 605 students, with an estimated construction budget of approximately \$84.3 million.

The Chair asked for a motion, and the following motion was made by Mr. Sullivan and seconded by Ms. Vanderhoef:

**Vote on Moving the Town of Hingham to Schematic Design**

VOTED: That the Board of Directors hereby authorizes the Executive Director to do all acts necessary, execute and deliver any and all documents and agreements, and expend funds as deemed appropriate by the Executive Director to assist the Town of Hingham with, in concept, the development of schematic designs to replace the existing William L. Foster Elementary School with a new facility serving pre-kindergarten through grade 5 on the existing site, as further described in the materials presented to the Board and attached hereto, in accordance with G.L. c. 70B and 963 CMR 2.00 *et seq.* and all other guidelines and policies of the Authority.

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The Executive Director noted that State Senator Patrick O'Connor, State Representative Joan Meschino, and State Representative James Murphy sent a letter offering their support for the proposed project at the William L. Foster Elementary School in Hingham.

Hingham School Building Committee Vice Chair Raymond Estes thanked the Board and the MSBA, noting that he is appreciative of this opportunity. He commented that he is grateful for the advocacy from the legislative delegation. He noted that he is excited for the project and happy with the project team.

There being no more discussion, the Chair asked for a roll call vote of the Board.

**Roll Call Vote:**

Anne Brockelman – Yes  
Terry Kwan – Yes  
Sheila Vanderhoef – Yes  
Sean Cronin – Yes  
Matt Deninger – Yes  
Greg Sullivan – Yes  
Deborah Goldberg – Yes

**The motion passed – 7 in favor, 0 against, 0 abstaining.**

**Approval of Project Scope and Budget Agreement and Authorization for Project Funding Agreement**

Next, the MSBA's Design Director, Karl Brown, explained that the Board is now being asked to approve a Project Scope and Budget Agreement and to authorize the MSBA to enter into a Project Funding Agreement for a project at the Dr. Philip O. Coakley Middle School in the Town of Norwood. The recommendation is to replace the existing Dr. Philip O. Coakley Middle School with a new facility on the existing site. The proposed project has a design enrollment of 1,070 students serving grades 5-8. The District provided a Total Project Budget of approximately \$150 million, which includes an estimated construction cost of approximately \$113.8 million.

The Chair asked for a motion, and the following motion was made by Ms. Vanderhoef and seconded by Ms. Kwan:

**Vote to Authorize the Executive Director to Execute a Project Scope and Budget Agreement and Project Funding Agreement with the Town of Norwood**

VOTED: That the Board of Directors of the Massachusetts School Building Authority hereby approves the Potential Project to replace the existing Dr. Philip O. Coakley Middle School with a new facility serving grades 5-8 on the existing site, as further described in the materials presented to the Board and attached hereto and as such Proposed Project shall be further defined in the Project Scope and Budget Agreement, and authorizes the Executive Director to take all steps necessary to execute and deliver a Project Scope and Budget Agreement and Project Funding Agreement with the Town of Norwood, in such forms as he may determine to be acceptable, for the Dr. Philip O. Coakley Middle School project at a reimbursement rate of fifty-four and thirty-

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four hundredths percent (54.34%) of approved, eligible costs, up to an Estimated Maximum Total Facilities Grant of \$45,331,282, which shall not include any funds for owner's or construction contingency expenditures; that the Board of Directors hereby further authorizes the Executive Director to increase the Estimated Maximum Total Facilities Grant up to a Maximum Total Facilities Grant of \$46,259,251, in the event that the MSBA determines, in its sole discretion, that any owner's and/or construction contingency expenditures are eligible for reimbursement pursuant to MSBA regulations, guidelines, or policies; that the Board of Directors hereby further authorizes the Executive Director to expend funds in accordance with such Project Funding Agreement.

The Executive Director noted that State Senator Michael Rush sent a letter offering his support for the project at the Dr. Philip O. Coakley Middle School in Norwood.

The Executive Director noted that State Representative John Rogers called the MSBA to offer his support for the project at the Dr. Philip O. Coakley Middle School in Norwood.

Norwood Superintendent Dr. David Thomson thanked the Board and the MSBA and commented that he appreciates the support.

There being no more discussion, the Chair asked for a roll call vote of the Board.

**Roll Call Vote:**

Anne Brockelman – Yes  
Terry Kwan – Yes  
Sheila Vanderhoef – Yes  
Sean Cronin – Yes  
Matt Deninger – Yes  
Greg Sullivan – Yes  
Deborah Goldberg – Yes

**The motion passed – 7 in favor, 0 against, 0 abstaining.**

Next, the MSBA's Design Director explained that the Board is now being asked to approve a Project Scope and Budget Agreement and to authorize the MSBA to enter into a Project Funding Agreement for a project at the Watertown High School in the City of Watertown. The recommendation is to replace the existing Watertown High School with a new facility on the existing site. The proposed project has a design enrollment of 720 students serving grades 9-12. The District provided a Total Project Budget of approximately \$201.5 million, which includes an estimated construction cost of approximately \$138.7 million.

The Chair asked for a motion, and the following motion was made by Mr. Sullivan and seconded by Ms. Vanderhoef:

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**Vote to Authorize the Executive Director to Execute a Project Scope and Budget Agreement and Project Funding Agreement with the City of Watertown**

VOTED: That the Board of Directors of the Massachusetts School Building Authority hereby approves the Potential Project to replace the existing Watertown High School with a new facility serving grades 9-12 on the existing site, as further described in the materials presented to the Board and attached hereto and as such Proposed Project shall be further defined in the Project Scope and Budget Agreement, and authorizes the Executive Director to take all steps necessary to execute and deliver a Project Scope and Budget Agreement and Project Funding Agreement with the City of Watertown, in such forms as he may determine to be acceptable, for the Watertown High School project at a reimbursement rate of forty-nine and thirty-three hundredths percent (49.33%) of approved, eligible costs, up to an Estimated Maximum Total Facilities Grant of \$44,283,365, which shall not include any funds for owner's or construction contingency expenditures; that the Board of Directors hereby further authorizes the Executive Director to increase the Estimated Maximum Total Facilities Grant up to a Maximum Total Facilities Grant of \$45,309,315, in the event that the MSBA determines, in its sole discretion, that any owner's and/or construction contingency expenditures are eligible for reimbursement pursuant to MSBA regulations, guidelines, or policies; that the Board of Directors hereby further authorizes the Executive Director to expend funds in accordance with such Project Funding Agreement.

Mr. Cronin commented that he noticed the City does not plan to have a debt exclusion. He asked how the City plans to pay for the project.

Watertown City Council President Mark Sideris commented that the City paid down other financial obligations and the City is able to fund the project due to fiscal prudence. He noted that the City has also increased its tax base.

The Executive Director noted that State Senator William Brownsberger and State Representative John Lawn sent a letter offering their support for the project at the Watertown High School in Watertown.

Watertown City Council President Mark Sideris thanked the Board and the MSBA. He commented that he appreciates the assistance of the MSBA throughout the process. He commented that the school will be a beautiful facility for students, adding that the City is doing as much as it can to address climate change issues.

Watertown Superintendent Dr. Deanne Galdston thanked the Board and the MSBA and commented that she is grateful for this opportunity.

There being no more discussion, the Chair asked for a roll call vote of the Board.

**Roll Call Vote:**

Anne Brockelman – Yes  
Terry Kwan – Yes  
Sheila Vanderhoef – Yes



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Sean Cronin – Yes  
Matt Deninger – Yes  
Greg Sullivan – Yes  
Deborah Goldberg – Yes

**The motion passed – 7 in favor, 0 against, 0 abstaining.**

Next, the MSBA's Design Director explained that the Board is now being asked to approve a Project Scope and Budget Agreement and to authorize the MSBA to enter into a Project Funding Agreement for a project at the Bartlett High School in the Town of Webster. The recommendation is for a major renovation project at the existing Bartlett High School. The proposed project has a design enrollment of 445 students serving grades 9-12 and will include Pre-Kindergarten students. The District provided a Total Project Budget of approximately \$101.4 million, which includes an estimated construction cost of approximately \$78.2 million.

The Chair asked for a motion, and the following motion was made by Ms. Kwan and seconded by Ms. Vanderhoef:

**Vote to Authorize the Executive Director to Execute a Project Scope and Budget Agreement and Project Funding Agreement with the Town of Webster**

VOTED: That the Board of Directors of the Massachusetts School Building Authority hereby approves the Potential Project for a major renovation project at the existing Bartlett High School, as further described in the materials presented to the Board and attached hereto and as such Proposed Project shall be further defined in the Project Scope and Budget Agreement, and authorizes the Executive Director to take all steps necessary to execute and deliver a Project Scope and Budget Agreement and Project Funding Agreement with the Town of Webster, in such forms as he may determine to be acceptable, for the Bartlett High School project at a reimbursement rate of eighty percent (80.00%) of approved, eligible costs, up to an Estimated Maximum Total Facilities Grant of \$51,577,337, which shall not include any funds for owner's or construction contingency expenditures; that the Board of Directors hereby further authorizes the Executive Director to increase the Estimated Maximum Total Facilities Grant up to a Maximum Total Facilities Grant of \$53,453,799, in the event that the MSBA determines, in its sole discretion, that any owner's and/or construction contingency expenditures are eligible for reimbursement pursuant to MSBA regulations, guidelines, or policies; that the Board of Directors hereby further authorizes the Executive Director to expend funds in accordance with such Project Funding Agreement.

The Executive Director noted that State Senator Ryan Fattman and State Representative Joseph McKenna sent a letter offering their support for the project at the Bartlett High School in Webster.

Webster Superintendent Dr. Ruthann Petrino-Goguen thanked the Board and MSBA and introduced others who were on the call.

There being no more discussion, the Chair asked for a roll call vote of the Board.

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**Roll Call Vote:**

Anne Brockelman – Yes  
Terry Kwan – Yes  
Sheila Vanderhoef – Yes  
Sean Cronin – Yes  
Matt Deninger – Yes  
Greg Sullivan – Yes  
Deborah Goldberg – Yes

**The motion passed – 7 in favor, 0 against, 0 abstaining.**

**Audit**

The MSBA's Chief Financial Officer, Laura Guadagno, thanked Wei Xu and the Audit team, in conjunction with the Capital Planning team, for their hard work. She also thanked Erin Sullivan for her help with the PowerPoint slides. She began her audit update by explaining that the MSBA has completed final audits for 609 Capital Pipeline Program projects plus the five projects that are being presented for final approval to the Board today, all together representing approximately \$7.2 billion in submitted and audited costs.

She continued, explaining that the MSBA has also audited approximately \$5.5 billion in submitted costs for the 216 projects currently submitting monthly requests for reimbursement. Based on the Total Project Budget information and submitted costs to date of approved projects, the MSBA estimates that approximately \$3.7 billion in additional costs will be submitted for audit for these projects.

The Chief Financial Officer then explained that monthly submitted costs have averaged \$132.3 million over the 12 months preceding this Board meeting, and the total amount submitted and audited in this 12-month period equals approximately \$1.59 billion.

**Approval of Audits, New Program**

The Chief Financial Officer explained that the Board is being asked to approve five Capital Pipeline Program audits listed on Exhibit D. She explained that the total combined grant amount for these five projects is \$12,143,565.

The Chair asked for a motion, and the following motion was made by Ms. Vanderhoef and seconded by Ms. Kwan:

**Approval of Audit Costs for Several Projects**

VOTED: That the Board of Directors of the Massachusetts School Building Authority hereby approves the final audited approved grant amounts for the projects listed in the spreadsheet attached hereto as Exhibit D and authorizes the Executive Director to make payments consistent with this vote.

There being no Board discussion, the Chair asked for a roll call vote of the Board.

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### **Roll Call Vote:**

Anne Brockelman – Yes  
Terry Kwan – Yes  
Sheila Vanderhoef – Yes  
Sean Cronin – Yes  
Matt Deninger – Yes  
Greg Sullivan – Yes  
Deborah Goldberg – Yes

**The motion passed – 7 in favor, 0 against, 0 abstaining.**

### **MSBA Updates**

#### **Executive Director's Report**

The Executive Director began his report by thanking MSBA staff members for their hard work in preparing for the Board meeting. He thanked Mary Pichetti, Diane Sullivan, and Katie DeCristofaro for their work regarding the SOI invitations for the Core program, as well as Maria Puopolo and Matt Donovan. He noted that, since the December 15, 2021 Board meeting, the MSBA has visited or had meetings with individuals from 23 projects. As of February 25, 2022, eight districts have voted affirmatively to appropriate feasibility study funds or full project funds. He explained that the MSBA anticipates 18 project visits or meetings in March and April and presented a list of upcoming district outreach plans as part of his PowerPoint presentation. He also noted that since the last Board meeting, the MSBA has participated in one topping off ceremony, one groundbreaking, and two ribbon cutting ceremonies. He presented a list of the events as part of his PowerPoint presentation.

Next, the Executive Director welcomed the MSBA's new Co-op Lexi Winston and the following new hires: Nina Pappacostas as a Project Coordinator, Veatriki Dagkalakou as a Project Manager II, and Melanie Soter as a Strategy Coordinator.

Then, the Executive Director congratulated Erin Sullivan on her promotion to Assistant Project Manager, Brian Kelley on his promotion to Deputy General Counsel, and Madeline Esdale on her promotion to Assistant Project Manager. He then congratulated Devanshi Desai on her wedding on February 14, 2022 and Mary Pichetti and her husband Tim on the birth of their first grandchild Henry Theodore Smith Cope, born on January 28, 2022.

#### **Project Status Updates**

The MSBA's Director of Project Management, Diane Sullivan, provided an update on the proposed project in the Bristol-Plymouth Regional Vocational School District. She explained that the Bristol-Plymouth Regional Vocational School District received Project Scope and Budget approval at the October 27, 2021 Board of Directors Meeting. On December 27, 2021, the District requested an extension of 60 days beyond the 120-day deadline of February 24, 2022 to secure local authorization and funding. Staff supports an extension of time though April 25, 2022, so that the District complete the associated local actions and submit the properly certified documentation to the MSBA.

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Next, the Director of Project Management provided an update on the proposed project in the Greater Fall River Vocational School District. She explained that the District received Project Scope and Budget approval at the December 15, 2021 Board of Directors Meeting. On January 20, 2022, the District requested an extension of 61 days beyond the 120-day deadline of April 15, 2022 to secure local authorization and funding. Staff supports an extension of time through July 15, 2022, so that the District can complete the associated local actions and submit the properly certified documentation to the MSBA.

### **Recommendation to Execute Master Services Agreement for Project Management Services Consultant**

The Deputy Director of Capital Planning explained that on December 15, 2021, staff issued a Request for Responses (RFR) seeking qualified firms to provide project management services to the MSBA. In summary, the requested scope of services includes conducting reviews of specifications, plans, project budgets and schedules submitted by districts and their consultants in support of the districts' applications for MSBA funding, providing ongoing review and monitoring of MSBA-approved projects either currently under agreement with the MSBA or anticipating being under agreement with the MSBA, and collecting and recording all necessary project data.

As a minimum qualification, the RFR required a Respondent to specifically certify that the Respondent will not perform or seek to perform services as a consultant or subconsultant in relation to the management, design, or construction of any public school project that is funded in part by the MSBA during the term of any contract that may be awarded pursuant to the RFR.

The MSBA received one response to the RFR. The response, from Keville Enterprises, was reviewed for completeness by the MSBA's Legal Department and evaluated favorably by the Procurement Management Team appointed to the RFR.

The value of the agreement is expected to exceed \$150,000, therefore the Large Procurement policy process was used for this procurement. Also, the value of the contract is expected to exceed \$250,000 during the term of the proposed agreement; therefore, pursuant to the MSBA's by-laws, the Board must authorize the Executive Director to enter into an agreement that exceeds this amount.

In conclusion, staff recommend that the Board authorize the Executive Director to enter into negotiations and execute a Master Services Agreement with Keville Enterprises, Inc. It is staff's intention to launch services in March with full commencement beginning on April 1, 2022 for a term of up to 15 months, with three one-year options to renew, at the MSBA's discretion, under the same terms and conditions.

The Chair asked for a motion, and the following motion was made by Ms. Vanderhoef and seconded by Ms. Kwan:

### **Vote Authorizing Executive Director to Enter into Contracts for Project Management Services**

VOTED: That the Board of Directors of the Massachusetts School Building Authority hereby authorizes the Executive Director to execute and deliver one or more master services agreements for consultants to provide project management services, the cost of which may exceed \$250,000.00 per agreement, containing such provisions as he shall deem

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advisable, the definitive form of such master services agreements to be evidenced conclusively by his execution thereof.

There was a brief discussion regarding receiving only one response to the RFR. The Executive Director commented that Keville has provided project management services to the MSBA in the past and that Keville will be a great asset to the MSBA.

There being no more discussion, the Chair asked for a roll call vote of the Board.

**Roll Call Vote:**

Anne Brockelman – Yes  
Terry Kwan – Yes  
Sheila Vanderhoef – Yes  
Sean Cronin – Yes  
Matt Deninger – Yes  
Greg Sullivan – Yes  
Deborah Goldberg – Yes

**The motion passed – 7 in favor, 0 against, 0 abstaining.**

**Project Overview Report**

The Deputy Director of Capital Planning provided an update for substantially completed projects. Nineteen projects were scheduled to achieve substantial completion in 2021. The MSBA has received certificates of substantial completion from eighteen projects. Since the December Board meeting, Fall River submitted its Certificate of Substantial Completion. Meanwhile, staff will continue to monitor the remaining project, Bristol County. Fifteen projects are scheduled to achieve substantial completion in 2022. The first project is Easthampton which is anticipating substantial completion in late March.

The Deputy Director of Capital Planning then provided bid data for the MSBA's Accelerated Repair Program. For the 2020 program, four of the five reported projects bid within the estimated budget. An additional nine projects are anticipated to bid with results reported by the April Board of Directors meeting.

Next, the Deputy Director of Capital Planning presented a PowerPoint, including a summary of bid results for the Core Program. He reported that twelve projects received sub-bids in 2021. He explained that the second slide shows Waltham which has reported bids since the December Board of Directors meeting. Waltham reported its GMP execution. Nine out of ten projects have now reported bids within budget. The ten projects consist of three Construction Manager at Risk projects and seven Design-Bid-Build projects. In square foot cost, the 2021 results continue to range from \$428/sf (Easton Center School) to \$721/sf (Waltham High School).

Then, the Deputy Director of Capital Planning presented a PowerPoint, including a bid summary for the Core Program. He summarized available data for anticipated sub-bids in March, April and May and anticipated DBB Bids or GMP Executions in March, April and May.

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Next, MSBA Project Manager Christy Murray presented slides for bidding information regarding MSBA projects. She explained that the MSBA is currently tracking 26 projects for filed sub bidding through 2023. This includes all projects that have been approved for Preferred Schematic Design prior to today. The 26 projects have a total estimated construction budget of approximately \$2.8 billion.

For 2022, one project received filed sub bids so far and staff are tracking the additional 17 for the year. Those 17 projects have a total estimated construction budget of approximately \$1.6 billion. 2022 bidding will continue with Worcester and Boston Josiah Quincy Upper in March and April, respectively. Nauset, Westwood, and Somerset will follow later in the spring and early summer.

2023 remains at nine projects within an estimated construction budget of approximately \$1.3 billion. Wellesley, Norwood, and Watertown will be among the first to bid in 2023. The project count will increase after today's board meeting and staff also anticipate tracking bids into 2024 as part of our next update.

## **Finance**

### **Sales Tax Collection Update**

The Chief Financial Officer presented a PowerPoint and provided an FY2022 SMART Collections update. The FY2022 collections for July through January are \$50.3 million (8.32%) higher than the same period of FY2021.

She presented a slide with a graphical depiction of FY2018 – FY2022 Monthly SMART collections, and then year-to-date SMART collections by year from FY2018 – FY2022.

### **Grant Payments Update**

The Chief Financial Officer provided an update regarding MSBA grant payments for projects, noting that the MSBA has made \$354,882,193 in grant payments to date in Fiscal Year 2022. This is for 157 Capital Pipeline Program projects in 111 districts.

### **FY22 Budget Update**

Next, the Chief Financial Officer thanked the MSBA's Director of Budget and Finance Administration, Julie Leonard, and provided the Board with an update on the FY2022 budget. She presented a PowerPoint with the FY2022 budget compared to the actuals for salaries and benefits, administrative expenses, and grant program expenditures. Then, she provided the Board with an update on FY2022 spending to date.

### **FY21 Audited Financial Statements**

The Chief Financial Officer thanked the Director of Audit, Tamia Buckingham, and the Finance team for all of their hard work on the audit. She explained that as a result of the FY2021 audit, RSM has issued an unmodified (i.e., clean) opinion dated February 10, 2022. She explained that the report on compliance and internal controls indicated that there were no material weaknesses involving internal control over financial reporting and its operation, and testing disclosed no instances of non-

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compliance or other matters required to be reported under Government Auditing Standards. Then, she reviewed the areas of audit emphasis and the auditors' required communications.

The Chief Executive Officer James MacDonald commented that MSBA staff will be following up with the Board on cyber protections in the near future.

## **Legal**

### **Litigation Update**

The MSBA's General Counsel Christine Nolan spoke about two projects in the MSBA's pipeline that have been affected by project related litigation. She thanked the Legal department for all their work in analyzing and monitoring the cases.

First, she noted that, in past Board updates, she reported that reimbursement payments for Worcester have been placed on hold because of pending litigation related to the project. Placing payments on hold is standard when there is pending litigation. Currently, the City is proceeding with the project at its own risk and without receiving reimbursement payments. The MSBA has continued to work with the City to receive project submittals and provide feedback. She noted that, as we heard earlier in the meeting, the steel went up for this project.

As reported at the last Board meeting, on July 27th, the Superior Court allowed the City's motion for dismissal, but the Plaintiffs are appealing the decision, and oral arguments before the Appeals Court are scheduled for March 17th. The MSBA has been periodically updated by the City's legal department. We will continue to monitor this case and provide updates to the Board while the appeal is pending.

Next, the General Counsel spoke about litigation that is related to the East Gloucester Elementary School project in Gloucester. She explained that, as reported at prior Board meetings, in December 2020, the Authority was named as a defendant in a lawsuit related to the East Gloucester Elementary School project in the City of Gloucester. The MSBA was named along with the City of Gloucester and the Massachusetts Executive Office of Environmental Affairs. The plaintiffs were not seeking any monetary relief against the MSBA and the suit appeared aimed solely at stopping the project. The defendants, including the Authority, filed dispositive motions, all of which were heard and taken under advisement by the Superior Court on July 22, 2021. On August 2, 2021, the Superior Court ordered that the City of Gloucester's Motion for Summary Judgment was allowed; the Massachusetts Executive Office of Environmental Affairs' Motion to Dismiss was allowed; and the Authority's Motion for Summary Judgment was allowed. Furthermore, the Plaintiffs' Complaint for Declaratory and Injunctive Relief was dismissed. As reported at the last Board meeting, the Plaintiffs appealed the decision and had indicated an intention not to pursue the appeal against the MSBA, and the appeal has been dismissed as against the MSBA. It is also dismissed as against the Executive Office of Environmental Affairs but not the City of Gloucester. The MSBA may file an amicus brief, also called a friend of the court brief, clarifying the meaning of the MSBA's regulations cited in the Plaintiffs' brief and possibly other matters of institutional interest to the MSBA. This brief would likely be due in the Spring. As the appeal remains pending against the City of Gloucester, the Project Funding Agreement that was authorized for this Project by the MSBA, has not been executed. MSBA staff will continue to update the Board.

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The Chair thanked the General Counsel for her update.

The Chair commented that the MSBA is one of the best agencies in state government. She thanked the MSBA staff for all their hard work. She congratulated Mary Pichetti on the birth of her first grandchild. She also thanked the members of the Board and James MacDonald for his recognition of her father.

The Chair asked for a motion to adjourn the meeting. A motion was made by Mr. Deninger and seconded by Ms. Kwan.

There being no discussion, the Chair asked for a roll call vote of the Board.

**Roll Call Vote:**

Anne Brockelman – Yes  
Terry Kwan – Yes  
Sheila Vanderhoef – Yes  
Sean Cronin – Yes  
Matt Deninger – Yes  
Greg Sullivan – Yes  
Deborah Goldberg – Yes

**The motion passed – 7 in favor, 0 against, 0 abstaining.**

The meeting was adjourned at 12:39 p.m.

List of documents and exhibits used at the meeting:

- PowerPoint Presentation
- December 15, 2021 Board Meeting Minutes
- Invitation to Eligibility Period
- Invitation to Feasibility Study
- Project Removal from the Accelerated Repair Program
- Project Funding Agreement Recommendations for the Accelerated Repair Program
- Recommendation for Preferred Schematic Design
- Invitation to Project Scope and Budget
- Audit Status Report
- Recommendation for Approval of Final Audits, Capital Pipeline Program
- Recommendation to Execute Master Services Agreement for Project Management Services Consultant
- Project Overview Report
- Sales Tax Collection Update
- Grant Payments Update
- FY22 Budget Update
- FY21 Audited Financial Statements