

*The April 26, 2023 Board Meeting minutes were approved by the MSBA's Board of Directors at the May 24, 2023 Board meeting.*

## **Massachusetts School Building Authority Board Meeting Minutes of April 26, 2023**

A meeting of the Massachusetts School Building Authority (the “Authority” or “MSBA”) was held on April 26, 2023. 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; and Sheila Vanderhoef, appointed member.

**Others Present:** James MacDonald, Chief Executive Officer; Jack McCarthy, Executive Director/Deputy Chief Executive Officer; Mary Pichetti; Mike McGurl; Laura Guadagno; Christine Nolan; Matt Donovan; Maria Puopolo; Stacy Patino; Barbara Hansberry; Colleen Smith; Mike Bergquist; Siobhan Quirke; John Jumpe; Karl Brown; Katie DeCristofaro; Erin Sullivan; Wei Xu; Gianpiero Tirella; 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 10:00 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 Chapter 30A of the Massachusetts General Laws and 940 CMR 29.03, but subject to Chapter 2 of the Acts of 2023, 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 March 1, 2023 Board of Directors meeting; remove two projects from the Accelerated Repair Program; invite four districts into Feasibility Study; and authorize four proposed projects to proceed into Preferred Schematic Design, with an estimated \$715.4 million in total construction costs. The Board will also be voting to invite one district to enter into a Project Scope and Budget Agreement and Project Funding Agreement, with an Estimated Maximum Total Facilities Grant amount of approximately \$39.6 million and to approve four final audits from four districts with a Final Total Facilities Grant of approximately \$25.6 million. Additionally, the Board will be voting on staff recommendations for Audit Services and updates to the MSBA Procurement Policy. Finally, the Board will receive updates from the Executive Director, Capital Planning, and Finance staff.

### **Acceptance of the March 1, 2023 Minutes**

The Chair asked for a motion to accept the minutes of the March 1, 2023 Board meeting. A motion was made by Mr. Deninger and seconded by Ms. Vanderhoef:

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### **Approval of the Minutes of the March 1, 2023 Board Meeting**

VOTED: That the Board of Directors of the Massachusetts School Building Authority hereby approves the Minutes of the March 1, 2023 Board meeting.

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

#### **Roll Call Vote:**

Anne Brockelman – Yes

Sheila Vanderhoef – Yes

Sean Cronin – Yes

Matt Deninger – Yes

Deborah Goldberg – Yes

**The motion passed – 5 in favor, 0 against, 0 abstaining.**

Ms. Kwan arrived at the meeting.

#### **Project Removal from Accelerated Repair Program**

The MSBA's Deputy Director of Capital Planning, Mike McGurl, explained that staff present the Boston Curley K-8 School and the Scituate High School for removal from the Accelerated Repair Program. The City of Boston received an invitation for a boiler replacement project at the Curley K-8 School at the October 26, 2022 Board of Directors meeting. Subsequent to the invitation, the District informed the MSBA that the boilers experienced failures during the late winter and spring of 2022 that led to the boilers being replaced in phases beginning in January of this year. As a result, the District has executed a Declaration of Removal of a Statement of Interest for the Curley K-8 School. The City of Boston remains in the 2022 Accelerated Repair Program, having also received invitations for a boiler replacement project at the Dennis C. Haley School, a roof replacement project at the Dr. William Henderson Upper School, a boiler replacement at the Jeremiah E. Burke High School, and a window and door replacement project at The English High School.

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

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

VOTED: That, whereas, on October 26, 2022, the Board voted to invite the City of Boston to participate in the MSBA's Accelerated Repair Program for the Curley K-8 School; and, whereas, as described in the materials attached hereto as Exhibit A, 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 Curley K-8 School, the Board hereby removes the City of Boston's Accelerated Repair Statement of Interest for the Curley K-8 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.

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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  
Deborah Goldberg – Yes

**The motion passed – 6 in favor, 0 against, 0 abstaining.**

Next, the Deputy Director of Capital Planning explained that the Town of Scituate received an invitation for a partial roof replacement project at the Scituate High School at the October 26, 2022 Board of Directors meeting. Subsequent to the invitation, the District informed the MSBA of their decision not to proceed with the project due to anticipated cost considerations. The District has executed a Declaration of Removal of a Statement of Interest.

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

**Vote on Removing the Town of Scituate's Accelerated Repair Statement of Interest from the MSBA Accelerated Repair Program**

VOTED: That, whereas, on October 26, 2022, the Board voted to invite the Town of Scituate to participate in the MSBA's Accelerated Repair Program for the Scituate High School; and, whereas, as described in the materials attached hereto as Exhibit A, the Town of Scituate 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 Scituate High School, the Board hereby removes the Town of Scituate's Accelerated Repair Statement of Interest for the Scituate High 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  
Sean Cronin – Yes  
Matt Deninger – Yes  
Deborah Goldberg – Yes

**The motion passed – 6 in favor, 0 against, 0 abstaining.**

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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 Berkshire Hills Regional School District, the Town of Littleton, the Town of North Attleborough and the Town of Southborough into Feasibility Study. The four districts were invited into Eligibility Period on March 2, 2022, 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 Monument Mountain Regional High School in the Berkshire Hills Regional School District. The MSBA will be working with the District to study the following two options: 485 students in the facility's current configuration of grades 9-12 and 620 students in grades 9-12, representing a potential merger with the Southern Berkshire Regional School District.

The second district for consideration is the Shaker Lane Elementary School in the Town of Littleton. The MSBA will be working with the District to study options that maintain the facility's current grade K-2 configuration for 435 students.

The third district for consideration is the North Attleborough High School in the Town of North Attleborough. The MSBA will be working with the District to study options that maintain their current grade 9-12 configuration for 1,025 students.

The last district for consideration is the Margaret A. Neary Elementary School in the Town of Southborough. The MSBA will be working with the Town to study the following three options: 305 students in the facility's current configuration of grades 4-5, 450 students consolidating the Margaret A. Neary and Woodward Elementary Schools for grades 3-5, and 610 students consolidating the Margaret A. Neary and Woodward Elementary Schools for grades 2-5.

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 Ms. Vanderhoef:

### **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.

Ms. Kwan commented that it is important that the educators are involved in writing the educational plans for the proposed projects.

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Berkshire Hills Regional School District Superintendent Peter Dillon thanked the Board and the MSBA for their help and support. He introduced others that were on the call and commented that the District is excited to move forward in the process.

Littleton Assistant Town Administrator Ryan Ferrara thanked the Board and MSBA. He commented that he appreciates their consideration.

State Representative Adam Scanlon spoke in support of the proposed project at the North Attleborough High School in the Town of North Attleborough.

North Attleborough Superintendent John Antonucci thanked the Board and the MSBA.

The Executive Director noted that the MSBA received a letter of support from State Representative Adam Scanlon and State Senator Paul Feeney for the proposed project at the North Attleborough High School in the Town of North Attleborough.

Southborough Superintendent Gregory L. Martineau thanked the Board and the MSBA and introduced others that were on the call.

The Executive Director noted that the MSBA received a letter of support from State Representative Kate Donaghue for the proposed project at the Margaret A. Neary Elementary School in the Town of Southborough.

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
- Deborah Goldberg – Yes

**The motion passed – 6 in favor, 0 against, 0 abstaining.**

**Recommendation for Preferred Schematic Design**

Next, the MSBA's Director of Project Management, John Jumpe, explained that staff are recommending four projects for approval to proceed into Schematic Design. He noted that staff have included a new chart in the presentation that shows Preferred Schematic Costs for projects that have not yet completed the work associated with the project scope and budget submittal. These preliminary design estimates are presented in dollars per square foot, from lowest to highest with today's proposed projects shown in bold. The table also separates building costs from other construction costs. Staff note that these projects, which extend back a year (seven months if the MSBA excludes Revere), vary in cost by \$378/sf in construction cost. If multiplied by the average building area of the four recommendations on today's agenda, this is approximately \$83 million. If the MSBA were to exclude Revere, the difference is approximately \$58 million.

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Next, the Director of Project Management explained that the Board is being asked to approve the Preferred Schematic Design for the East Longmeadow High School in the Town of East Longmeadow. The recommendation is for a new two-story high school on the existing site, with an overall building size of approximately 192 thousand square feet.

The proposed project is designed to serve 800 students in grades 9 through 12. The proposed project includes an estimated Total Project Budget of approximately \$177 million and an estimated total construction budget of approximately \$147.5 million.

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

**Vote on Moving the Town of East Longmeadow 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 East Longmeadow with, in concept, the development of schematic designs to replace the existing East Longmeadow High School with a new facility serving grades 9-12 on the site of the existing school, 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.

East Longmeadow Superintendent Gordon Smith thanked the Board and the MSBA for this opportunity. He commented that he is excited to move into the next phase. He introduced others that were on the call and thanked the Board for their partnership.

The Executive Director noted that the MSBA received a letter of support from State Senator Jacob Oliveira for the proposed project at the East Longmeadow High School in the Town of East Longmeadow.

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  
Deborah Goldberg – Yes

**The motion passed – 6 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 Elmwood Elementary School in the Town of Hopkinton. The recommendation is for a new three-story building on the Hayden Rowe site, with an overall building size of approximately 176 thousand square feet.

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The proposed project is designed to serve 1,195 students in grades 2 through 4. The proposed project includes an estimated Total Project Budget of approximately \$174 million and an estimated total construction budget of approximately \$135.1 million.

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

**Vote on Moving the Town of Hopkinton 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 Hopkinton with, in concept, the development of schematic designs to replace the existing Elmwood Elementary School with a new facility serving grades 2-4 on an alternative site referred to as the Hayden Rowe Street 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.

Hopkinton Superintendent Carol Cavanaugh thanked the Board and the MSBA. She commented that she is excited to move into the Schematic Design phase. She noted that she appreciates the partnership and support.

The Executive Director noted that the MSBA received a letter of support from State Representative James Arena-DeRosa for the proposed project at the Elmwood Elementary School in the Town of Hopkinton.

The Executive Director noted that the MSBA received a letter of support from Superintendent Carol Cavanaugh for the proposed project at the Elmwood Elementary School in the Town of Hopkinton.

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  
Deborah Goldberg – Yes

**The motion passed – 6 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 Whitman Middle School in the Whitman-Hanson Regional School District. The recommendation is to replace the existing Whitman Middle School with a new three-story facility on the site of the existing Whitman Middle School, with an overall building size of approximately 139 thousand square feet.

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The proposed project is designed to serve 675 students in grades 5 through 8. The proposed project includes an estimated Total Project Budget of approximately \$129 million and an estimated total construction budget of approximately \$103.4 million.

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

**Vote on Moving the Whitman-Hanson Regional School District 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 Whitman-Hanson Regional School District with, in concept, the development of schematic designs to replace the existing Whitman Middle School with a new facility serving grades 5-8 on the site of the existing Whitman Middle School, 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.

Whitman–Hanson Regional School District Assistant Superintendent George Ferro thanked the Board and the MSBA and introduced others that were on the call. He commented that he looks forward to continuing the working relationship with 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  
Deborah Goldberg – Yes

**The motion passed – 6 in favor, 0 against, 0 abstaining.**

Then, the Director of Project Management explained that the Board is being asked to approve the Preferred Schematic Design for the Whittier Regional Vocational Technical High School in the Whittier Regional Vocational Technical School District. The recommendation is for a new three-story building for the Whittier Regional Vocational Technical High School located on the existing site in Haverhill.

The proposed project includes 21 Career Technical Education programs, is anticipated to be approximately 376,000 square feet, and is designed to serve 1,280 students in grades 9-12. The proposed project includes an estimated Total Project Budget of approximately \$405 million and an estimated construction budget of approximately \$329 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 Whittier Regional Vocational Technical School District 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 Whittier Regional Vocational Technical School District with, in concept, the development of schematic designs to replace the existing Whittier Regional Vocational Technical 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, in accordance with G.L. c. 70B and 963 CMR 2.00 *et seq.* and all other guidelines and policies of the Authority.

Mr. Cronin asked if all of the member communities in the District need a debt exclusion and inquired specifically about Haverhill, and how this project will fit into the City's budget.

Whittier Regional Vocational Technical School District Superintendent Maureen Lynch commented that the District is working with all the cities and towns in the District to determine whether they will need a debt exclusion. She noted that Haverhill will be holding a debt exclusion ballot question for another project but is well aware of the project for the Whittier Regional Vocational Technical High School.

Mr. Cronin briefly commented on the voting scenarios for the proposed project and the possible impact on Haverhill.

Superintendent Maureen Lynch commented that District officials have had many conversations with the Mayor and City Council.

Mr. Cronin commented on the high cost of recent projects.

Ms. Kwan asked if there has been any movement with the legislature regarding the American Rescue Plan Act (ARPA) funds.

The Chair commented that the legislature no longer has ARPA funds to distribute, noting that many cities and towns have not yet spent their ARPA funds.

Mr. Deninger noted that there is a timing issue with expending these funds because ARPA funds need to be obligated by 2024.

Whittier Regional Vocational Technical School District Superintendent Maureen Lynch thanked the Board and the MSBA. She commented that the District is excited for the project and to move forward in the process. She commented that she looks forward to the MSBA's continued guidance and support. She thanked Allison Sullivan and Veatriki Dagkalakou for their assistance.

The Executive Director noted that the MSBA received a letter of support from United States Representative Lori Trahan and United States Representative Seth Moulton for the proposed project

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at the Whittier Regional Vocational Technical High School in the Whittier Regional Vocational Technical School District.

The Executive Director noted that the MSBA received a letter of support from State Representative Andy Vargas for the proposed project at the Whittier Regional Vocational Technical High School in the Whittier Regional Vocational Technical School District.

The Executive Director noted that the MSBA received a letter of support from State Senator Bruce Tarr for the proposed project at the Whittier Regional Vocational Technical High School in the Whittier Regional Vocational Technical School District.

The Executive Director noted that the MSBA received a letter of support from State Senator Pavel Payano, State Senator Barry Finegold and State Representative Ryan Hamilton for the proposed project at the Whittier Regional Vocational Technical High School in the Whittier Regional Vocational Technical School District.

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  
Deborah Goldberg – Yes

**The motion passed – 6 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 Fort River Elementary School in Amherst. The recommendation is to consolidate the student population of the existing Fort River Elementary School with the Wildwood Elementary School and construct a new three-story 105,750 square foot facility on the site of the existing Fort River Elementary School in Amherst.

The proposed project has a design enrollment of 575 students in kindergarten through grade 5. As a component of this proposed consolidation, the District has voted and approved to relocate the District's 6<sup>th</sup> grade student population to the Amherst-Pelham Middle School. The proposed project includes a Total Project Budget of approximately \$99.2 million, which includes a total construction cost of approximately \$81.3 million.

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

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

VOTED: That the Board of Directors of the Massachusetts School Building Authority hereby approves the Potential Project to consolidate the student population of the existing Fort River Elementary School and the Wildwood Elementary School and construct a new facility serving grades K-5 on the site of the existing Fort River Elementary 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 Amherst, in such forms as he may determine to be acceptable, for the Fort River Elementary School project at a reimbursement rate of sixty-seven and sixty-six hundredths percent (67.66%) of approved, eligible costs, up to an Estimated Maximum Total Facilities Grant of \$39,640,520, 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 \$40,466,011, 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.

State Senator Joanne Comerford, who represents Amherst, spoke in support of the proposed project at the Fort River Elementary School in the Town of Amherst.

State Representative Mindy Domb, who represents Amherst, spoke in support of the proposed project at the Fort River Elementary School in the Town of Amherst.

Amherst Superintendent Michael Morris thanked the Board and the MSBA for their partnership and patience. He thanked the State Senator and State Representative for their support and the staff at the MSBA for their advice and feedback. He introduced others that were on the call.

The Executive Director noted that the MSBA received a letter of support from State Representative Mindy Domb and State Senator Joanne Comerford for the proposed project at the Fort River Elementary School in the Town of Amherst.

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  
Deborah Goldberg – Yes

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**The motion passed – 6 in favor, 0 against, 0 abstaining.**

### **Audit**

The MSBA's Financial Audit Manager, Wei Xu, thanked the Audit team, in conjunction with the Capital Planning team, for their hard work. He began his audit update by explaining that the MSBA has completed final audits for 639 Capital Pipeline Program projects plus the four projects that are being presented for final approval to the Board today, all together representing approximately \$7.9 billion in submitted and audited costs.

He continued, explaining that the MSBA has also audited approximately \$6.6 billion in submitted costs for the 235 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 \$4.5 billion in additional costs will be submitted for audit for these projects.

The Financial Audit Manager then explained that monthly submitted costs have averaged \$130.7 million over the 12 months preceding this Board meeting, and the total amount submitted and audited in this 12-month period equals approximately \$1.57 billion.

### **Approval of Audits, Capital Pipeline Program**

The Financial Audit Manager explained that the Board is being asked to approve four Capital Pipeline Program audits listed on Exhibit C. He explained that the total combined grant amount for these four projects is \$25,674,578.

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 C 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.

### **Roll Call Vote:**

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

**The motion passed – 6 in favor, 0 against, 0 abstaining.**

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## **MSBA Updates**

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

Jack McCarthy, the Executive Director, began his report by thanking MSBA staff members for their hard work in preparing for the Board meeting. He thanked Sarima Okwu-Wolu for her help with the PowerPoint slides. He noted that, since the March 1, 2023 Board meeting, the MSBA has visited or had meetings with individuals from 21 projects. As of April 26, 2023, one district has voted affirmatively to appropriate full project funds. He explained that the MSBA anticipates 12 project visits or meetings in May and June and presented a list of the districts as part of his PowerPoint presentation.

Next, the Executive Director noted that the MSBA is deeply saddened by the loss of its colleague, Bill Cross. He explained that Bill worked for over twelve years as a Senior Project Manager on the Construction Administration Team and was greatly respected by his colleagues. He added that Bill will be missed by all of his colleagues and friends at the MSBA.

The Executive Director noted that since the last Board meeting, the MSBA has participated in one topping off ceremony and one groundbreaking and presented pictures of the events as part of his PowerPoint presentation.

Next, the Executive Director welcomed the MSBA's new hires: Paul Gaski as a Project Manager, Ruchi Mulay as a Co-op and John Crisley as a Senior Project Manager.

Next, the Executive Director congratulated the following MSBA employees on promotions: Greg Brunell on his promotion to Director of Construction Administration, Evan Levesque on his promotion to Senior Project Manager, Siobhan Quirke on her promotion to Procurement and Contracts Manager, and Mike Bergquist on his promotion to Associate General Counsel.

Then, the Executive Director spoke about his work at the MSBA, noting that he started as Executive Director in September of 2011. He commented that working at the MSBA has been the best job he has ever had, and that he has had the opportunity to work under two great Treasurers. He then shared that he has decided to retire on June 30, 2023. He explained that he is excited about the future and he thanked the Board, the Chair, the Chief Executive Officer, and MSBA staff for their support over the years.

The Chair commented that she knows this has been a hard decision for the Executive Director and that the MSBA will not be the same without him. She noted that Mr. McCarthy has worked very hard and has stewarded the MSBA to a place where it is known as one of the best agencies in the Commonwealth. The Chair commented that she wishes Mr. McCarthy well in the future and she congratulated him on his retirement. She noted that there will be an in-person celebration for the Executive Director in June.

The Chief Executive Officer thanked the Executive Director for his service. He then commented that the Executive Director has done so much for the Commonwealth and the MSBA. He explained that everyone will have a chance to say more at the June Board meeting and at the in-person celebration.

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## **Project Status Updates**

### **Project Overview Report**

The Deputy Director of Capital Planning provided a schedule update for an Accelerated Repair Program project. He explained that at the December 21, 2022 Board of Directors meeting, the Town of Westford requested, and the Board approved, a 15-day extension beyond the 90-day deadline to obtain local funding due to the established schedule for the required Town Meeting, which resulted in a positive vote on March 25, 2023. The Town has requested an additional 45-day extension, for a total of 60 additional days beyond the 90-day deadline, to allow for the associated debt exclusion ballot vote to be held on May 2, 2023 and certified documentation to be submitted to the MSBA by May 19, 2023.

The Deputy Director of Capital Planning then provided bid data for the MSBA's Accelerated Repair Program. For the 2020 program, fourteen of the twenty reported projects bid within the estimated budget. This is the same as reported at the March Board meeting. The remaining two projects are anticipated to report results by the June 21, 2023 Board of Directors meeting.

For the 2021 program, twelve of the fourteen reported projects bid within the estimated budget. One additional project is anticipated to bid by the June 21, 2023 Board of Directors meeting.

Then, the Deputy Director of Capital Planning explained that before proceeding to the bid updates, he would like to provide an update for substantially completed projects.

For projects scheduled for 2022, fifteen projects were scheduled to achieve substantial completion. The MSBA has received thirteen certificates of substantial completion from Easthampton, Pentucket Regional, Millbury, Attleboro, Weymouth, West Springfield, Acton-Boxborough, Boston Arts Academy, Gardner, Tewksbury, Easton, Rockland and since the March Board, Dennis-Yarmouth.

Sharon and Bridgewater-Raynham have determined a substantial completion date with the certificate pending. Each district has moved into its school.

Next, Assistant Project Manager Erin Sullivan presented slides for bidding information regarding MSBA projects. She explained that the MSBA is currently tracking nineteen projects for filed sub bidding through 2025. This includes all projects that have been approved for Preferred Schematic Design prior to today's meeting. The nineteen projects have a total estimated construction budget of approximately \$2.8 billion.

2023 now has eleven projects with an estimated construction budget of approximately \$1.5 billion. Hingham and Watertown are scheduled to receive bids in April, followed by Lawrence and Norwood in May. The four projects have a combined estimated construction budget of approximately \$429 million.

2024 continues to track six projects with an estimated construction budget of approximately \$972 million. Haverhill and Revere will be among the first to bid in 2024. The project count will continue to increase following today's board meeting.

2025 now has two projects with an estimated construction budget of approximately \$416 million. Tri-County Regional Vocational Technical School District was added following its Preferred

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Schematic approval at the March Board meeting. The project has an estimated construction budget of approximately \$232 million. The project count will continue to increase following today's Board meeting.

Next, the Deputy Director of Capital Planning explained that in the three month lookahead, in April, sub-bids are scheduled for Hingham and Watertown. In May, Lawrence Leahy and Norwood are scheduled to receive sub-bids. In June, no filed sub bids are anticipated.

In April, Boston Carter has been scheduling its Guaranteed Maximum Price. In May, general contractor bids are scheduled for Hingham, Watertown and Lawrence Leahy. In June, Guaranteed Maximum Prices are anticipated for Groton-Dunstable and Norwood.

Then, the Deputy Director of Capital Planning presented a PowerPoint, including a summary of bid results for the Core Program for 2023. Staff are tracking nineteen projects anticipating sub-bids in 2023. Since the March Board meeting, three additional projects have reported their bid results. In total, five of six have exceeded their PFA Construction Budgets.

In square foot cost, the 2023 results range from \$500/sf for the Fitchburg Crocker Elementary School to \$720/sf for the Wellesley Ernest F. Upham Elementary School.

Staff have reported on the bid process for Somerset beginning in July 2022. Somerset received bids at the end of July 2022 for their Middle School. The bids resulted in an overage of 9.35%. The Town tried to move forward with a Special Town Meeting vote on August 22nd for \$9.9 million but was unsuccessful. The Town then voted to change from a Design-Bid-Build methodology to Construction Manager at Risk and is now under contract with their selected Construction Manager.

Meanwhile, the bid overages for Westfield and Wellesley are 4.2% and 2.2% respectively.

Next, the Deputy Director of Capital Planning presented a PowerPoint, including an additional funding update for the Core Program. He explained that beginning with the December Board meeting, the MSBA has presented Core Program projects that have reported recent additional local funding increases. The presented projects have received Project Scope and Budget approval from the Board but have not yet executed an amendment to their Project Funding Agreement. For today's meeting, fourteen projects are reflected.

Since the March Board, Ashland has been removed following the execution of its Bid Amendment while Wellesley has been added. Of the fourteen, thirteen projects have reported their bid results. The remaining project, Groton-Dunstable, was identified in the three-month lookahead. Its Guaranteed Maximum Price is anticipated in June.

In summary, for those districts bidding in 2022 and 2023, fifteen have successfully appropriated additional local funds or approved transfers of other funds, with Somerset being the exception.

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## **Finance**

### **Sales Tax Collections Update**

The MSBA's Treasurer, Gianpiero Tirella, presented a PowerPoint and provided an FY2023 SMART Collections update. The FY2023 collections through March are \$65 million (7.45%) higher than the same period of FY2022.

He presented a slide with a graphical depiction of FY2019 – FY2023 Monthly SMART collections, and then year-to-date SMART collections by year from FY2019 – FY2023, as well as quarterly.

### **Grant Payments Update**

Next, the Treasurer provided an update regarding MSBA grant payments for projects, noting that the MSBA has made \$494,502,712 in grant payments to date in Fiscal Year 2023. This is for 146 projects in 108 districts.

### **FY23 Budget Update**

Next, the MSBA's Chief Financial Officer, Laura Guadagno, thanked MSBA staff for their assistance and provided the Board with an FY23 budget update. She presented a PowerPoint with the FY2023 budget compared to the actuals for the Total Operating and Capital Budget, Administrative Expenses, Capital Pipeline Support Services, Operating Expenses, and the Grant Program.

### **External Audit Services**

Next, the Chief Financial Officer explained that the MSBA issued a Request for Responses ("RFR") for External Audit Services on January 17, 2023. The MSBA received two responses to the RFR. Both responses met the Phase I review requirements and were advanced to the Phase II review phase. The Phase II review phase included the evaluation of: Supplier Diversity; Investment in Massachusetts; Audit Work Plan; Qualifications of Firm and Personnel; and Proposed Overall Approach. In accordance with the MSBA's procurement policies, four MSBA staff members were appointed to serve on the Procurement Management Team ("PMT"). After completing the Phase II review evaluation, the PMT recommended contracting with RSM for external audit services for a term of three years with three one-year options to renew at the MSBA's discretion, under the same terms and conditions. The value of the contract may 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.

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 External Auditing 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 and engagement letters with RSM US LLP for external auditing services,



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the aggregate cost of which may exceed \$250,000.00, containing such provisions as he shall deem advisable, the definitive form of such master services agreements to be evidenced conclusively by his execution thereof.

Ms. Kwan asked how long RSM has been the incumbent firm and if it is unusual to only receive two responses.

The Chief Financial Officer explained that RSM has been the incumbent firm for the past six years. She commented that the MSBA received a lot of questions regarding the RFR but noted that it is a lot of work to put together a response.

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  
Deborah Goldberg – Yes

**The motion passed – 6 in favor, 0 against, 0 abstaining.**

**Procurement Policy**

The MSBA's Procurement and Contracts Manager, Siobhan Quirke, explained that the MSBA has recently reviewed its Procurement Policy, which was initially approved by the Board of Directors in 2015. The policy has been updated to include procedures for sole source procurements and emergency procurements. The MSBA has also made some non-substantive changes. The MSBA policy largely tracks the Treasury Policy, with the main difference being that the Treasury Policy has four categories based on the anticipated contract value and the MSBA has three categories based on the anticipated contract value. The selection processes and procedures are largely the same. She explained that the MSBA's updated policy, with a redline version of the updated policy detailing the changes, was provided to the Board with the Board materials.

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

**Approval of the Massachusetts School Building Authority's Procurement Policy**

VOTED: That the Board hereby approves the updated MSBA Procurement Policy in substantially the form attached hereto and authorizes the Executive Director to do all acts and things necessary to comply with this Policy and to establish any additional policies and procedures for the management of the Authority's Procurement Policy as he may deem appropriate or necessary.

There being no 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  
Deborah Goldberg – Yes

**The motion passed – 6 in favor, 0 against, 0 abstaining.**

The Chair then spoke about the Executive Director position at the MSBA, explaining that she is happy to announce that the new Executive Director for the MSBA, effective July 2023, will be Mary Pichetti, the current Director of Capital Planning at the MSBA. She explained that the Director of Capital Planning joined the MSBA in 2007 having had experience in historical renovation with a private developer in onsite construction management as well as experience in the management of two large public projects with the MWRA. She noted that she is thrilled that the Director of Capital Planning accepted the position and is excited to continue to work with her.

The Director of Capital Planning thanked the Chair for this opportunity to serve the Commonwealth. Ms. Pichetti commented that the MSBA has a team of strong, experienced and committed individuals who work hard every day to improve the built environment for Massachusetts students. She looks forward to continuing to work with and learn from them each day. She thanked the Board of Directors, adding that they have been an invaluable resource. She thanked the Chair for her leadership, commitment and passion for the mission of the MSBA and her encouragement and acknowledgement of the efforts of the MSBA staff. She commented that she looks forward to serving as the Executive Director and thanked the Chair, the Chief Executive Officer, and the Executive Director for their support.

Board members congratulated the Director of Capital Planning.

The Chair asked for a motion to adjourn the meeting. A motion was made by Ms. Vanderhoef 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  
Deborah Goldberg – Yes

**The motion passed – 6 in favor, 0 against, 0 abstaining.**

The meeting was adjourned at 11:43 a.m.

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List of documents and exhibits used at the meeting:

- PowerPoint Presentation
- March 1, 2023 Board Meeting Minutes
- Project Removals from Accelerated Repair Program
- Invitation to Feasibility Study
- Recommendation for Preferred Schematic Design
- Invitation to Project Scope and Budget
- Audit Status Report
- Recommendation for Approval of Final Audits, Capital Pipeline Program
- Project Overview Report
- Sales Tax Collections Update
- Grant Payments Update
- FY23 Budget Update
- Recommendation for External Audit Services
- Revised MSBA Procurement Policy