

**June 19, 2015**

A **Special Meeting** of the Kenilworth Board of Education was **called to order** at 5:30 p.m. by Vice President Gerry Laudati, in the Board of Education Conference Room in the Brearley School on **June 19, 2015**.

Vice President Laudati led the **salute to the Flag**.

Adequate notice of this Special Meeting of the Kenilworth Board of Education has been provided to the Home/News Tribune, The Local Source, Cranford Chronicle, and The Star-Ledger on June 12, 2015. A copy has been filed with the Kenilworth Borough Clerk, posted in the Board of Education Business Office, Harding and Brearley Schools and the Kenilworth Borough Hall, as is provided by the Open Public Meetings Act.

Upon **roll call**, the following members were present: Genean Braun, David Curtin, Annmarie Duda, Mark Jankiewicz, Gerry Laudati, and Nancy Zimmerman. Absent was: Gregg David, Paulette Drogon, and Anthony Laudati.

Also in attendance were Scott Taylor, Superintendent and Vincent A. Gonnella, Business Administrator/Board Secretary.

Vice President Laudati stated the purpose of this meeting is to conduct regular business prior to the conclusion of the 2014-2015 school year. Items included are personnel matters for the 2015-2016 school year, lease purchase financing, the School Business Administrator's and Superintendent's contracts and Negotiations (KEA Teachers' Collective Bargaining Agreement) which the BOE reserves the right to take action on. The Board also reserves the right to meet in closed executive session.

Report of Committees, Review of Resolutions & Board Discussions:

Dr. Taylor reviewed with the Board his staff recommendations on the agenda.

Roll Call on the following resolutions:

**Financing for Telecommunications Equipment**

**RESOLUTION #1:** Introduced by Zimmerman, who moved its adoption, seconded by Braun, **Authorizing participation in the Middlesex Regional Educational Services Commission (New Jersey State Approved Cooperative Pricing System #65MCESCCPS) "Small Ticket Lease Program" (Middlesex Regional Educational Services Commission Bid No. 13/14-23)**

Lessee: Kenilworth Board of Education

Principal Amount Expected To Be Financed: **\$83,674.00**

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WHEREAS, the Lessee named above (the “Lessee”) is a political subdivision of the State of New Jersey (the “State”) and is duly organized and existing pursuant to the Constitution and laws of the State;

WHEREAS, pursuant to applicable law, the Lessee acting through its governing body (the “Governing Body”) is authorized to acquire and lease personal property necessary to the functions or operations of the Lessee;

WHEREAS, the Governing Body hereby finds and determines the execution of one or more lease-purchase agreements (“Equipment Leases”) in the principal amount not exceeding the amount stated above (the “Principal Amount”) for the purpose of acquiring the Equipment described generally below (the “Equipment”) and to be described more specifically in the Equipment Leases is appropriate and necessary to the functions and operations of the Lessee;

Brief Description of Equipment: Telecommunication Systems

WHEREAS, **FIRST HOPE BANK, a National Banking Association**, (the “Lessor”) is expected to act as the Lessor under the Equipment Leases;

WHEREAS, the Lessee may pay certain capital expenditures in connection with the Equipment prior to its receipt of proceeds of the Equipment Leases (“Lease Purchase Proceeds”) for such expenditures, and such expenditures are not expected to exceed the Principal Amount; and

WHEREAS, the Lessee hereby declares its official intent to be reimbursed for any capital expenditures made for the Equipment after adoption of this resolution but prior to the issuance of the Equipment Leases from the Lease Purchase Proceeds.

NOW, THEREFORE, Be It Resolved by the Governing Body of the Lessee as follows:

Section 1. The Lessee hereby determines that it has critically evaluated the financing alternatives and that entering into the Equipment Leases and financing the acquisition of the Equipment thereby is in the best interests of the Lessee.

Section 2. The Lessee is hereby authorized to acquire and install the Equipment and is hereby authorized to finance the Equipment by entering into the Equipment Leases. Any action taken by the Lessee in connection therewith is hereby ratified and confirmed.

Section 3. Either one of the Board President or the Business Administrator/Board Secretary (each an “Authorized Representative”) acting on behalf of the Lessee is hereby authorized to negotiate, enter into, execute, and deliver one or more Equipment Leases in substantially the form set forth in the document presently before the Governing Body, which document is available for public inspection at the office of the Lessee. Each Authorized Representative

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acting on behalf of the Lessee is hereby authorized to negotiate, enter into, execute, and deliver such other agreement or documents relating to the Equipment Leases (including, but not limited to, escrow agreements) as the Authorized Representative deems necessary and appropriate.

Section 4. By a written instrument signed by any Authorized Representative, said Authorized Representative may designate specifically identified officers or employees of the Lessee to execute and deliver agreements and documents relating to the Equipment Leases on behalf of the Lessee.

Section 5. The aggregate original principal amount of the Equipment Leases shall not exceed the Principal Amount and shall bear interest as set forth in the Equipment Leases and the Equipment Leases shall contain such options to purchase by the Lessee as set forth therein.

Section 6. The Lessee's obligations under the Equipment Leases shall be subject to annual appropriation or renewal by the Governing Body as set forth in each Equipment Leases, and the Lessee's obligations under the Equipment Leases shall not constitute indebtedness of the Lessee under the laws of the State.

Section 7. It is hereby determined that the acquisition of the Equipment is permitted under the laws governing the Lessee and is essential to the efficient operation of the Lessee.

Section 8. The Governing Body of the Lessee anticipates that the Lessee may pay certain capital expenditures in connection with the Equipment following adoption of this resolution but prior to the receipt of the Lease Purchase Proceeds for the Equipment. The Governing Body of the Lessee hereby declares the Lessee's official intent to use the Lease Purchase Proceeds to reimburse itself for such Equipment expenditures. This section of the resolution is adopted by the Governing Body of the Lessee for the purpose of establishing compliance with the requirements of Section 1.150-2 of Treasury Regulations. This section of this resolution does not bind the Lessee to make any expenditure, incur any obligation, or proceed with the acquisition of the Equipment.

Section 9. The Lessee covenants that it will comply with all requirements of the Internal Revenue Code of 1986, as amended, (the "Code") necessary to ensure that the interest portion of rental payments due under the Equipment Leases will be excluded from gross income under Section 103(a) of the Code. [The Lessee reasonably expects it will not issue more than \$10,000,000 of tax-exempt obligations (other than "private activity bonds" that are not "qualified 501(c)(3) bonds") during the calendar year in which each of the Equipment Leases is issued and hereby designates each Equipment Lease as a qualified tax-exempt obligation for purposes of Section 265(b) of the Code.] The Authorized Representative is further authorized to take such actions and execute such documents as may be necessary to ensure the continued status of the interest portion of the rental payments due on the Equipment Leases authorized by this resolution as excludable from gross income for federal income tax purposes pursuant to

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Section 103(a) of the Code.

Section 10. This resolution shall take effect immediately upon its adoption and approval.

Motion carried 6-0-0. Voting yes was: Braun, Curtin, Duda, Jankiewicz, G. Laudati and Zimmerman.

## **PERSONNEL & MANAGEMENT**

### **Shohfi Resignation**

**RESOLUTION #2:** Introduced by Zimmerman, who moved its adoption, seconded by Braun, Be It Resolved, That the Kenilworth Board of Education **accepts, with regret, the resignation of Steven Shohfi, a Physical Education Teacher at the Brearley School, effective June 30, 2015.** Motion carried 6-0-0. Voting yes was: Braun, Curtin, Duda, Jankiewicz, G. Laudati and Zimmerman.

### **Employment of Pitarresi**

**RESOLUTION #3:** Introduced by Zimmerman, who moved its adoption, seconded by Braun, Be It Resolved, That the Kenilworth Board of Education **approves the recommendation of the Superintendent to employ Matthew Pitarresi as a part-time (4 periods) Physical Education Teacher at the Brearley School on Step 1 BA at an annual salary of \$26,608(990 minutes/2080 minutes x \$55,904), pending completion of negotiations, with no benefits, for the 2015-2016 school year effective September 1, 2015.** Motion carried 6-0-0. Voting yes was: Braun, Curtin, Duda, Jankiewicz, G. Laudati and Zimmerman.

### **Employment of Piccoli**

**RESOLUTION #4:** Introduced by Zimmerman, who moved its adoption, seconded by Braun, Be It Resolved, That the Kenilworth Board of Education **approves the recommendation of the Superintendent to employ Desirae Piccoli as a Special Education Teacher at the Brearley School on Step 1 BA at an annual salary of \$55,904, pending completion of negotiations, for the 2015-2016 school year effective September 1, 2015.** Motion carried 6-0-0. Voting yes was: Braun, Curtin, Duda, Jankiewicz, G. Laudati and Zimmerman.

### **Employment of Kiley**

**RESOLUTION #5:** Introduced by Zimmerman, who moved its adoption, seconded by Braun, Be It Resolved, That the Kenilworth Board of Education **approves the recommendation of the Superintendent to employ Michael Kiley as a Physical Education Teacher at the Brearley School on Step 1 BA at an annual salary of \$55,904, pending completion of negotiations, for the 2015-2016 school year effective September 1, 2015.** Motion carried 6-0-0. Voting yes was: Braun, Curtin, Duda, Jankiewicz, G. Laudati and Zimmerman.

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**Staff for Summer Scheduling Work**

**RESOLUTION #6:** Introduced by Zimmerman, who moved its adoption, seconded by Braun, Be It Resolved, That the Kenilworth Board of Education **approves the recommendation of the Superintendent to employ the following staff members to work during the summer of 2015 on student schedules and correct scheduling conflicts at a rate of \$240/day, pending completion of negotiations, as follows:**

Staff Member	Position	June 8th Approval		June 19th Revision	
		Days	Total	Days	Total
Rosanne Sattur	Child Study Team	4	\$ 960.00	4	\$ 960.00
Ewa Lavin	Child Study Team	4	\$ 960.00	4	\$ 960.00
Jill Cagney	Child Study Team	3	\$ 720.00	3	\$ 720.00
Stephanie Scasso	Guidance Counselor	7	\$ 1,680.00	9	\$ 2,160.00
Jamie Lugo	Guidance Counselor	7	\$ 1,680.00	9	\$ 2,160.00
Megan Harrison	Guidance Counselor	6	\$ 1,440.00	2	\$ 480.00

Motion carried 6-0-0. Voting yes was: Braun, Curtin, Duda, Jankiewicz, G. Laudati and Zimmerman.

**RESOLUTION:** Introduced by Braun, who moved its adoption, seconded by Zimmerman, Be It Resolved by the Board of Education of Kenilworth that the Board of Education **meet in private session**, from which the public shall be excluded, **to discuss the topics of KEA negotiations (all units) and contract review of the Superintendent and School Business Administrator** which private discussion is being held pursuant to Section 7b and 8 of the Open Public Meetings Act. The matters under discussion will be disclosed to the public as soon as final decisions are made and voted upon. Motion carried unanimously. (5:53 p.m.)

At 6:15 p.m. Vice President Laudati **reconvened the public session** at which time the Board of Education took the following action:

**KEA Teachers' Contract Ratification**

**RESOLUTION #7:** Introduced by Zimmerman, who moved its adoption, seconded by Braun, Be It Resolved, That the Kenilworth Board of Education **ratifies the Collective Bargaining Agreement between the Kenilworth Education Association (Teachers' Unit) for the period covering July 1, 2013 to June 30, 2014.**

Be It Further Resolved, That the Kenilworth Board of Education **ratifies the Collective Bargaining Agreement between the Kenilworth Education Association (Teachers' Unit) for the period covering July 1, 2014 to June 30, 2017.**

Be It Further Resolved, That the Kenilworth Board of Education authorize the execution of the

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contracts.

Be It Further Resolved, That the Kenilworth Board of Education will **authorize the School Business Administrator to calculate any retro-active pay and present the calculations to the Board of Education at the first Board meeting after the signing of the Collective Bargaining Agreements.** Motion carried 4-0-2. Voting yes was: Braun, Jankiewicz, G. Laudati and Zimmerman. Abstaining was: Curtin and Duda.

**Taylor Employment Contract**

**RESOLUTION #8:** Introduced by Zimmerman, who moved its adoption, seconded by Braun, Whereas, on May 11, 2015 the Kenilworth Board of Education reappointed Dr. Scott Taylor as Superintendent of Schools effective July 1, 2015, and

Whereas, in accordance with N.J.A.C. 6A:23A-3.1, the Executive County Superintendent of Schools has determined that the provisions of the contract are in compliance with regulations, and

Now Therefore Be It Resolved, That the Kenilworth Board of Education **approves the employment contract for Dr. Scott Taylor, Superintendent of Schools for the 2015-2020 school years.** Motion carried 5-0-1. Voting yes was: Braun, Curtin, Jankiewicz, G. Laudati and Zimmerman. Abstaining was: Duda.

**Gonnella Employment Contract**

**RESOLUTION #9:** Introduced by Zimmerman, who moved its adoption, seconded by Braun, Whereas, on May 11, 2015 the Kenilworth Board of Education appointed Vincent A. Gonnella School Business Administrator/Board Secretary effective July 1, 2015 pending completion of negotiations, and

Whereas, in accordance with N.J.A.C. 6A:23A-3.1, the Executive County Superintendent of Schools has determined that the provisions of the contract are in compliance with regulations, and

Now Therefore Be It Resolved, That the Kenilworth Board of Education **approves the employment contract for Vincent A. Gonnella School Business Administrator/Board Secretary for the 2015-2016 school year at an annual salary of \$165,689.** Motion carried 6-0-0. Voting yes was: Braun, Curtin, Duda, Jankiewicz, G. Laudati and Zimmerman.

Motion was made by Jankiewicz, seconded by Braun, that **when the meeting adjourns, it adjourns to the call of the chair.** Motion carried unanimously.

Meeting adjourned 6:17 p.m.

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Respectfully submitted,

Vincent A. Gonnella  
Secretary to the Board