



Management Board

Tom Boone, Chairman/CEO
Jim DiCello, Vice-Chairman
Bill Maas, Secretary-Treasurer
Jill Barragan, Member
Mike Barragan, Member
Ken Hicks, Member
Jim Migliorino, Member
Michelle Myers, Member

VALLEY SCHOOLS MANAGEMENT GROUP
MINUTES OF THE MEETING OF APRIL 19, 2023

1. The meeting was called to order by Tom Boone, Chairman, at 11:36 a.m.

2. Board Members Present:

Tom Boone, Chairman/CEO
Jim DiCello, Vice-Chairman (attended via Zoom)
Bill Maas, Secretary-Treasurer
Jill Barragan, Member
Mike Barragan, Member
Ken Hicks, Member
Jim Migliorino, Member

Board Members Absent:

Michelle Myers, Member

Staff Present:

Lisa Dessenberger, Executive Assistant
Tom Elliott, Executive Director Member Services
Laura Felten, Chief Financial Officer
Raquel Flores, Administrative Assistant
Jodi Jerich, General Counsel
Kendall Taylor, Executive Director Health and Wellness Services

3. Approval of the VSMG Board meeting minutes on February 15, 2023.

MOTION: <u>Mike Barragan</u>	SECOND: <u>Ken Hicks</u>	VOTE: <u>7-0-0-1</u>
Tom Boone – <u>yes</u>	Mike Barragan – <u>yes</u>	Jill Barragan – <u>yes</u>
Jim DiCello – <u>yes</u>	Ken Hicks - <u>yes</u>	Bill Maas – <u>yes</u>
Jim Migliorino – <u>yes</u>	Michelle Myers – <u>absent</u>	

4. Approval of the VSMG Executive Session meeting held on February 15, 2023.

MOTION: <u>Mike Barragan</u>	SECOND: <u>Bill Maas</u>	VOTE: <u>7-0-0-1</u>
Tom Boone – <u>yes</u>	Mike Barragan – <u>yes</u>	Jill Barragan – <u>yes</u>
Jim DiCello – <u>yes</u>	Ken Hicks - <u>yes</u>	Bill Maas – <u>yes</u>
Jim Migliorino – <u>yes</u>	Michelle Myers – <u>absent</u>	

5. Review/approve changes to the Valley Schools Employee Policy Manual – Jodi Jerich.

Jodi Jerich reviewed the proposed changes to the Valley Schools Employee Policy Manual and explained each proposed change to the Board. Tom Boone elaborated on some of the items she discussed. Bill Maas asked for clarification on a specific item, and Jodi Jerich replied. Mike Barragan inquired about a section of the manual, as did Ken Hicks. Discussion took place.

As a result of the Boards discussion, additional revisions were made to the manual during the meeting.

A motion was made to approve the Valley Schools Employee Policy Manual with the discussed changes.

MOTION: <u>Ken Hicks</u>	SECOND: <u>Mike Barragan</u>	VOTE: <u>7-0-0-1</u>
Tom Boone – <u>yes</u>	Mike Barragan – <u>yes</u>	Jill Barragan – <u>yes</u>
Jim DiCello – <u>yes</u>	Ken Hicks - <u>yes</u>	Bill Maas – <u>yes</u>
Jim Migliorino – <u>yes</u>	Michelle Myers – <u>absent</u>	

6. Approval of the Valley Schools Insurance Group (“VSIG”), Valley Schools Workers’ Compensation Group (“VSWCG”), Valley Schools Employee Benefits Group (“VSEBG”), and Valley Schools Management Group (“VSMG”) financial statement for the months of January 2023, February 2023 and March 2023 - Laura Felten.

VSIG – Laura Felten reviewed the Valley Schools Insurance Group financial statements for January, February, and March 2023. She noted that interest earnings are very strong. She reviewed the change in Market Value. Ken Hicks asked about the banking situation, specifically regarding very large and community banks, and a discussion occurred.

Ms. Felten also addressed some follow-up questions Bill Maas asked at the February 15, 2023, VSMG Board meeting.

VSWCG – Laura Felten reviewed the Valley Schools Workers Compensation Group financial statements for January, February, and March 2023.

VSEBG – Laura Felten reviewed the Valley Schools Employee Benefits Group financial statements for January, February, and March 2023. Bill Maas asked what steps were taken to encourage Members to prepay so interest is increased for our Members. Discussion took place.

VSMG – Laura Felten reviewed the Valley Schools Management Group financial statements for January, February, and March 2023.

MOTION: Mike Barragan

SECOND: Ken Hicks

VOTE: 7-0-0-1

Tom Boone – yes

Mike Barragan – yes

Jill Barragan – yes

Jim DiCello – yes

Ken Hicks – yes

Bill Maas – yes

Jim Migliorino – yes

Michelle Myers – absent

7. Discussion relating to preliminary budgets for FY 2023-2024 – Laura Felten.

Tom Boone provided a brief update on what would be presented today and discussed making suggested changes to any of these budgets at the current meeting with the intention of bringing the final budgets back to the Board for approval in May.

VSIG – Laura Felten presented the FY 2023-24 preliminary budget for the Valley Schools Insurance Group to the Board and reviewed it in detail. Several discussions took place.

VSWCG – Laura Felten presented the FY 2023-24 preliminary budget for the Valley Schools Workers Compensation Group to the Board and reviewed it in detail.

VSMG – Laura Felten presented the FY 2023-24 preliminary budget for the Valley Schools Management Group to the Board and reviewed it in detail.

VSEBG – Laura Felten presented the FY 2023-24 preliminary budget for the Valley Schools Employee Benefits Group to the Board and reviewed it in detail.

8. Chairman/CEO summary report and update – Tom Boone.

Tom Boone reviewed the list of future conferences and reminded the Board of the May Board meeting date.

9. Board Member comments.

Bill Maas updated the Board on his experience at the NSBA conference. Ken thanked Valley Schools for their support of the Dysart Foundation. Jill Barragan thanked Valley Schools for supporting the Paradise Valley Foundation golf tournament and acknowledged Laura Felten for her work at Valley Schools. Mike Barragan noted his appreciation of the direction Valley Schools is moving and extended his thanks to leadership and the rest of the team. Other Board Members concurred. Jim DiCello provided an update on the Sage Conference and noted that it was a great experience. Tom Boone thanked Tom Elliott and his staff for their commitment to onboarding our new members.

10. Motion to convene Executive Session pursuant to A.R.S. § 38-431.03(A)(3) and (A)(4) for the purpose of discussion and consultation with legal counsel regarding WESD RFP No. 22.033 and;

A.R.S. § 38-431.03(A)(3) and (A)(4) for the purpose of discussion and consultation with legal counsel regarding prescription rebates.

MOTION: Bill Maas

SECOND: Ken Hicks

VOTE: 7-0-0-1

Tom Boone – yes

Mike Barragan – yes

Jill Barragan – yes

Jim DiCello – yes

Ken Hicks – yes

Bill Maas – yes

Jim Migliorino – yes

Michelle Myers – absent

Regular Session adjourned at 1:35 p.m.

Executive Session convened at 1:43 p.m.

11. Returned to Regular Session at 3:25 p.m.

12. Possible action from Executive Session.

There was no action taken after Executive Session.

13. The meeting adjourned at 3:26 p.m.

Respectfully submitted,



Bill Maas, Secretary-Treasurer

BM/lad