

**Board of Education  
Upper Saddle River, New Jersey  
Reorganization Meeting  
Monday, January 3, 2022 7:00 p.m.**

**Minutes**

This Reorganization Meeting of the Upper Saddle River Board of Education was held in the Cavallini School Media Center of the Upper Saddle River Schools beginning at 7:00 p.m. Mrs. Imbasciani opened the meeting and stated that the meeting was being held in compliance with PL 1975, Chapter 232 and appropriate notice had been provided to the designated newspapers, the Borough Clerk and all interested parties requesting such notification.

Members present: Mrs. Gandara, Mrs. Ginsberg, Mrs. Gray, Mr. Quagliani, Dr. Verducci, Mrs. Wenberg

Members absent: Mrs. Johnston

Also present: Dr. Siegel, Mrs. Imbasciani

Mrs. Gandara made a motion, seconded by Mrs. Gray to convene into the Reorganization Meeting at 7:00 p.m.

Mrs. Imbasciani welcomed the public to the meeting.

**RESULTS OF THE SCHOOL ELECTION:**

Mrs. Imbasciani reported the following results from the November 2, 2021 School Election:

**Board Members** (three (3) three-year seats):

Mrs. Gray	1,182
Mr. Quagliani	830
Mrs. Gandara	701

**Oath of Office:**

Mrs. Imbasciani administered the Oath of Office to Mrs. Gandara, Mrs. Gray and Mr. Quagliani.

**Nominations for President:**

Mrs. Imbasciani asked for nominations for Board President.

Mrs. Gandara nominated Mrs. Johnston, this nomination was seconded by Dr. Verducci. This nomination was approved by all in attendance.

Jennifer Johnston is the President of the Upper Saddle River Board of Education for 2022.

**Nominations for Vice-President:**

Dr. Verducci nominated Mrs. Gandara for Vice President, this nomination was seconded by Mrs. Wenberg. This nomination was approved by all in attendance.

Susan Gandara is the Vice President of the Upper Saddle River Board of Education for 2022.

**PUBLIC COMMENT: None**

**Committee Assignments:**

The committees for 2022 will be as follows:

Education:	Jennifer Johnston (Chair), Erin Ginsberg, David Verducci
Finance:	Stephen Quagliani (Chair), Susan Gandara, Joy Wenberg
Infrastructure:	Erin Ginsberg (Chair), Mary Ann Gray, David Verducci
Negotiations:	Mary Ann Gray (Chair), Jennifer Johnston, Stephen Quagliani
Personnel:	David Verducci (Chair), Mary Ann Gray, Jennifer Johnston
Policy/Governance:	Susan Gandara (Chair), Erin Ginsberg, Joy Wenberg
Technology:	Joy Wenberg (Chair), Susan Gandara, David Verducci
Superintendent Evaluation 2021:	Jennifer Johnston, Susan Gandara
School Boards Liaison:	David Verducci
DEAC Liaison:	Jennifer Johnston
Town Liaison:	Susan Gandara

**REORGANIZATION CONSENT AGENDA:**

**A motion was made by Mr. Quagliani and seconded by Mrs. Gray to approve Reorganization Consent Agenda Items A through Z. This motion was approved by all in attendance.**

A. Approve the following Resolution:

**RESOLUTION - OPEN PUBLIC MEETINGS ACT  
ESTABLISH MEETING DATES, TIME AND DATE**

**BE IT RESOLVED** that the Upper Saddle River Board of Education, pursuant to Chapter 231, PAL. (Open Public Meetings Act) does hereby proclaim the public meetings of the Board of Education will be held in the Media Center, Cavallini Middle School, 392 West Saddle River Road, Upper Saddle River, NJ 07458, at 7:00 p.m. and immediately adjourn into Executive Session and will be reopened at 8:00 p.m. for the Public Session, as set forth below unless indicated otherwise:

**BE IT FURTHER RESOLVED** that the purpose of the Regular Meetings shall be the normal conduct of business of the Board of Education and any other items brought to the Board's attention by the Board Members, Board Attorney, Superintendent and Business Administrator/Board Secretary.

**BE IT FURTHER RESOLVED** that the Board of Education does hereby designate *The Record* as the official newspaper to receive notices of meetings; and

**BE IT FURTHER RESOLVED** that notices of meetings of the Board of Education will be posted in the Upper Saddle River Board of Education Administration Office and posted on the District website.

**BE IT FURTHER RESOLVED** that the Board of Education reserves the right to adjourn or recess a meeting at any time to discuss such matters that may be considered in closed session. However, the Board will first adopt a Resolution stating the general nature of the subject to be discussed, and, as precisely as possible, the time and circumstances under which disclosure to the public will be made; and

**BE IT FURTHER RESOLVED** that, in order to conduct its meetings properly and efficiently, the Board shall require the following procedures pertaining to public participation at Board meetings:

- Any individual desiring to speak shall give his or her name, address, and the group, if any, that is represented.
- The presentation shall be as brief as possible but no more than three (3) minutes per individual.

- The Board vests in its president, or other presiding officer, authority to terminate the remarks of any individual if he/she deems it in the best interest of those present to do so.

**BE IT FURTHER RESOLVED** that the Board of Education will meet on the following dates:

**2022 Meeting Schedule:**

	<b>Regular Session</b>
January	10
February	7
March	14
April	25
May	9
June	13
September	12
October	17
November	14
December	12

**Reorganization Meeting: January 2, 2023\* (Meeting will begin at 7:00 p.m.)**

Unforeseen circumstances may force the rescheduling of these meetings. In such cases, notice will be given as provided in the Open Public Meetings Act.

- B. Authorize *The Record* to be adopted as the official newspaper to be used for the advertisement of meetings and legal ads and all other necessary public notifications for calendar year 2022.
- C. Appoint the firm of Fogarty and Hara as Board Attorneys for calendar year 2021 at a rate of \$175 per hour for partners and \$155 per hour for associates.
- D. Appoint Matthew Giacobbe of the firm, Cleary Giacobbe Alfieri Jacobs, LLC, to act as Labor Relations Attorney for calendar year 2022 at a rate of \$170 per hour for partners and counsel, \$160 per hour for associates.
- E. Appoint the firm of DiCara Rubino Architects as architects of record for calendar year 2022.
- F. Appoint Jennifer Pfohl as Treasurer for calendar year 2022.
- G. Appoint Dr. Sarah Lupu as School Doctor for calendar year 2022.
- H. Appoint Phoenix Advisors, LLC to act as the Continuing Disclosure Agent for calendar year 2022 at a base fee of \$1,100 and \$250 for each event filing made under the SEC's event Disclosure Rule.
- I. Adopt Robert's Rules of Order as the official parliamentary procedure manual to be used to conduct meetings and appoint the board secretary and board attorney to act as the parliamentarians for calendar year 2022.
- J. Approve the following Resolution:

**RESOLUTION TO CONTINUE MEMBERSHIP IN THE NORTHEAST BERGEN  
COUNTY SCHOOL BOARD INSURANCE GROUP**

**WHEREAS**, a number of Boards of Education in Bergen County have joined together to form a Joint Insurance **GROUP** as permitted by NJ Title 18A-18B; and

**WHEREAS**, said **GROUP WAS APPROVED EFFECTIVE** July 1, 1985 by the New Jersey Commissioner of Insurance and has been in operation since that date; and

**WHEREAS**, the Bylaws and Regulations governing the creation and operation of this Insurance GROUP contain elaborate restrictions and safeguards concerning the safe and efficient administration of the public interest entrusted to such a GROUP; and

**WHEREAS**, the Board of Education of Upper Saddle River has determined that membership in the **NORTHEAST BERGEN COUNTY SCHOOL BOARD INSURANCE GROUP** is in the best interest of the District;

**NOW, THEREFORE, BE IT RESOLVED** that the Board of Education of Upper Saddle River does hereby agree to renew membership in the **NORTHEAST BERGEN COUNTY SCHOOL BOARD INSURANCE GROUP** and hereby accept the Bylaws as approved and adopted. The renewal term is from July 1, 2022 to June 30, 2025.

**BE IT FURTHER RESOLVED** that the Board Secretary/Business Administrator is authorized to execute the application for membership and the accompanying certification on behalf of the District; and

**BE IT FURTHER RESOLVED** that the Board Secretary/Business Administrator is authorized and directed to execute the Indemnity and Trust Agreement and such other documents signifying membership in the **GROUP** as are required by the Group's Bylaws and to deliver the same to the Executive Director.

K. Approve the following Resolution:

**WHEREAS**, the Upper Saddle River Board of Education is a member of the Northeast School Board Insurance Group (NESBIG);

**WHEREAS**, the Bylaws of the NESBIG require that each Board appoint a Risk Management Consultant to perform various professional services pursuant to the agreement attached hereto; and

**WHEREAS**, the Bylaws for NESBIG indicate a minimum fee equal to 6% of the Board's assessment which expenditures represent reasonable compensation for the services required and is included in the Board's assessment; and

**WHEREAS**, the Board authorizes NESBIG to pay this amount directly to the Risk Management Consultant; and

**WHEREAS**, the judgmental nature of the Risk Management Consultant's duties renders comparative bidding impractical.

**NOW, THEREFORE, BE IT RESOLVED** by the Upper Saddle River Board of Education that The Voza Agency is hereby appointed Risk Management Consultant in accordance with the Fund's Bylaws for the period of July 1, 2022 to July 2025; and

**BE IT FURTHER RESOLVED** that the Board Secretary/Business Administrator is hereby authorized and directed to execute the Consultant's agreement annexed hereto.

L. Approve the following Resolution:

#### **APPROVAL OF DEPOSITORIES**

**BE IT RESOLVED** that Capital One Bank be designated as approved depository for the Upper Saddle River Board of Education funds and that the Financial Institution be required to be insured by either the SLIC or

the FDIC and/or as required by both Federal and State statutes.

- M. Approve the following bank accounts and related signatories for all warrants as follows:

<b>ACCOUNT NAME</b>	<b>ACCOUNT NUMBER</b>	<b>SIGNATORIES</b>
General	7047886540	Pres., Bd. Sec'y., Treas. (alt. VP)
Net Payroll	7047886559	Treasurer, (alt. Bd. Sec'y)
Payroll Deductions	7047886567	Treasurer, Bd. Sec'y. (alt. Supt.)
Summer Savings	7047886575	Treasurer, Bd. Sec'y. (alt. Supt.)
Unemployment	7047886583	Treasurer (alt. Bd. Sec'y.)
Milk Fund	7047886591	Pres., Bd. Sec'y. (alt. VP)
Facility	7047886605	Pres., Bd. Sec'y. alt. VP)
Trust Accounts	7047886656	Pres., Bd. Sec'y. (alt. VP)
Cavallini Student Activities	7047886664	Princ., Asst. Princ. (alt. Sec'y.)
Reynolds School Account	7047886672	Principal, Secretary (alt. Bd. Sec'y)
Bogert School Account	7047886680	Principal, Secretary (alt. Bd. Sec'y)
Petty Cash-Administration	7047886699	Supt., Bd. Sec'y. (alt. Sec'y.)
Petty Cash-Bogert	7047886702	Principal, Secretary (alt. Bd. Sec'y.)
Petty Cash-Reynolds	7047886710	Principal, Secretary (alt. Bd. Sec'y.)
Petty Cash-Cavallini	7047886729	Principal, Sec'y. (alt. Asst. Princ.)
Bogert School Student Council	7047886745	Principal, Sec'y. (alt. Bd. Sec'y.)
Reynolds School Student Activities	7057347001	Principal, Sec'y. (alt. Bd. Sec'y.)
LEAP Program	7047886753	Bd. Sec'y., Treasurer (alt. Supt.)
ACE Program	7057520482	Bd. Sec'y., Treasurer (alt. Supt.)

- N. Authorize the Board Secretary or, as an alternate, the Treasurer, to make wire transfers to/from all the authorized accounts.

- O. Approve the following Resolution:

**APPOINTMENT OF REPRESENTATIVES  
REQUESTING FEDERAL AND STATE FUNDS**

**BE IT RESOLVED** that the Superintendent of Schools and the Business Administrator/Board Secretary for the Upper Saddle River Board of Education or their designees, be designated as the Board's agents to request state and federal funds under the existing State and Federal Laws for the period from the date of this Organization Meeting to the Board Organization Meeting in the next calendar year.

- P. Approve the following Resolution:

**CLAIMS AUDITOR PRE-PAYMENT AUTHORITY**

**BE IT RESOLVED** that the Business Administrator/Board Secretary be designated as the Board of Education's Claims Auditor with authority, as provided by 18A:19-2 amended, to direct pre-payment of claims for Debt Service, Payroll, Fixed Charges and any other claim or demand which would be in the best interest of the Board to pay promptly.

- Q. Designate Dana Imbasciani, Business Administrator/Board Secretary, as the School Funds Investor.

- R. Appoint Dana Imbasciani as the Qualified Purchasing Agent for the district to exercise the duties of a purchasing agent pursuant to N.J.S.A. 18A:18A-2b, with specific relevance to the authority, responsibility, and accountability of the purchasing activity of the Board or Education.
- S. Appoint Dana Imbasciani as the Public Agency Compliance Officer (P.A.C.O.) for the 2021/22 school year.
- T. Approve the Organization Chart for the Board of Education, as per attached.
- U. Approve the following Resolution:

**WAIVER OF COVERAGE  
HEALTH BENEFITS PROGRAM**

**WHEREAS**, employees are now permitted to waive their medical and prescription coverage – provided they have other health care coverage, and

**WHEREAS**, a Health Benefits Program Coverage Waiver/Reinstatement Form and Active Employee Health Benefits Application must be submitted through the Payroll Office in order to waive medical and prescription coverage, and

**WHEREAS**, to **reinstate** coverage, an employee must once again complete a Health Benefits Program Coverage Waiver/Reinstatement Form and Active Employee Health Benefits Application, and

**WHEREAS**, the employee must notify the District within 30 days of the loss of the other coverage and provide proof of loss of that coverage, and

**WHEREAS**, reinstatement will be effective immediately following the loss of the employee's other health plan coverage,

**NOW, THEREFORE, BE IT RESOLVED** that the Upper Saddle River Board of Education offers the opt out plan to all active eligible employees, and

**BE IT FURTHER RESOLVED**, those active eligible employees who are eligible for other health care coverage will receive an incentive payment as follows:

<b>If employee is enrolled in:</b>	<b>By June he/she would be paid:</b>
Single Coverage	\$1,500.00
Parent/Child Coverage	\$2,200.00
Husband/Wife or Domestic Partner Coverage	\$3,200.00
Family Coverage	\$4,000.00

**BE IT FURTHER RESOLVED**, that If he/she elects to waive his/her health benefits, he/she cannot change his/her election until the open enrollment period in October (for the following January) unless he/she has a change in family status (ex. lose health insurance). If he/she accepts the waiver and then reenrolls in the plan before the end of the plan year, the payment will be prorated.

**BE IT FURTHER RESOLVED**, the incentive payment will be made twice a year on the closest pay date to December 15 and June 15 each year.

**BE IT FURTHER RESOLVED**, the decision of the Upper Saddle River Board of Education to allow its employees to waive coverage, and the amount of incentive to be paid, cannot be subject to the collective bargaining process.

- V. Approve the following Resolution:

**FLEXIBLE SPENDING**

**BE IT RESOLVED** that the form of Cafeteria Plan, effective January 1, 2021, presented to this meeting is hereby approved and adopted and that the proper officers of the District are hereby authorized and directed to execute and deliver to the Administrator of the Plan, one or more counterparts of the Plan.

**BE IT RESOLVED** that the Administrator shall be instructed to take such actions that are deemed necessary and proper in order to implement the Plan, and to set up adequate accounting and administrative procedures to provide benefits under the Plan.

**BE IT FURTHER RESOLVED** that the proper officers of the District shall act as soon as possible to notify the employees of the District of the adoption of the Cafeteria Plan by delivering to each employee a copy of the summary description of the Plan in the form of the Summary Plan Description presented to this meeting, which form is hereby approved. Effective January 1, 2021, the Health Flexible Spending Account maximum annual contribution per participant shall be \$2,750 and the Dependent Care Spending Account maximum annual contribution per participant shall be \$5,000/couple or \$2,500/individual.

- W. Appoint TSA Consulting Group as the Upper Saddle River Board of Education's agent to negotiate, enter into and amend information-sharing agreements with providers of 403(b) contracts of participants in the plan, as TSA Consulting Group determines necessary or appropriate for such contracts to satisfy IRC Section 403(b) and other federal tax law requirements at no cost to the Board.

- X. Acknowledge the following official tax shelter annuity companies for the calendar year 2021:

AXA Equitable  
Charles Schwab & Co., Inc.  
Legend Group  
Lincoln Investment Planning, Inc.  
NEA Retirement Program - Security Benefit Group  
Vanguard

- Y. Approve the following School Clearance Risk Assessment Vendors for the calendar year 2021:

CarePlus NJ, Inc.  
Comprehensive Behavioral Healthcare  
Vantage Health System  
West Bergen Mental Healthcare  
Bergen Regional Medical Center

- Z. Adopt all existing Board Policies and Regulations.

**PUBLIC COMMENT:**

- Mrs. Tolpa offered her congratulations to Mrs. Gandara, Mrs. Gray and Mr. Quagliani.
- Mr. Tramontozzi spoke out against the mask mandate.
- Mr. Wlosek asked if the Governor's office ever responded to our letter regarding masks and spoke out against the mask mandate.
- Mr. Kehoe questioned contact tracing.
- Mr. Cassese spoke out against the mask mandate.
- Mrs. Gandara assured the public that every decision is made with the best interest of the children and the community in mind.

- Mr. Azzariti expressed concern regarding the most recent recommendations published by the NJ Department of Health.
- Dr. Siegel explained that the district has no intention to change its procedures to reflect the most recent DOH recommendations. Our top priority is making sure each classroom has a teacher every day.
- Mr. Donia (Franklin Lakes resident) commended the Board members for their bravery and spoke out against the mask mandate.
- Mr. Boston noted that many people getting Omicron are vaccinated.
- Mr. Cassese asked the Board to consider giving people the option of wearing masks.

**ADJOURNMENT**

A motion to adjourn was made by Mrs. Gray and seconded by Mrs. Ginsberg at 7:30 p.m.

Sincerely,

Dana Imbasciani  
Board Secretary



