

**ANNUAL BOARD OF DIRECTORS MEETING**

**JUNE 13, 2025 – Hybrid – In-person/Zoom**

**DIRECTORS IN ATTENDANCE:**

Ms. Marion Mullauer – Board Chair

Mr. Raymond Brown – 1st Vice-Chair

Ms. Kati Penney – Treasurer

Ms. Renee Winsky – Secretary

Mr. Craig Ballew

Ms. Mary Rose Cook

Dr. Lorraine Costella

Dr. Nancy Grasmick

Mr. Jim Knell

Mr. Mark Potter

Mr. Jack Pumphrey

Dr. Karen Rigamonti

Mr. Christopher Trapani

Mr. Bob Travers

Rabbi Lauren Tuchman

Ms. Robin Zimelman

**DIRECTORS EXCUSED:**

Mr. John Huynh

Ms. Karen Malinowski – 2nd Vice-Chair

Mr. Lou Smith

Dr. Joanne Waeltermann

Mr. Scott Wales

Mr. Bruce Wright

**DIRECTORS ABSENT:**

Senator Guy Guzzone

Delegate Stephanie Smith

**MSB ADMINISTRATION IN ATTENDANCE:**

Mr. Rob Hair, Superintendent

Ms. Kibian Vazquez, CFO

Dr. Joshua Irzyk, Education Director

Ms. Maureen Bisesi, Director Residential and Related Services

Ms. April Tucker, HR Director

Ms. Diane Colburn, Director Statewide Services and Outreach

Mr. Bill McCubbin, Director Campus Operations

Ms. Marlo Jacobson, Advancement Director

Ms. Valerie Johnson, Executive Assistant

**NEXT SCHEDULED BOARD MEETING: September 26, 2025**, **at 2 pm via Zoom**

**CALL TO ORDER/ROLL CALL:** The annual meeting of the Board of Directors convened on Friday, June 13, 2025, at 2 pm. Notice of the meeting was duly executed, according to the Bylaws.

Ms. Marion Mullauer called the Open Session to order at 2 pm and stated a quorum was present.

**APPROVAL OF MARCH 28, 2025, MINUTES:** Ms. Renee Winsky noted that the minutes and attachments were included in the materials. She moved to approve them as presented; Mr. Raymond Brown seconded. The motion passed unanimously.

**VOTE TO CLOSE OPEN SESSION:** Ms. Mullauer stated:

“This concludes the Open Session of our meeting.  We will now enter into Closed Session.  This meeting will be closed under General Provisions Article §3-305(b), as permitted under the applicable laws and policies, for the following reasons**”:**

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| --- | --- |
| **CITATION** | **REASON FOR CLOSED SESSION**  **DISCUSSION OF TOPIC** |
| §3-305(B)(1) | To discuss the appointment, employment, assignment, promotion, discipline, demotion, compensation, removal resignation, or performance evaluation of appointees, employees, or officials over whom this public body has jurisdiction; any other personnel matter that affects one or more specific individuals. |

Ms. Mullauer made the motion to close the Open Session, which was seconded.  A roll call vote was completed, and the motion passed unanimously.

The Open Session concluded at 2:08 pm.

**VOTE TO RECONVENE OPEN SESSION:** At 3:48 pm, Ms. Mullauer made a motion to reconvene the Open Session, which was seconded. A roll call vote was completed, and the motion passed unanimously.

Ms. Mullauer requested that the Committee Chairs keep their reports to about ten minutes.

**CHAIR’S REPORT:** Ms. Mullauer thanked the Board and reflected on MSB’s transformation over her 20 years of service—eight as Chair—highlighting major construction, stronger finances, and improved leadership. She noted she’ll be living part-time in Florida and has joined a local school board there.

**Board Candidate Recruitment:** Ms. Mullauer noted there are currently no board vacancies. Jill Eidelman will be presented for a vote during the HR Committee report, with her term starting July 1. With Ms. Mullauer’s retirement and Dr. Grasmick’s term ending, one vacancy will remain as of July 1.

**Election of Group III Board members**:  Ms. Mullauer noted that the following Group III Board members were up for election:

* **Mr. Mark Potter**
* **Dr. Joanne Waeltermann**
* **Mr. John Huynh**
* **Mr. Scott Wales**
* **Mr. Bruce Wright**

Mr. Potter was the only member present and was asked to step out during the vote.

Ms. Mullauer put forth the motion for the election of the Group III members, which was seconded by Mr. Christopher Trapani.  A vote was taken, and the motion passed unanimously.

**Election of Board Officers:** Ms. Mullauer moved to elect Mr. Craig Ballew as Board Chair and Ms. Kati Penney as Treasurer. Mr. Raymond Brown seconded. A vote was taken, and the motion passed unanimously.

Mr. Ballew was congratulated on his upcoming role as Chair (effective July 1, 2025), and Ms. Penney was thanked for continuing as Treasurer.

**Executive Session Motion:** Ms. Mullauer moved to approve the proposed Senior Leadership compensation increase, as agreed in Closed Session. Mr. Potter seconded. The motion passed unanimously in Open Session.

**SUPERINTENDENT’S REPORT:** Mr. Hair opened by thanking Ms. Mullauer and Dr. Grasmick for their many years of dedication and service to the school and the Board.

He shared student photos from prom, track and field, the athletics banquet, and graduation, underscoring MSB’s focus on inclusion and student success.

He then highlighted key successes:

* Secured a $1M increase in state funding despite budget cuts for other agencies.
* Received full $62.4M for the new athletics facility, with a potential $12M more for FY27–28.

Permitting is underway, and a specialist has been hired to fast-track the process. A fall groundbreaking is planned.

**FY26 Budget Proposal:** Mr. Hair shared the following budget highlights:

* $44.99M in operating revenue (up $2M from FY25).
* $1M increase in state funding.
* $2.1M for salaries (2% COLA + steps).
* $1.4M increase in benefits; proposing a 90/10 health insurance split and raising the 403(b) match to 4%.
* Ten new strategic positions, including focusing on the Deafblind and Intensive Needs programs.
* Key expenses: $627K for outsourced IT monitoring, CIO funded by reclassifying a vacancy, and a $241K rise in utilities.

Ms. Penney added that the Audit Committee reviewed the FY26 budget and will recommend approval.

**IT Modernization Project**: Mr. Hair reported that the majority of key components will be finalized by the end of September, with a budget allocation of $1.66 million and projected expenditures amounting to $1.3 million by the conclusion of the engagement with SC&H.

**Completed/Ongoing:**

* Microsoft 365
* SharePoint
* Student info system
* Financial system
* Wi-Fi network
* Server updates

**Remaining:**

* Phone system
* E-911
* Data dashboard (pending completion of student and financial systems)

**Additional Investments:**

* Outsourced IT services
* Security management
* CIO role

**COMMITTEE REPORTS:** Please refer to the attached Committee minutes for further details.

**ADVANCEMENT:** Mr. Potter shared the following updates:

**Fundraising:**

* Unrestricted giving through May: $770,000.

**See Beyond Festival:**

* Praised as a great day for the school.
* Commended Advancement staff and volunteers for executing the rain plan smoothly.

**Challenges:**

* Working to raise $3M for the Athletics Facility.
* Exploring fundraising options that preserve the endowment.
* Considering community ownership opportunities.

**Rebranding:**

* The Advancement team will present rebranding concepts in September.

**Board Giving:**

* Board members were thanked for their donations; 100% participation was encouraged.

A suggestion was made regarding potential naming rights for awards and events as a fundraising strategy.

**AUDIT:** Ms. Kati Penney presented the following key points:

**Endowment Update:**  The Endowment value as of May 21 was $72M with negative gross return of 4.77%.  It was noted that the return is consistent with current market trends.

**Staffing and Recruitment:**  Discussed ongoing recruiting efforts and emphasized the importance of staffing in budget considerations.

**FY26 Budget Proposal Review:**

* Focused on sources of income: tuition, grants, and other areas.
* Focused on expenditures, with personnel costs being the most significant.
* Examined contract services, including IT services.
* Reviewed staffing needs for the upcoming year, emphasizing the importance of maintaining staffing levels.

The Committee approved the FY26 budget proposal and recommended approval by the full Board.

Mr. Jim Knell put forth a motion, seconded by Ms. Renee Winsky, to ask the Board to approve the FY26 budget.  A vote was taken and the motion passed unanimously.

**Venable, LLP contract renewal:**  Ms. Penney stated that the Legislation Committee met on May 14, 2025, and passed a motion to renew the contract and recommended approval by the Audit Committee.

The total contract cost is $72,000 at a rate of $6,000 per month.  This rate has not increased in ten years.  Mr. John Stierhoff will continue to provide services.  The Committee passed a motion to renew the contract and recommended approval by the full Board.

Ms. Penney put forth a motion, seconded by Ms. Winsky, to ask the Board to approve renewal of the Venable, LLP contract.  A vote was taken and the motion passed unanimously.

**HUMAN RESOURCES/ NOMINATION COMMITTEE:** Ms. Robin Zimelman noted most topics from the Committee meeting had already been covered.

Ms. Zimelman presented the recommendation to elect Ms. Jill Eidelman, retired MSB speech therapist, to the Board.

Ms. Zimelman put forth a motion, seconded by Dr. Karen Rigamonti, to ask the Board to approve the nomination of Ms. Jill Eidelman.  A vote was taken and the motion passed unanimously.  Ms. Eidelman’s term begins on July 1, 2025.

**LEGISLATION COMMITTEE:** In Ms. Karen Malinowski’s absence, Ms. Mullauer stated that topics discussed at the Committee’s meeting have already been covered.

**Programs and Facilities Committee:** Mr. Jack Pumphrey shared the following:

**Graduation:**

* 12 graduates: 2 diplomas, 10 certificates.
* One student will attend Morgan State in the fall.

**SY2025–2026 Calendar:**

* Friday training sessions showed positive outcomes for staff and students.
* The committee recommended continuing Friday training and quarterly data reviews.
* The committee approved the calendar and recommended Board approval.

Mr. Pumphrey put forth a motion, seconded by Dr. Lorraine Costella, to ask the Board to approve the SY2025-2026 school calendar which includes continuing the Friday staff training.  A vote was taken and the motion passed unanimously.  

Mr. Pumphrey emphasized that the Programs and Facilities Committee minutes provide comprehensive detailed insights into the school's programs and student services and encouraged members to read the minutes.

**ADJOURN OPEN SESSION:** Ms. Mullauer put forth a motion, seconded by Mr. Bob Travers, to adjourn the meeting.  A vote was taken, and the meeting was adjourned at 4:30 pm.

A reception honoring Ms. Mullauer and Dr. Grasmick was held following the meeting.

Respectfully submitted by:

Renee Winsky

Board Secretary

**Attachments:**

Election Group III members motion

Election of Officers motion

Executive Session motion

Advancement Committee minutes

Audit Committee minutes/motions

HR/Nomination Committee minutes/motion

Legislation Committee minutes

Programs and Facilities Committee minutes/motion