

Wednesday, September 14, 2022

MINUTES OF THE CONTRACTS COMMITTEE OF THE BRIDGEPORT BOARD OF EDUCATION, held September 14, 2022, held online via Teams, Bridgeport, Connecticut.

The meeting was called to order at 6:31 p.m. Present were members Chair John Weldon, Christine Baptiste-Perez and Joseph Lombard. Board member Albert Benejan was present.

The sole agenda item was discussion and possible referral to the full board to approve agreement for special education audit services with Arizona State University (ASU).

Business manager Tony Pires and Atty. Richard Buturla of Berchem Moses were present.

Ms. Baptiste-Perez said she believed there was a valid contract previously in place and the wording in the addendum to the contract indicates there was a valid contract entered into by Supt. Testani without board approval.

Atty. Buturla said he was asked to work on a draft contract from ASU, including revisions and comments. The contract was finalized and then it was executed. He said there was an assumption that all approvals were in place, but he subsequently learned of the discussion at the board's committee meeting. He said he then created the addendum, which made the board approval a condition precedent to the contract taking effect.

Atty Buturla said ASU was amenable to the changes. He said there is case entitled *Fennell* which holds in municipal contracts if approvals are not in place a seemingly formal contract entered into is a nullity.

In response to a question, Mr. Pires and Atty. Buturla said as a result of the addendum no work has started.

Ms. Baptiste-Perez said she read the entire contract. She said it indicates it is a five-month project that is supposed to start July 1, 2022 and end on before December 30, 2022. She noted there were only two and a half months before the end date.

Mr. Pires said ASU indicated it would be a five-month process and he was sure they would agree to revise the dates if necessary.

Ms. Baptiste-Perez suggested the full time period be covered in writing.

Mr. Weldon said typically language in contracts is the length of time from notice to proceed. Ms. Baptiste-Perez said the language was on page 3, section 2.

Mr. Lombard noted a chart indicates a full six months from July 1 to the end of December.

Ms. Baptiste-Perez said the committee did not receive the initial RFP in its packet, even though it is referred to and adopted in the contract. She said she needed to review that material to compare it to the proposed contract.

Mr. Weldon said the RFP was previously approved four months ago. Ms. Baptiste-Perez said the RFP was not

received in the prior packet either. She said she needed all the pieces of the puzzle to review the contract.

In response to a question about insurance requirements, Atty. Buturla said the vendor is self-insured by the State of Arizona, which is a similar situation to the City of Bridgeport's self-insurance.

Ms. Baptiste-Perez said the section on communications indicates all communications shall be made to the superintendent or his or her designee. She noted the current superintendent would be resigning from his position and asked who would assign the designee.

Mr. Weldon said we are obligated to have somebody in the capacity of superintendent, whether permanent or acting. He noted the reference to a title, not specific individual.

Ms. Baptiste-Perez noted the signature of Supt. Testani is on September 22, 2022. Atty. Buturla that was a typographical error that he saw, and it was later corrected by Ms. Valle.

Ms. Baptiste-Perez suggested another addendum to the contract to make sure we get the full six months. She requested the full packet be provided to the committee.

Atty. Buturla said he could reach out to ASU tomorrow to specific the six-month period and probably get a signature relatively quickly. Mr. Pires said he would modify committee's package to incorporate the RFP.

Mr. Weldon said another contractual matter would likely be addressed next week, so this matter could be combined in that meeting. He said the matter was on the agenda of

tomorrow's Special Meeting and it can be passed over at that time until further committee action.

Mr. Lombard moved "*to table this until the next Contracts Committee meeting for consideration.*" The motion was seconded by Ms. Baptiste-Perez and unanimously approved.

Ms. Baptiste-Perez moved to adjourn the meeting. The motion was seconded by Mr. Lombard and unanimously approved.

The meeting was adjourned at 6:59 p.m.

Respectfully submitted,

John McLeod