

**EAST HAVEN PUBLIC SCHOOLS
JOINT LEGAL/FINANCE
SUBCOMMITTEE MEETING MINUTES
EAST HAVEN HIGH SCHOOL BOARDROOM
35 WHEELBARROW LANE
EAST HAVEN, CONNECTICUT 06513**

**MONDAY, JANUARY 25, 2010
6:30 P.M.**

PRESENT: Mr. DeNuzzo, Mrs. DePalma, Mr. Hennessey,
Mrs. Maisano, Mr. Palladino, Mr. Pompano,
Mr. Scalesse and Mrs. Vineyard

ALSO PRESENT: Mr. ANTHONY SERIO, Superintendent
Mr. Frank Meoli, Assistant Supt.
Mrs. Erica Forti, Asst. Supt of
Curriculum & Instruction
Mrs. Mary Acquarulo, Director of
Pupil Services
Mr. Jason Lathrop, Business Administrator

ARRIVED LATE: Mrs. Kluth

ABSENT: Mr. Joseph Travaglino, Director of
Bldgs. & Grounds

1. OPEN MEETING

Mr. DeNuzzo, Chairperson of the Board, called the Legal Subcommittee meeting to order at 6:35 p.m. in the Boardroom at the High School. Mr. DeNuzzo asked for a roll call for attendance.

Mr. DeNuzzo - present
Mrs. DePalma - present
Mr. Hennessey - present
Mrs. Kluth - absent at this time but arrived during Executive Session.
Mrs. Maisano - present but out of the room at the time of roll call.

Mr. Palladino - present
Mr. Pompano - present
Mr. Scalesse - present
Mrs. Vineyard - present

Mr. DeNuzzo made a motion to adjourn to Executive Session as they were going to meet with the attorneys who were present for the discussion of the Pending Litigation cases.

Motion to adjourn to Executive Session was made by Mrs. Vineyard and seconded by Mr. Pompano.

Mr. Ed Foley stated that their agenda was deficient in the notice of the Executive Session, that the case was not referenced. Mr. DeNuzzo stated that they would be discussing the Carbone issue v. the Board of Education as stated on the Agenda. Mr. Palladino stated that it was a Subcommittee meeting and not a Regular Board Meeting. Mr. Foley stated that he would be filing a complaint. Mr. Palladino stated that it was duly noted.

Mr. DeNuzzo asked Mr. Serio who he would like to attend Executive Session. Mr. Serio stated that he would like himself, Mr. Meoli, and Mr. Lathrop to attend.

Adjourned Regular Session at 7:35 p.m.
Executive Session convened at 7:37 p.m.

In attendance: Serio, Meoli, Lathrop and all Board members.

2. EXECUTIVE SESSION

- **Discuss Pending Litigation: Carbone v. EHBOE, et al**

Discussion of Pending Litigation Cases involving the Board of Education.

- **Discussion and Update on Pending Litigation Cases Involving Board of Education**

Discussion of Transportation Contract Negotiations.

Mrs. Vineyard made a motion to adjourn Executive Session and was seconded by Mr. Pompano.

Adjourned Executive Session at 9:13 p.m.

3. REGULAR SESSION

Mr. DeNuzzo reconvened the regular session at 9:14 p.m.

4. Discussion of Legal Representation

Mr. DeNuzzo asked Mr. Serio to start the discussion of Legal Representation. Mr. Serio stated that he was investigating options to secure additional legal representation. He stated that the Board needs to know that there are certain legal obligations that need certain expertise. He agrees to bring on additional legal expertise but retain the legal representatives that are currently working on pending cases that were reviewed, until the cases expire. He stated he gave Mr. Palladino time to think about additional firms that he would be interested in retaining to save fees in the future and to handle appropriate responsibilities. If we want to exercise that option we need to move forward.

Any comments?

Mr. Palladino stated that he would like to see the Board's legal fees lowered. He understands why we need the law firms we have now and realizes that they are not needed all the time. He would like to hire someone who will charge the Board a more reasonable rate. He stated that the Town of East Haven has its own Attorney for Administration and Hugh Keefe was always the Associate Town Attorney. This way the Town Attorney could handle the day to day issues and Hugh Keefe would take care of the tougher issues. It would be a good idea to look in that direction by keeping a heavy hitter and also having a smaller hitter to save the Board money.

Mr. DeNuzzo stated that the Superintendent, being the Chief Executive Officer of this Board should be to his discretion, based on the legal issue that he and his staff are looking into at that time. To have the discretion to choose whom they would want to use based on each individual matter that comes before them.

Mr. Pompano stated that the discussion in Executive Session, all were in agreement that the Superintendent was the CEO, and that moving forward with many items lies with the Board. It is very important that the Board have a say in who will represent them, as the Board has a say in how they are going to be represented and in the direction that they want to go. He respects the CEO's position, and has realized tonight that it still comes back to the Board. Some of the decisions made by the Board can be costly or cost efficient and they need to consider those facts. Mrs. Maisano was in agreement with Mr. Pompano.

Mr. Hennessey stated that a new approach was needed. Sometimes the attorneys are in the fight for the fight and are fighting over something that is not worth fighting over. The judgment is of no consequence to the Board. If we are truly out to save money there are plenty of law firms in town and we should take it out to bid like the busing contract if it is over \$4,000. Have people come in and talk to the Board to see what they can offer. He asked Mr. Lathrop how much is spent on Lawyers each year.

Mr. Lathrop stated that \$175,000 was budgeted for this year. He agrees that we need legal representation for small matters as well. Mr. DeNuzzo asked what the actual legal expenditures were for this year. Mr. Lathrop stated they were \$94,000 out of \$170,000 budgeted. Mr. Pompano asked Mr. Lathrop where we get the money from if we go over budget and if it is taken out of the general fund. **Mr. Lathrop said he would check to see what was done in the past.**

Mr. Serio stated that over time the quantity of litigation cases has decreased. If the legal fees keep going in that direction, the fees will be reduced overall, which would be the desire of the Superintendent. The dollars that are budgeted for education can then be used to directly educate children. To delegate the legal obligations as we come across them, there would be options to choose from. To cut costs during negotiations for contracts, they are being done from within by the Superintendent, Central Office and the Business Office. An attorney is not needed as of yet but if it gets to a point where the direction is going for arbitration, then at that point an attorney could be contacted. It would be necessary to bring the attorney up to par where the negotiation stood at that time. To enter the arena without the proper representation would not be beneficial. The Superintendent is trying to do more with less, but some of these things take years to come to fruition and many were inherited by this Board as well as the prior Board.

Mr. Lathrop stated the line actual for year 06-07 was \$180,000; for 07-08 was for \$160,000 and 08-09 was for \$157,000. He also stated that negotiations are coming up on Feb 1 and one existing negotiation which is food service. In 08-09 there were no negotiations that year. For the year 10-11 the Superintendent recommends the budget be \$250,000.

Mrs. Kluth stated that we needed to save money, but did not like Mr. Hennessey's idea of putting it out to bid. Even though they are the lowest bid does not mean that they are qualified. Mr. DeNuzzo agreed that not only would we look for quantity we would need quality as well. Mrs. Kluth stated that she would like to see every time an attorney is contacted in writing. The last bill had the same conversation with four different people and we were charged four times and was wondering why. One person should be told the facts and relay the facts to everyone else. There is too much money being spent.

Mr. Palladino stated that we hire an attorney as needed. We are looking for a firm that would support our day to day issues and charge us an appropriate amount rather than the large amount being charged by a law firm that charges top dollar. Obviously it would have to be case by case.

Mr. Hennessey stated that it should be at the Superintendent's discretion. Mr. DeNuzzo stated that there was probably 80 years of experience at the table, including teachers and all these years has relied on their expertise. When something comes up to be litigated the correct attorney can be chosen that can handle a particular situation. They can project and look down the road what will go to litigation and last for several years and when the top quality person is needed. They should have the right to make that decision. Mrs. Maisano agreed they should choose an attorney that they felt was qualified. When a case was brought to their attention and they were not the most qualified group, they would recommend switching to a more qualified group which would specifically have those qualifications. Mr. Palladino stated that the Superintendent should have options as this would save us money. Mr. Scalesse stated that we still need to retain the attorney who knows educational law. Mr. DeNuzzo stated the Superintendent should have the discretion to choose whoever is qualified for each situation. Mrs. Maisano stated she would like them to bring it to the Board so they could concur with the situation.

Mr. Hennessy stated that the Superintendent needs to make split second decisions and they can't wait until a Board meeting. Mr. DeNuzzo asked Mr. Meoli if he ever needed an answer immediately from an attorney.

Mr. Meoli stated that he did and if either of the attorneys are not available he would tell their secretary she had ten minutes to get an answer. They are reached 90% of the time. He has spoken with the lawyers on weekends, late at night. Mr. Hennessey stated that a sheriff could be standing at the door and a decision needed to be made immediately. Mr. DeNuzzo was concerned that another law firm would have to look something up when we could get an answer right away from an experienced attorney.

Mr. Hennessey wasn't sure of what was being voted on. He asked if the Board was going to supply the Superintendent with a list of names of attorneys that were approved by the Board. Mrs. DePalma stated that the Board was responsible for the bills. She is concerned there were a lot of phone calls and would like backup to those phone calls. She stated there are a lot of qualified attorney's out there that can save the Board money. Mr. DeNuzzo stated that if you didn't need an answer right away, you could use the less expensive attorney for the answer you needed, and that is where the discretion would lie. Mr. Pompano stated that the Board should have another law firm that will be there when we need them but not charge a large fee for simple issues. Mr. Hennessey stated that it should be up to the Superintendent to decide which attorney to use based on the situation. Mrs. Vineyard stated that we have to trust the Central Office will have the best interest of everybody involved and to let them make the call. Mrs. DePalma is concerned that the lawyers do not have our best interest.

Mr. Pompano stated that he knew Mr. DeNuzzo didn't have the opportunity to see the video of the last meeting. He sees the opportunity to promote from within and didn't want to repeat himself. Mr. Hennessey asked if they were the only law firm that works here. Mr. Pompano thought that they went through a lot of discussion about that certain specialty; certain things were going to be handled by the Cadillac of law firms if you would and a lot of the other stuff does not have to. Most of the stuff will need to go there. Hugh Keefe wouldn't handle the slip and fall. Mr. Meoli stated that we were already working under that kind of arrangement. Mr. Pompano stated that you weren't going to a General Lawyer for contract law, we want someone respectable. Mrs. Vineyard wanted to know if he meant that he didn't want one law firm getting all the phone calls as that's what was done in the past. She thought we were suggesting is that we have 2 lawyers. Mr. Serio stated that we have 2 currently. One has been dealing with 3 major issues. The town calls Hugh

Keefe's office not the Board of Education. Out of the 43 cases that Huge Keefe had only 5 pertained to the Board of Education. He had to call them to find out which items on the list pertained to the Board of Ed. Once the case goes through the Board of Ed and the Town and the Superintendent and whoever else is named in the case, usually that is something the Town takes over and will represent the Town and the Board of Education as well as the parties involved. Mr. Lathrop stated that since the Board of Education has no reserve funds the case is handled by the Town that is sued, he looks at the legal expense associated with maintaining the Board of Education, and they come along the lines of Special Education students, Contract negotiations and by doing their best to try to represent the liability of the town. We do not have deep pockets in relation to them. The Board of Education is the Town's first line of defense in trying to prevent things, going against the Town's cost. There are no financial liabilities but they try to minimize the financial liabilities from the Town's standpoint, whether it's their specialty. Mrs. Maisano stated that she would like to give a little background on Dolan & Luzzi, and stated that one has a Board of Education background which is not like they are picking someone who has no educational expertise. Mr. Pompano stated that Gary Dolan was there and every question that was asked him was brought back, and the answers were not in reference to pertinent cases, all his references were back to his particular Board back then. The situation that was presented last week, as stated that the EHHS Alumni, each and every one in the department can pat themselves on the back and it can be used as a stepping stone to move forward. His partner has a background in Educational Law and has been spoken highly of. He asked if anyone at the table had a problem with that. Mr. Hennessey stated that he felt they honed in on one person, and it looks odd to him. He stated that it sounded political and restated that he didn't like the way it looked honed in on and that it doesn't look right. Mr. Pompano stated that there were a lot of firms in CT and asked Mr. DeNuzzo in his interactions with law firms and legal endeavors if he ever came across the law firm of Dolan & Luzzi. If anything came up on the state level that they were involved in. Mr. DeNuzzo stated that there are so many firms in the state, how many in town that would qualify couldn't be answered. He has not had to deal with any of the lawyers in a courtroom situation so he could not say one firm is better than the other. Mr. Pompano just wanted to know if he had dealings with that firm and how he would summarize them. Mr. DeNuzzo stated that he never had dealt with them. Mr. Hennessey asked if they could vote on a list for his discretion. Mr. DeNuzzo stated that no list was needed.

Mr. DeNuzzo stated that the Superintendent should be able to use more than one law firm to his discretion based on the situation, between the presentation last week and the discussion this week which is his obligation to the Board and the taxpayers of this town. It would be to his discretion to use the firm or not. Mr. DeNuzzo wanted to know what the vote was for; to vote for just the one firm that is being discussed to what Mr. Hennessey just said, is opening up a can of worms and that it should just be left to the discretion of the Superintendent and leave it at that. Mr. Pompano stated that he would make the motion that he believes who the Board will support. The vote will be on the one firm. One is a West Point grad and will be a tremendous asset to this Board and can be a cost saving measure if we move down the road. Mr. Serio wanted to know if this would be the primary attorney for the Board. Mr. Serio asked if they would like to add a legal firm to his discretion to work for the Board of Ed and represent the Board of Ed. Mrs. Vineyard stated that they needed to vote when all was in agreement. Mr. Hennessey stated that a list was being discussed but he doesn't want to vote on a list. He wants to vote for the attorney that we have now.

Mrs. Maisano stated that it was difficult to control costs. Mr. Serio stated that he didn't think it would be, if there is a case that comes up that has a history, a background that deals with Durant, Nichols, Houston, PC.; it would be repetitive to go out and seek brand new representation. That call would go there, which will end over time. The attorney of record for the Board of Education stays on file, therefore if a case was appealed to the State record Board to another attorney, or Workman's Comp, or collective bargaining representatives, they would send the information directly to Mr. Houston's office. The last Board it was not done that way for the last couple of years. They now have notified all of those agencies that they would need to contact the Board of Education prior to any action moving forward and that it was our discretion as to how it would be delegated to the legal representation. Currently they have 2, Durant, Nichols who is head of litigation and has a track record for information for so many years of representing certain types of cases that if resurfaced would be a good idea to have them make a quick decision. The only new legal information that we have been seeking has not been to a great extent based on the number of cases are done by Shipman & Goodwin. If you give us an additional option, someone that we can use to represent them, he doesn't think anyone is negating that or saying that's not a viable option. From his understanding they will still have the

representation that they currently have and add one, and is that correct. Mrs. DePalma stated that it was all about that first call. Mr. Hennessey stated that the first call had to be at Mr. Serio's discretion, that's his job here. Mrs. Vineyard stated that it wasn't only Mr. Serio's, that it was all of Central Office's. Mr. Hennessey agreed. Mr. Serio stated that he wanted to make the phone call without consultation.

Mrs. Acquarulo stated that she doesn't call about a Special Ed issue; she goes to Mr. Serio or Mr. Meoli first, stating she has a call from an Attorney or someone is asking for records. She checks first before she calls anyone. Special Education is a special area and if the best attorney in the state is requesting records than she will call Shipman & Goodwin. She goes against the best attorney in the state right now for Special Education issues. Mr. Meoli stated the check and balance comes once a month and you can ask why this call was made, and it will be explained. Mr. DeNuzzo stated prior attorneys who represented them were dispatched something, picked up the phone or called them, the clock was ticking. Some of the bills that are received has blown his mind, \$36.00 for a fax. When it comes to Shipman & Goodwin who was called 10 o'clock at night with a conversation, are they billing for this. Mr. Meoli stated that they bill in a more global way and wrap issues in one fee and don't charge for every 5 minute phone call or every 2 minute fax. Mr. DeNuzzo stated that the previous law firm if Janice Ball our secretary talked to their secretary we were billed. He stated that we got away from that law firm which was the best thing to do. In the times right now this is all about saving money. Mr. Serio stated that in an emergency the person who receives the call, they would convene or come to him and say this is what happened and is serious and think some advice is needed. Using the one firm we have now was the desire of the past Board. We seek legal advice for so many years and are very satisfied of Shipman & Goodwin's representation. He understands the request is on the table and that this is probably bigger than it needs to be. Mr. DeNuzzo, Mr. Hennessey and Mr. Pompano agreed with him. Mrs. Kluth stated that she wanted to see what the attorney was called for, the day, the time and the conversation in their packets. Mr. DeNuzzo stated they were in the packets. Mrs. Acquarulo stated that was on the billing, issue by issue. Mr. DeNuzzo stated that everything we owed Durant, Nichols was broken down. Mrs. DePalma stated that the new law firm should be given a chance by giving them the first phone call. Mr. Palladino stated that was already discussed. Mr. Pompano stated that we weren't looking to dismiss anybody and leave it at that. Mr. Meoli suggested they meet with the new law firm and see

what their expertise is and ask them what they want to handle and we can make our decisions accordingly. Mr. Serio stated that it had to be done rather soon as there are things that they needed to throw out there so we can move forward with some stuff. Mr. Pompano stated that we should put the motion on the table tomorrow at the Regular Board meeting. Mr. DeNuzzo stated that he would not be at the meeting and asked if it could be tabled. Mr. Meoli stated that we have dealt exclusively with one or the other.

5. Discussion of Proposed Operating Budget 2010-11

Mrs. Maisano made a motion to table the Discussion of Proposed Operating Budget 2010-11.

Mrs. Vineyard made the motion to table this item and was seconded by Mrs. DePalma.

6. Any other business that might rightfully come before this subcommittee.

There were none at this time.

7. ADJOURNMENT

Mr. DeNuzzo asked for a motion to adjourn. Mrs. Vineyard made a motion to adjourn and it was seconded by Mr. Pompano. The meeting adjourned at 10:00 p.m.

RESPECTFULLY SUBMITTED,

**RONALD DENUZZO, CHAIR
LEGAL SUBCOMMITTEE**

RESPECTFULLY SUBMITTED,

**CHRISTINE MAISANO, CHAIR
FINANCE SUBCOMMITTEE**