

DRAFT

**MINUTES – C.E.S. REPRESENTATIVE COUNCIL MEETING
MAY 6, 2021
VIA ZOOM CONFERENCE CALL
& LIMITED IN PERSON ATTENDANCE**

PRESENT:

- Chris Hocker - EASTON/REG. 9
- Karen Hirsh - GREENWICH
- Kate Kutash - SHELTON
- Melissa Walker - WESTON
- Karen Kleine - WESTPORT (President)
- Debbie Low - WILTON

ABSENT:

- John Weldon - BRIDGEPORT
- Trisha Pytko - FAIRFIELD
- Margaret Stamatis - RIDGEFIELD
- Andy George - STAMFORD (Vice President)
- Vincent Faggella - STRATFORD
- Mike Ward - TRUMBULL (Secretary)

C.E.S.:

- PRESENT:** Chip Dumais, Esther Bobowick, Mark Ribbens, Linda Page, Anna Nemes-Stoughton, Mike McGrath, Peggy Sullivan, Suzanne Clement, Stephanie Wanzer, President, CESEA.
- ABSENT:** Chris LaBelle
- GUEST:** Dr. Lori Elliott, in-coming Director, Professional Development Services

REGULAR MEETING

I. CALL TO ORDER AND VERIFICATION OF QUORUM

President Karen Kleine called the meeting to order at 3:01 p.m. Quorum was confirmed.

II. APPROVAL OF MINUTES

On a motion Karen Kleine and seconded by Debbie Low, the minutes of the April 1, 2021 meeting were unanimously approved.

III. CONSENT AGENDA

On a motion by Karen Kleine and seconded by Kate Kutash, the Consent Agenda was unanimously approved.

IV. OPPORTUNITY FOR PUBLIC COMMENT

Stephanie Wanzer offered her thanks on behalf of the CESEA for the support from the CES Rep Council and administration during this last school year and thanked all of the teaching staff for their dedication to the students of CES as well.

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2 **V. NEW BUSINESS**

- 3 1. **2021-22 Operation Budget:** On a motion by Karen Kleine and seconded
4 by Kate Kutash, the Council unanimously approved the 2021-22 Operating
5 Budget in the amount of \$52,147,090, including tuition rates and other
6 service rates, as submitted upon award of grant notices where applicable.
7 2. **Annual Budget Operation Resolution:** On a motion by Karen Kleine and
8 seconded by Debbie Low, the Council unanimously approved the 2021-22
9 approved budget designated as a spending plan to be executed by CES. In
10 the event of increased or decreased revenues from either state grants o
11 service fees/tuitions, the Executive Director is authorized to increase or
12 decrease programming, including staff, commensurate with revenue and
13 service needs. Such actions shall be reported to the Council at the next
14 regular meeting and shall be ratified for record through inclusion on the
15 Consent Agenda. This budget resolution shall cover the period of July 1,
16 2021 through June 30, 2022.

- 17 3. **Bethel Property – Sale and Mortgage:** On a motion by Karen Kleine and
18 seconded by Chris Hocker, the Council unanimously approved the
19 resolutions as follows:

20 **RESOLVED**, that Cooperative Educational Services, a regional educational
21 service center established pursuant to Section 10-66a of the Connecticut
22 General Statutes C.E.S., together with EdAdvance, a regional educational
23 service center established pursuant to Section 10-66a of the Connecticut
24 General Statutes, is **hereby** authorized to purchase from GCF Holdings
25 LLC, a Connecticut limited liability company (the “Seller”), each as to a one-
26 half undivided interest as tenants in common, the real property and
27 improvements commonly known as 16-18 Trowbridge Drive, Bethel,
28 Connecticut (the “Property”), in accordance with the terms and conditions of
29 that certain Contract of Sale by and among the Seller, C.E.S. and
30 EdAdvance dated March 11, 2021 (the “Contract of Sale”) for a purchase
31 price of up to \$1,900,000.00 (the “Purchase Price”); and it is

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33 **FURTHER RESOLVED**, that C.E.S., together with EdAdvance,
34 is **hereby** authorized to accept the donation from the Seller of certain
35 equipment, furniture and fixtures located at the Property in accordance with
36 the terms and conditions of that certain Donation Agreement by and among
37 the Seller, C.E.S., and EdAdvance dated March 11, 2021 (the “Donation
38 Agreement”); and it is

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40 **FURTHER RESOLVED**, that C.E.S. is **hereby** authorized to enter into a
41 certain Agreement Between Tenants in Common by and between the
42 School and EdAdvance, in accordance with terms and conditions mutually
43 agreeable to C.E.S. and EdAdvance (the “TIC Agreement”); and it is

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45 **FURTHER RESOLVED**, that C.E.S. is **hereby** authorized to grant to
46 EdAdvance a mortgage loan in the amount of up to SEVEN HUNDRED

1 THOUSAND and 00/00 DOLLARS (\$700,000.00), as evidenced by a
2 promissory note secured by a mortgage in favor of C.E.S. with respect to
3 EdAdvance’s one-half undivided interest in the Property (collectively, the
4 “Financing Documents” and, together with the TIC Agreement, the Donation
5 Agreement and the Contract of Sale, collectively, the “Transaction
6 Documents”), in accordance with terms and conditions mutually agreeable
7 to C.E.S. and EdAdvance; and it is
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9 **FURTHER RESOLVED**, that Dr. Charles Dumais, Executive Director
10 of C.E.S. (the “Executive Director”), or any individual acting at the Executive
11 Director’s direction, be, and hereby is, authorized and empowered in the
12 name of and on behalf of C.E.S. to execute and deliver any and all
13 documents necessary to effectuate the Transaction Documents and the
14 transactions completed thereby; and it is
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16 **FURTHER RESOLVED**, that the Executive Director, or any individual acting
17 at the Executive Director’s direction, be, and hereby is, authorized and
18 empowered to negotiate the terms of and to execute and deliver for and on
19 behalf of C.E.S., the Transaction Documents and each of the instruments,
20 documents and agreements as may be necessary to consummate the
21 purchase of the Property as set forth above and the other transactions as
22 set forth above, and/or take such actions as may be necessary or
23 convenient to carry out any of the foregoing resolutions, all with such
24 changes, and in such form, as such the Executive Director, or any individual
25 acting at the Executive Director’s direction, may approve, the execution and
26 delivery of each document to be conclusive evidence of said approval; and
27 it is
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29 **FURTHER RESOLVED**, that the Executive Director, or any individual acting
30 at the Executive Director’s direction, be, and hereby is, authorized to do and
31 perform all such further acts and things as may be necessary or convenient
32 in order to consummate the transactions authorized in the foregoing
33 resolutions and any actions heretofore or hereafter taken by the Executive
34 Director, or any individual acting at the Executive Director’s direction, in
35 carrying out the purposes of these resolutions are hereby confirmed,
36 approved and ratified in all respects.
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38 (See minute mark 9:30 for detailed information & and discussion in link
39 below.)
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41 **VI. REPORTS – SEE MINUTE MARK 32.31 FOR REPORTS IN LINK BELOW**
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- 43 1. **Representative Council President** – Karen Kleine
- 44 2. **Executive Director** – Chip Dumais
- 45 3. **Associate Executive Director** – Chris LaBelle (see written report)
- 46 4. **Director, Professional Development Services** – Esther Bobowick

- 1 5. **Principal, Regional Center for the Arts** – Mark Ribbens
- 2 6. **Principal, Six to Six** – Anna Nelmes-Stoughton
- 3 7. **Director of Finance & Operations** – Peggy Sullivan
- 4 8. **Director, Special Education** – Mike McGrath
- 5 9. **Director, School Readiness** – Linda Page
- 6 10. **Early Childhood Coordinator** – Suzanne Clement

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Link for video of meeting: <https://www.youtube.com/watch?v=5WOeFjpL6-w>

- 10 **VII. ADJOURNMENT TO EXECUTIVE SESSION TO DISCUSS**
- 11 **THE PERFORMANCE OF THE EXECUTIVE DIRECTOR AT 4:08 P.M.**
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- 13 **VIII. RETURN TO REGULAR SESSION:** The Council exited Executive Session at
- 14 4:35 p.m. On a motion by Debbie Low and seconded by Kate Kutash, the
- 15 Council unanimously moved to authorize the Representative Council President
- 16 to engage in negotiations with the Executive Director.
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- 18 **IX. ADJOURNMENT:** On a motion by Chris Hocker and seconded by Kate Kutash,
- 19 the Council unanimously moved to adjourn the meeting at 4:37 p.m.

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Respectfully submitted,
Barbara Pace
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Recording Secretary