



Board of Directors Regular Business

MEETING APPROVED MINUTES

Meeting Date: November 13, 2025
Draft Posted: November 18, 2025
Approved Posted: December 11, 2025

Present: Eric Bauman, East Lyme; Dale Bernardoni, Chester (Grades K-6); Scott Brown, Lyme & Old Lyme Region #18; Katherine Ericson, LEARN; Elizabeth Fernandes, Westbrook (Teams); Mary Harris, Ledyard (Teams); Cindy Luty, Preston; Robert Mitchell, Montville; Chet Stefanowicz, North Stonington; Beverly Washington, Groton; Nancy Johnston, Essex/Grades K-6; and Laurie Wolfley, Waterford

Not Attending and Not Represented: Alisha Blake, New London; Galen Cawley, Madison; Thomas Danehy, Clinton; Jennifer Favolora, Haddam & Killingworth Region #17; A. Terri Garrity, East Haddam; Katie Gauthier, Stonington (Teams); Gregory Perry, Norwich; Sean Reith, Salem; Jane Wisialowski, Old Saybrook; Vacant, Chester, Deep River, Essex/Region #4 (Grades 7-12); Vacant, Deep River (Grades K-6); Vacant, East Hampton; and Vacant, Guilford

Guests: Michael Belden, LEARN Chief Financial Officer; Dr. Linda Darcy, LEARN Director of Teaching and Learning; Joanne Lund, LEARN Assistant Director of Business; Elizabeth McCaffery, LEARN Director of Human Resources (Teams); and Patricia McCarthy, CABE Executive Director and General Counsel

Meeting began at 9:02 a.m.

1. Call to Order: Pledge of Allegiance
2. Audience and Guests: Introductions
3. Public Comment: No Public Comment
4. Reading and/or Review of Correspondence: Executive Director Ericson read aloud for the board the email received from the CREST Collaborative thanking LEARN for hosting the group's tour of the outplacement programs and magnet schools.
5. Superintendents' Perspective: Connecticut Association of Boards of Education (CABE) Executive Director and General Counsel, Patrice McCarthy provided the Board with an update on the current legislative session, highlighting specific bills that impact public education, including House Bill 8003, and discussing the timing and implications of these legislative actions, including mandates affecting district operations, such as requirements for electric buses and other compliance measures. The discussion then expanded to include regional school operations, with interest in learning from districts that have recently undergone redistricting to identify best practices and avoid potential challenges. The discussion also explored the integration of AI in education, emphasizing the need for teacher training and guidance to ensure effective use. Collaborative efforts among RESCs were highlighted as a means to address operational challenges, reduce redundant paperwork, and provide back-office support, enabling superintendents to focus on teaching and learning.

Other topics included recognition and support for districts pursuing regionalization efforts, encouraging creative approaches in special education placements, and addressing the financial pressures of rising healthcare costs and minimum wage increases on staffing and budgets. Challenges with technical school application processes were also discussed, particularly regarding inconsistencies and barriers for students, including those with special needs. The discussion concluded with an emphasis on the value of shared expertise, state-level advocacy, and proactive planning to support districts in navigating these complex and evolving issues.

6. Consent Agenda:

- 6.1 Approval of the DRAFT Minutes, Regular Business Meeting—October 9, 2025
- 6.2 Approval of Budget Summary as of October 31, 2025
- 6.3 Approval of Grant Applications— 1.) Title I Grant – \$380,829 Federal funding Every Student Succeeds Act (ESSA) via CT Department of Education for the period July 1, 2025 – June 30, 2027; 2.) Title II Grant - \$32,605 Federal funding Every Student Succeeds Act (ESSA) via CT Department of Education for the period July 1, 2025 – June 30, 2027; and 3.) Title IV Grant – \$25,728 Federal funding Every Student Succeeds Act (ESSA) via CT Department of Education for the period July 1, 2025 – June 30, 2027

Motion to approve the Consent Agenda as presented.

- Presented by Beverly Washington
- Second Dale Bernardoni
- Motion passed with 11 votes in favor and 0 votes against

7. Information from the Executive Director:

- 7.1 Hiring— LEARN’s Human Resources team continues to monitor and improve the onboarding experience for new hires. Recent efforts to expand recruitment through online platforms have increased the number of applicants for many positions, allowing for more efficient screening and interview processes. While some specialized roles remain challenging to fill, broader outreach has led to progress in recruiting qualified candidates. Overall, these efforts are helping to streamline hiring and support both instructional and support staff needs.

- 7.2 Distributions — None
- 7.3 Executive Committee Meeting Minutes, Regular Business Meeting—October 24, 2025/
Executive Director Ericson reported that LEARN continues to engage in collaborative efforts to support both educational and student well-being initiatives. Through a professional exchange with CREST Collaborative in Massachusetts, LEARN leadership and staff toured each other’s programs, sharing best practices in outplacement services and magnet school operations. In addition, LEARN is participating in a statewide initiative to expand mental health support in rural districts. In collaboration with telehealth provider, Cartwheel, the program would offer rapid-response, evidence-based mental health services for students, including multilingual and gender-inclusive options, and support for families as needed. If funded through a federal grant, the initiative would provide rural districts with free access to the service for several years, along with training and a designated point of contact at each school to ensure timely and effective support. The program aims to create a regional system that enhances access to mental health resources and strengthens the support available to students and families in rural communities.
- 7.4 The LEARN Project, Inc. Meeting Minutes—October 24, 2025
- 7.5 LEARN Building Committee Meeting Minutes—October 24, 2025/ Executive Director Ericson reported continued progress on the Early Childhood School project at 51 Daniels Avenue in Waterford. LEARN has completed the property purchase and is finalizing necessary approvals with the town. The state has approved the building plans, allowing the project to move forward to bidding and preparation for construction, which is expected to begin in January. Demolition and abatement work has proceeded smoothly, with contingency funds remaining available. Additionally, a state-approved “space waiver” will allow certain classrooms to be reimbursed at higher square footage rates, supporting the financial feasibility of the project.
- 7.6 Legislative Updates—LEARN continues to engage in conversations with the RESC Alliance and state officials regarding magnet school challenges.
- 7.7 LEARN Agency Updates—LEARN has expanded its Creating Connections infant/toddler program with the opening of a second classroom, serving up to 18 children, supported by over \$50,000 in funding from the Office of Early Childhood.

The LEARN team also visited CREST Collaborative in Andover, Massachusetts, which provides specialized programs for students with emotional disabilities, autism, and developmental delays. The visit highlighted innovative programming, including vocational and transition supports, extended summer learning, and recreational opportunities, offering valuable insights for enhancing LEARN's own programs.

Professional development efforts continue, with LEARN staff attending conferences such as CONNTESOL, where they presented on supports for multilingual learners and shared the use of a new AI tool, L.I.L.A.

Regarding federal funding, LEARN received confirmation of the Magnet Schools Assistance Program (MSAP) grant, allowing for the continuation of key initiatives such as professional development, instructional coaching, and student enrichment programs. While current funding stabilizes this year's operations, ongoing advocacy is necessary to address anticipated financial challenges in the coming year.

Leadership exchanges continue to provide valuable collaboration opportunities, including hosting a cohort of principals from China to share insights on American school leadership.

LEARN is also participating in a regional early childhood initiative, with a recent grant announcement from Governor Lamont recognizing the agency as a partner in supporting early learning programs in southeastern Connecticut.

Finally, the 2026 disABILITY Summit is scheduled for Saturday, March 14, at the Great Wolf Lodge Conference Center in Mashantucket, CT.

8. Old Business: None

9. New Business:

9.1 Review of Executive Directors Goal Setting

The Executive Director Ericson reviewed her goals for the year, focusing on three areas: educational leadership, operational management, and community and board relationships. In educational leadership, she highlighted continued support for student learning through initiatives such as the HILL for Literacy partnership, coaching teachers, and advancing year two of the reading program. Emphasis was placed on the dual immersion program at the middle school, the only program of its kind in southeastern Connecticut, aiming for students to be biliterate and bilingual by fifth grade. Plans are also underway to implement a district-wide approach to mathematics instruction and expand professional development opportunities, including the McREL Balanced Leadership program for teachers and principals. The early childhood team has grown to meet increasing regional support needs, and initiatives for multilingual learners continue statewide.

In operational management, Executive Director Ericson noted progress on school facilities projects, including the Ocean Avenue and Early Learning Magnet School buildings, as well as capital improvements and safety upgrades. All-hazards planning and enhanced security measures, including cybersecurity protections, are ongoing priorities to ensure student safety. She also highlighted the success of the OPM grant, which is expanding regional services and creating cost savings, and discussed potential new regional initiatives such as nurse supervision.

Regarding community and board relationships, the Executive Director described ongoing legislative advocacy, outreach to families, and engagement with regional partners, including the Eastern Connecticut Chamber of Commerce and the Eastern Connecticut Health and Medical Collaborative. She continues to participate in national leadership forums and conferences to share and learn best practices. Overall, her work emphasizes maintaining high-quality programming, ensuring operational excellence, and increasing the visibility and impact of LEARN across the region.

9.2 Acceptance of Air Quality Reports for LEARN Schools and Programs

Motion to Accept and Approve the completed Air Quality Reports for the following LEARN Schools and Programs: The Friendship School, Regional Multicultural Magnet School, Marine Science Magnet High School, and Ocean Avenue LEARNing Academy as presented.

- Presented by Cindy Luty
- Second Beverly Washington
- Motion passed with 11 votes in favor and 0 votes against

9.3 Authorization for LEARN to Guaranty Obligations of The LEARN Project, Inc. Related to CHEFA Financing

Motion:

WHEREAS, the Board (the “Board”) of LEARN, a body corporate and politic of the State of Connecticut established pursuant to Section 10-66a of the Connecticut General Statutes, as amended (“LEARN”) desires to adopt resolutions authorizing LEARN to guaranty certain obligations of The LEARN Project, Inc. (“LEARN Project”) related to the LEARN Project’s borrowing of an amount not to exceed \$90,949,823 (the “Loan”) from the State of Connecticut Health and Educational Facilities Authority (“CHEFA”) from proceeds of revenue bonds of CHEFA (the “Bonds”) to be issued for the benefit of LEARN and LEARN Project to fund the acquisition and construction of a new early education school and costs of issuance (collectively, the “Project”);

WHEREAS, in order to provide for the financing of the Project and the Loan, M&T Bank (the “Bank”) or 233 Genesee Street Corporation, a wholly owned subsidiary of the Bank (the “Purchaser”), intends to purchase the Bonds issued by CHEFA on substantially the terms set forth in a term sheet from the Purchaser, attached hereto as Schedule A (the “Purchaser’s Term Sheet”), the proceeds of which Bonds shall fund the Loan;

WHEREAS, the proceeds of the Bonds will be loaned by CHEFA to LEARN Project to be applied to finance the costs of the Project;

WHEREAS, LEARN will, pursuant to that certain Guaranty and Security Agreement by LEARN (the “Guaranty”), guaranty the obligations of LEARN Project with respect to the Loan and the Bonds, and such guaranty will be secured by a security interest in the gross receipts of LEARN, a mortgage on certain facilities of LEARN and assignments of leases and rents; and

WHEREAS, LEARN desires that costs of the Project incurred prior to the date of issuance of the Bonds be eligible for reimbursement from the proceeds of the Bonds.

NOW, THEREFORE, BE IT

RESOLVED, that LEARN is authorized to guaranty the obligations of LEARN Project with respect to the Loan and the Bonds, including, but not limited to, swap and hedge agreements with the Bank, in each case pursuant to the Guaranty;

FURTHER RESOLVED, that as security for its obligations evidenced by the Guaranty, LEARN may pledge LEARN's gross receipts, grant mortgages over certain of its real property, enter into assignments of leases and rents, and grant a security interest in any other collateral identified in the Purchaser Term Sheet;

FURTHER RESOLVED, that the Executive Director of LEARN, Katherine Ericson be, and she hereby is, authorized and empowered, to execute and deliver in the name and on behalf of LEARN, any application, commitment letter, term sheet, guaranty, security agreement, letter of representations and indemnification, contract assignments, interest rate swap agreement, tax certificate and regulatory agreement, hazardous substance certificate and indemnification, mortgage, certificate or disclosure document relating to the Loan and the Guaranty and any other contract, agreement, certificate, document, instrument, certificate or affidavit, including any and all amendments thereto, necessary or required to effectuate the Guaranty and to carry out the intent of and the transactions contemplated by these resolutions; and that said authorized officer be, and hereby is, authorized and empowered, to take all other actions necessary or required to effectuate the Guaranty and to carry out the intent of and the transactions contemplated by these resolutions. The necessity of each such document or action shall be conclusively evidenced by the execution and delivery or taking thereof by the said authorized signatory; and

FURTHER RESOLVED, that LEARN intends to reimburse itself from the proceeds of the Bonds for expenditures related to the Project, which are either (i) preliminary expenditures incurred prior to the commencement of construction or renovation of the Project; (ii) Project expenditures paid not more than 60 days prior to the date hereof or that will be paid hereafter; or (iii) in the case of expenditures, for any portion of the Project with respect to which LEARN or LEARN Project has heretofore officially declared its intention to reimburse LEARN or LEARN Project from the proceeds of an obligation, LEARN Project and LEARN intend to reimburse LEARN from the proceeds of such borrowing for such expenditures paid not more than 60 days prior to the date of such declaration or that have been or will be paid thereafter; and be it

FURTHER RESOLVED, that all actions heretofore taken and all documentation heretofore delivered by the Executive Director of LEARN, or any other authorized officer of LEARN, in furtherance of the foregoing is hereby ratified, adopted, approved and confirmed and declared to be binding and enforceable obligations of LEARN in accordance with the respective terms and provisions thereof.

- Presented by Scott Brown
- Second Dale Bernardoni
- Motion passed with 11 votes in favor and 0 votes against

10. Educational Perspective: Dr. Linda Darcy, LEARN Director of Teaching and Learning, to present on designing products for Regional Solutions.

Dr. Linda Darcy presented to the Board on L.I.L.A. and how the new AI-powered tool is designed to support multilingual learners in our schools. L.I.L.A. helps teachers create individualized learning plans and track student progress, including language development and state test performance. Unlike many educational products, L.I.L.A. combines advanced technology with real-time human support, ensuring teachers can use it effectively and meet each student's needs and noted the program's potential to improve outcomes for students who do not speak English as their first language, including those from diverse linguistic and cultural backgrounds. Dr. Darcy highlighted the tool's ability to save teachers time while delivering personalized, culturally relevant instruction.

11. Roundtable Discussion: Budget Priorities, Cell Phone Update. — There was no roundtable discussion.

12. Future Roundtable Topics:

13. Adjournment:

Motion to adjourn at 11:23 a.m.

- Presented by Robert Mitchell
- Second Dale Bernardoni
- Motion passed unanimously with 8 votes in favor and 0 votes against

Respectfully submitted by:
Jamella A. A. Etienne

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Meeting ID: 217 635 077 496 2
Passcode: ca3pb7rp