



State Education Resource Center (SERC)

## MINUTES

### SERC Board of Directors Regular Meeting

Monday, February 23, 2015 -- 1:00 p.m.

Meriden Board of Education

22 Liberty Street, 3<sup>rd</sup> Floor, Meriden, CT

**Present:** Chairman Mark Benigni, George Coleman (Mr. Coleman joined the meeting at 1:29 p.m.), Liz Brown, Steven McKeever, Richard Porth, Jr., Agnes Quinones, Charlene Russell-Tucker (Ms. Russell-Tucker joined the meeting at 1:33 p.m. and exited the meeting at 3:15 pm), Thomas Swan, Jr., Jennifer Tooker (Ms. Tooker joined the meeting at 1:27 p.m.).

**Absent:** Jeffrey Leake, Diane Ullman and Eileen Ziegler.

**Others Present:** Ingrid M. Canady, SERC Interim Executive Director; Alfred P. Bruno, SERC General Counsel; Jennifer LeBrun, SERC Executive Assistant, Minute-Taker; Kimberly Mearman, Ph.D., SERC Assistant Director, Donna Merritt, Ph.D., SERC Consultant and Stephen Proffitt, SERC Consultant.

#### ITEM #1: Call Meeting to Order

The meeting was called to order by Chairman Benigni at 1:10 p.m.

Mr. Steven McKeever and Mr. Thomas Swan, Jr. were sworn in by Alfred P. Bruno, SERC General Counsel.

#### ITEM #2: Approval of Minutes of the December 2, 2014 regular SERC Board of Directors Meeting

Motion to approve minutes from December 2, 2015 regular meeting.

Motion: Ms. Brown

Second: Ms. Quinones

Vote on Motion:

In favor: 6 (Benigni, Brown, McKeever, Porth, Swan, and Quinones)

Opposed: 0

Abstained: 0

Motion carried unanimously.

#### ITEM #3: Presentation by Dr. Kimberly Mearman, SERC Assistant Director, Donna Merritt, Ph.D., SERC Consultant and Stephen Proffitt, SERC Consultant

**Presentation:** *"Special Education Resource Center under the State Education Resource Center"*

An informational presentation was given by Dr. Mearman, Dr. Merritt and Mr. Proffitt who provided information on the SERC IDEA Team and the different initiatives that are supported by the team, the specific work that is done and budget/funding sources.

Dr. Merritt discussed the Integrated Student Support Services (ISSS) Initiative as well as the Specific Learning Disabilities (SLD)/Dyslexia Initiative Program. Mr. Proffitt presented on Connecticut's Comprehensive System of Personnel Development (CSPD) Council and SERC's role with CSPD.

There was a general discussion around the budget and funding sources. Mr. Swan and Ms. Quinones asked Ms. Canady to provide the members with a detailed organizational chart that shows funding sources for each initiative. Chairman Benigni asked that this information be shared with all members at the next meeting.

**Item #4: Report from Ingrid M. Canady, SERC Interim Executive Director**

A. Fiscal Transition Update

Ms. Canady shared that the initial phase of the fiscal transition from Rensselaer at Hartford to SERC was a success. SERC is currently working with Bank of America to establish the necessary bank accounts for the upcoming fiscal transitions. SERC will continue to work with Whittlesey & Hadley, P.C., on the next phase of the transition.

B. Budget Update

Ms. Canady shared an updated SERC Income Statement with the members.

C. Lease Negotiations

Ms. Canady shared that SERC is currently in the process of signing a two year lease to remain at the SERC Administrative Offices located at 100 Roscommon Dr., suite 110. SERC will be reducing the space it currently occupies which will result in significant cost savings.

**Item #5: Executive Session**

Motion to enter into Executive Session

Motion: Ms. Tooker

Second: Ms. Brown

Vote on Motion:

In favor: 9 (Benigni, Brown, Coleman, McKeever, Porth, Quinones, Russell-Tucker, Swan, and Tooker)

Opposed: 0

Abstained: 0

The Board voted unanimously to enter into Executive Session at 2:23 p.m.

Present in executive session were Board Members Mark Benigni, Chair, George Coleman, Steven McKeever, Richard Porth, Jr., Thomas Swan, Jr., Jennifer Tooker, Charlene Russell-Tucker. Also invited to go into part of executive session was Ingrid M. Canady, Interim Executive Director and Alfred P. Bruno, SERC General Counsel.

Motion to exit Executive Session with no motions or actions taken.

Motion: Ms. Tooker  
Second: Mr. McKeever

Vote on Motion:

In favor: 9 (Benigni, Brown, Coleman, McKeever, Porth, Quinones, Russell-Tucker, Swan, and Tooker)  
Opposed: 0  
Abstained: 0

The Board voted unanimously to exit Executive Session at 3:15 p.m.

Ms. Russell-Tucker left the meeting at 3:15 p.m.

**ITEM #6: Items Requiring Action**

A. Discussion and Possible Adoption of Bylaws -- Alfred P. Bruno, Legal Counsel

Mr. Bruno shared that the Operations Committee met on December 15, 2014. The most recent Bylaws draft which included suggested edits by the Operations Committee was reviewed by Board Members.

Motion to adopt the Bylaws as written.

Motion: Mr. Porth  
Second: Mr. Coleman

Vote on Motion:

In Favor: 8 (Benigni, Brown, Coleman, McKeever, Porth, Quinones, Swan, and Tooker)  
Opposed: 0  
Abstained: 0

Motion carried unanimously.

B. Additional Signature Authority at SERC -- Ingrid M. Canady, Interim Executive Director  
Ms. Canady discussed the Resolution.

Chairman Benigni read the Resolution as follows:

**Additional Signatory Authority for SERC**

WHEREAS, Ingrid M. Canady is SERC's Interim Executive Director and has responsibility for the administration of agency affairs and technical activities, including the authority to sign all contracts, agreements, official documents, and negotiable instruments relating to the business of SERC, until an Executive Director is selected and installed by the Board;

WHEREAS, it is prudent business practice to name an additional signatory on behalf of SERC with authority to sign all contracts, agreements, official documents, and negotiable instruments relating to the business of SERC; and

WHEREAS, the SERC Board of Directors appoints Carol Sullivan, Assistant Director for Library & Community Programs, as an additional authorized signatory for SERC.

NOW, THEREFORE, BE IT RESOLVED: That Carol Sullivan, Assistant Director for Library & Community Programs, is empowered to execute and deliver all contracts, agreements, official documents, and negotiable instruments on behalf of SERC.

Motion to accept the Resolution as read.

Motion: Ms. Brown

Second: Mr. Porth

Vote on Motion:

In Favor: 8 (Benigni, Brown, Coleman, McKeever, Porth, Quinones, Swan, and Tooker)

Opposed: 0

Abstained: 0

Motion carried unanimously.

- C. Naming of the Interim Associate Director -- Ingrid M. Canady, Interim Executive Director  
Ms. Canady discussed the Resolution.

Chairman Benigni read the Resolution as follows:

**Interim Associate Director for Program Development**

WHEREAS, Ingrid M. Canady is SERC's Interim Executive Director and has responsibility for the administration of SERC until an Executive Director is selected and installed by the Board;

WHEREAS, there is a business need to temporarily fill Ms. Canady's position of Associate Director for Program Development; and

WHEREAS, the SERC Board of Directors appoints Kim Mearman to the temporary position as Interim Associate Director for Program Development and the Board will discuss and determine a date certain when this transitory appointment will expire.

NOW, THEREFORE, BE IT RESOLVED: That Kim Mearman is installed as Interim Associate Director for Program Development.

Motion to accept the Resolution as read.

Motion: Mr. McKeever

Second: Ms. Tooker

Vote on Motion:

In Favor: 8 (Benigni, Brown, Coleman, McKeever, Porth, Quinones, Swan, and Tooker)

Opposed: 0

Abstained: 0

Motion carried unanimously.

D. New Position: Fiscal & Financial Administrative Officer -- Ingrid M. Canady, Interim Executive Director

Resolution referred to the Operations Committee for further discussion.

**ITEM #7: Committee Reports**

- A. Finance – Ms. Tooker reported that the Finance Committee met on December 15, 2014 at the SERC Administrative Offices, Middletown, CT. After reviewing the financial data, Ms. Tooker reported that the Committee feels that the way administrative overhead has been allocated needs to be aligned with current fiscal administrative practices in order to create a more cohesive contract development process.
- B. Operations – Ms. Brown and Mr. Bruno reported that the Operations Committee met on December 15, 2014 at the SERC Administrative Offices, Middletown, CT. The committee worked on the Bylaws and worked well together.
- C. Programs – No report.

**ITEM #8: Items for Discussion**

A. M.O.R.E. Commission Recommendations

Dr. Benigni shared his proposed testimony that he would like to submit to the M.O.R.E Commission. Dr. Benigni asked all of the Board Members to review his response and provide any feedback directly to Ms. Canady. Board Members suggested that information regarding the history of SERC be attached to Dr. Benigni's testimony. It was also suggested that SERC provide information to the M.O.R. E. Commission about how SERC's work differs from the work of the RESCs. Dr. Benigni suggested that the testimony be signed by the SERC Board of Directors rather than just by him. All present Board members concurred.

B. SERC Salary Schedules

Ms. Canady submitted a proposed salary schedule to the Board of Directors. The schedule was sent to the Operations Committee for review.

C. Quasi-Public Definition

Mr. Bruno shared the Quasi-Public definition he prepared. Mr. Swan suggested that Mr. Bruno also specifically incorporate the role of the SERC Board of Directors in the Quasi-Public definition. Mr. Bruno will revise the document and provide an updated definition to the Board of Directors at the next meeting.

D. Upcoming Board Meetings

Ms. Canady discussed the proposed regular SERC Board of Directors annual meeting schedule.

Currently, there is one Board member who is unable to attend afternoon Board meetings.

Dr. Benigni asked Ms. Canady to reach out to the member to discuss different options that may make the member's attendance possible. Ms. Canady will follow-up with the member and provide Dr. Benigni with update of the situation.

**ITEM #9: Adjournment**

By unanimous consent, the meeting was adjourned at 3:55 p.m.

Submitted by:

Jennifer LeBrun, Board Recording Secretary