



EDCO COLLABORATIVE  
 BOARD OF DIRECTORS' MEETING MINUTES  
 REMOTE MEETING  
 Wednesday, February 10, 2021 @ 9:30 a.m.  
 36 Middlesex Turnpike, Bedford, MA 01730

**Present BOARD MEMBERS**

X	Peter Light	Superintendent	Acton-Boxborough Reg. School District
X	Kathleen Bodie	Superintendent	Arlington Public Schools
X	Philip Conrad	Superintendent	Bedford Public Schools
X	Amy Checkoway	School Committee	Belmont Public Schools
X	Helen Charlupski	School Committee	Brookline Public Schools
X	James O'Shea	Superintendent	Carlisle Public Schools
X	Laurie Hunter	Superintendent	Concord Public Schools, CC Regional
	Julie Hackett	Superintendent	Lexington Public Schools
X	Rebecca McFall	Superintendent	Lincoln Public Schools
X	Bella Wong	Superintendent	Lincoln-Sudbury Reg. School District
X	Tamika Olszewski	School Committee	Newton Public Schools
X	Brad Crozier	Superintendent	Sudbury Public Schools
X	Brian Reagan	Superintendent	Waltham Public Schools
X	Deanne Galdston	Superintendent	Watertown Public Schools
X	Marguerite Connelly	Superintendent	Weston Public Schools

**Present ADVISORY MEMBERS**

	Tessa McKinley	School Committee	Acton-Boxborough Reg. School District
X	Kathleen Bodie	Superintendent	Arlington Public Schools
X	Ann Guay	School Committee	Bedford Public Schools
X	John Phelan	Superintendent	Belmont Public Schools
	James Marini	Superintendent	Brookline Public Schools
X	Sara Wilson	Superintendent	Carlisle Public Schools
X	Sara Wilson	School Committee	Concord Public Schools, CC Regional
	Kathleen Lenihan	School Committee	Lexington Public Schools
	Trintje Gnazzo	School Committee	Lincoln Public Schools
X	Ellen Joachim	School Committee	Lincoln-Sudbury Reg. School District
	David Fleishman	Superintendent	Newton Public Schools
	Lisa Kouchakdjian	School Committee	Sudbury Public Schools
X	Margaret Donnelly	School Committee	Waltham Public Schools
	John Portz	School Committee	Watertown Public Schools
X	Marguerite Connelly	Superintendent	Weston Public Schools

**Also Present**

**EDCO Staff:** Cyndy Taymore, Shirley Brady, Sonia Braga, Cindy Carter, Christine Damon, Courtney Dunne, David King, Ann Knapp, Mike LeMay, Lina Mateus, Jaclyn McGlynn, Dana Mullaley, Mary O'Regan, Megan Ronzio, Karen Thomsen, Ajay Trivedi

**TMS Staff:** Marc Richard, Allen Himmelberger

**Attorneys:** Gini Tate, Felicia Vasudevan

**DESE Staff:** Ruth Hersch, Paulajo Gaines

## 1.0 CALL TO ORDER:

### 1.1 Public Participation:

The meeting was called to order at 9:08 a.m. Ms. Bodie read a statement regarding public meetings being held remotely during the pandemic as per Governor Baker's order of March 12, 2020. There was no public participation.

## 2.0 NEW BUSINESS:

### 2.1 Financial Update:

Mr. Richard reviewed the reports provided to the board reviewing the financial shortfall and highlighting the budget deficit. He went on to explain that grant payments follow their expenditures impacting cash flow. EDCO is behind on its MTRS and insurance payments. Ms. Taymore shared that on 2.8.21 EDCO received a letter from DESE requesting corrective action regarding back payments to retirement accounts. Moving forward EDCO will need to stay current with retirement payments which in turn will reduce the amount of cash available. This issue elevates the request for use of Seefurth Funds. Mr. Richard acknowledged that the deficit has increased due to a combination of decreased revenues and increased costs.

### 2.2 Budget Shortfall:

#### 2.2.1 Seefurth Funds:

The Business Office proposes addressing the budget shortfall through a combination of use of Seefurth Funds and additional member assessments. Member assessments would take time to collect due to the warrant process. Seefurth Funds would be available within a few days in order to make the retirement account whole. Later in the year member assessments could be used to make payments on other outstanding debts.

A **motion** for the Executive Director to use \$274,158.00 from the Seefurth Funds to make payments on retirement and insurance accounts was made by Mr. Light and seconded by Mr. O'Shea.

Discussion regarding the motion noted that failure to make retirement payments could be considered fraud leading to the prioritization of these payments. The longer EDCO waits to make these payments, the more difficult it will be to make the accounts whole.

Roll Call Vote: Peter Light, Kathleen Bodie, Philip Conrad, Amy Checkoway, Helen Charlupski, James O'Shea, Laurie Hunter, Rebecca McFall, Bella Wong, Tamika Olszewski, Brad Crozier, Brian Reagan, Deanne Galdston, Marguerite Connelly

The **motion passed**.

#### 2.2.2 Membership Assessments:

Mr. Richard discussed the budget deficit highlighting the critical issues. Ms. Taymore explained that we do not have final figures on what the FY21 deficit will be but that members can expect an additional assessment this year. Should the board decide to continue operations in future years, the budget would need to be balanced. Ms. Vasudevan indicated that a motion would be needed to propose to amend the budget to cover outstanding costs and create another membership assessment. A motion to make a budget amendment proposal could be made today, districts would then be notified of the proposal, and vote on the budget amendment would not be needed by the board as long as notification was made to districts.

A **motion** to notify districts of a budget amendment proposal for the FY21 budget increasing membership assessments to offset expenses for FY21 was made by Ms. Hunter and seconded by Mr. Crozier.

Discussion included how to notify districts of the proposed budget amendment and additional assessment. There was a request for a plan from districts who are already in a budget deficit.

A **motion** to table the vote on notifying districts of a budget amendment proposal until after item 2.3 on the agenda was made by Ms. Olszewski and seconded by Ms. Charlupski.

Roll Call Vote: Peter Light, Kathleen Bodie, Philip Conrad, Amy Checkoway, Helen Charlupski, James O'Shea, Laurie Hunter, Rebecca McFall, Bella Wong, Tamika Olszewski, Brad Crozier, Brian Reagan, Deanne Galdston, Marguerite Connelly

The **motion passed**.

### 2.3 Dissolution of the Collaborative:

Acton Boxborough voted to initiate termination proceedings of the collaborative at their last school committee meeting and provided the board with notification of this vote. EDCO would be the first collaborative to dissolve with debt as any other collaboratives who have closed were able to cover their liabilities with reserve funds. There have been initial conversations with DESE about the current financial picture but many items can not be addressed until the board and districts vote on initiating termination of the collaborative. Termination would be a long process with a closing date of June 30, 2022.

Several questions were discussed: Does the board want to vote to terminate, do school committees need a simple majority vote or a 2/3 vote, and will the board give authority to the executive director to close individual programs and services. Ms. Vasudevan stated that since a member district has voted to initiate termination proceedings, if the board votes to approve of dissolution the next step would be for school committees of the member districts to vote. Once all the votes have taken place the real work of the dissolution process would begin. DESE has a check list of items for collaborative closing which includes required notifications as well as addressing assets and liability issues. Also, DESE will need to approve the collaborative closing plan.

Mr. Light stated that Acton Boxborough voted to reconfirm its commitment to EDCO last spring but after review of the FY20 audit they found it difficult for the district to continue to incur the increased liability moving forward. Ms. Bodie acknowledged that this is not a new topic of discussion for the board as termination of the collaborative had been brought up last spring.

Ms. Wong recognized that the financial impact is not equal to all districts. Ms. Taymore stated that as different parts of the deficit are addressed and resolved the amount of each district's assessment may be adjusted. Ms. Olszewski felt that this may be a huge hit during a year when many districts have shortfalls due to the pandemic but that at this time there is a need to move forward with dissolution. Ms. Charlupski added that Brookline was planning to vote to withdraw if the board did not vote to initiate termination proceedings. Ms. Taymore reminded the board that withdrawal from the collaborative does not relieve a district of their liability. Currently there are several districts who have voted to withdraw but DESE has indicated that districts are unable to withdraw until liabilities are addressed. Ms. Taymore also pointed out the FY22 budget proposal for modified operations of the collaborative is based on assumptions of revenue similar to FY19 and still includes a deficit. A link to a letter sent to EDCO from DESE on 2.8.21 regarding audit findings was shared in the chat feature,

Ms. Charlupski asked about the status of special legislation. At this time nothing has been done because what EDCO would want to ask for in this legislation is dependent upon how the board votes today. Based on information that was shared with Ms. Taymore, there are concerns that special legislation may not be supported by some legislators. There were questions regarding what funds from DESE the collaborative might be eligible for or if EDCO could dissolve with liabilities and make a plan to resolve liabilities after dissolution. Ms. Bodie stated that board members should not count on any relief. There was discussion regarding which districts have given notice to withdraw from the collaborative. Ms. Bodie clarified that districts who have given notice of withdrawal are still voting members. There was further discussion of closing costs and the timing of the closure. Ms. Vasudevan noted that a motion to initiate termination proceedings would need to specify the date of the collaboration termination. The termination date could be amended in the future if necessary.

A **motion** to initiate termination proceedings of the collaboration for termination as of June 30, 2022 was made by Mr. Light and seconded by Ms. Hunter.

Discussion regarding the motion included Ms. Hunter recognizing even if a district has voted for withdrawn liabilities remain. Ms. Tate noted that a vote to initiate dissolution does not commit a district to specific funding. Ms. Taymore suggested that the collaborative could begin the dissolution process and cease programs while determining how to handle liabilities.

Roll Call Vote: Peter Light, Kathleen Bodie, Philip Conrad, Amy Checkoway, Helen Charlupski, James O'Shea, Laurie Hunter, Rebecca McFall, Bella Wong, Tamika Olszewski, Brad Crozier, Brian Reagan, Deanne Galdston, Marguerite Connelly

The **motion passed.**

Ms. Bodie noted that the board respects the staff for the work they do and are sorry to be in this situation.

Ms. Vasudevan and Ms. Taymore clarified that there needs to be a full fiscal year notification prior to closing.

A **motion** to have a majority of the school districts vote to begin termination proceedings to dissolve EDCO Collaborative on June 30, 2022 with a majority vote from each school committee was made by Ms. Charlupski and seconded by Ms. Hunter.

Ms. Charlupski made a friendly amendment to require a majority of school districts to vote by March 31, 2021.

Roll Call Vote: Peter Light, Kathleen Bodie, Philip Conrad, Amy Checkoway, Helen Charlupski, James O'Shea, Laurie Hunter, Rebecca McFall, Bella Wong, Tamika Olszewski, Brad Crozier, Brian Reagan, Deanne Galdston, Marguerite Connelly

The **motion passed.**

A memo will be sent to board members with language for school committee votes as well as provide a range of closing costs for discussion of the financial impact on districts for FY21 and FY22. A meeting has been scheduled with a public relations firm to create a statement regarding closing for use with school committees and the press.

A **motion** to give authority to the executive director to close individual programs and services was made by Mr. Crozier and seconded by Ms. Connelly.

Roll Call Vote: Peter Light, Kathleen Bodie, Philip Conrad, Amy Checkoway, Helen Charlupski, James O'Shea, Rebecca McFall, Bella Wong, Tamika Olszewski, Brad Crozier, Brian Reagan, Deanne Galdston, Marguerite Connelly

The **motion passed.**

A **motion** to notify districts of a budget amendment proposal for the FY21 budget increasing membership assessments to offset expenses for FY21 was made by Ms. McFall and seconded by Ms. Wong.

Every effort will be made to cut costs to reduce the membership assessment figures provided today.

Roll Call Vote: Peter Light, Kathleen Bodie, Philip Conrad, Amy Checkoway, Helen Charlupski, James O'Shea, Rebecca McFall, Bella Wong, Tamika Olszewski, Brad Crozier, Brian Reagan, Deanne Galdston, Marguerite Connelly

The **motion passed.**

2.4 Request for Special Legislation:

Any request to legislators would need to come from a city or town and not EDCO. It was suggested to find a senior legislator to write the legislation and have the other cities and towns sign on.

A **motion** to authorize the executive director to research special legislation relative to the termination of EDCO Collaborative was made by Ms. Wong and seconded by Mr. Crozier.

Roll Call Vote: Peter Light, Kathleen Bodie, Philip Conrad, Amy Checkoway, Helen Charlupski, James O'Shea, Rebecca McFall, Bella Wong, Tamika Olszewski, Brad Crozier, Brian Reagan, Deanne Galdston, Marguerite Connelly

The **motion**.

Several board members volunteered to be on a Special Legislation Subcommittee.

### 3.0 FUTURE MEETING AND AGENDA ITEMS:

#### 3.1 Upcoming Meeting Dates:

In addition to the current board and executive finance committee meetings scheduled for the remainder of FY21 extra meetings may need to be scheduled based on today's vote. If additional meetings need to be scheduled, it will be done being mindful of people's time.

#### 3.2 Amending the Collaborative Agreement:

The collaborative will move forward with amending the collaborative agreement. Ms. Taymore notified the board that amending the collaborative agreement will be included on the next board meeting agenda.

Ms. Taymore is drafting a communication regarding today's vote and districts that have already withdrawn from the collaborative will be included on this and future communications. Decisions about program closings have not been made to date. Ms. Taymore will meet with program directors to discuss next steps.

When asked if districts should vote on initiating termination proceedings as well as withdrawal from the collaborative, Ms. Tate stated that counsel for individual school districts should make that determination. Ms. Vasudevan noted that DESE has stated that districts are not allowed to withdraw from the collaborative at this time. EDCO counsel will request further clarification on this matter. DESE staff confirmed that future meetings will be scheduled.

### 4.0 ADJOURNMENT:

A **motion** to adjourn was made by Ms. Galdston and seconded by Mr. O'Shea.

Roll Call Vote: Kathleen Bodie, Philip Conrad, Helen Charlupski, James O'Shea, Rebecca McFall, Bella Wong, Tamika Olszewski, Brad Crozier, Brian Reagan, Deanne Galdston

The **motion passed** and the meeting was adjourned at 11:25 a.m.

Respectfully Submitted,  
Mary O'Regan, Executive Administrative Assistant  
EDCO Collaborative  
February 10, 2021