

RECORD OF PROCEEDINGS

Minutes of the Educational Service Center of Central Ohio Governing Board's Organization and Regular Meeting held on January 10th, 2025, at 2080 Citygate Drive, Columbus, Ohio.

Call to Order: Meeting called to order by Christopher Lopez, Board President –Pro Tempore at 10:05 AM.

Roll Call:

Mr. Barry Alcock	Present
Mrs. Joyce Galbraith	Present
Mrs. Beth Glitt	Present
Mr. Christopher Lopez	Present
Ms. Susan Kish	Present

Staff Present:

Dr. Thomas Goodney – Superintendent
Mr. David Varda – CFO/Treasurer
Mr. Gale Marsh – Deputy Superintendent
Mr. David Weaver – Assistant Treasurer

Christopher Lopez, Board President-Pro Tempore

1.01 Nominations for Board President
Mr. Alcock nominated by Mrs. Galbraith

25.01.01 CLOSE NOMINATIONS FOR BOARD PRESIDENT

It was moved by Mrs. Glitt and seconded by Ms. Kish the Educational Service Center of Central Ohio Governing Board close the nominations for Board President.

Roll Call to Close Nominations: Mr. Alcock, yea; Mrs. Galbraith, yea; Mrs. Glitt, yea; Ms. Kish, yea; Mr. Lopez-yea.
Motion Passed

25.01.02 1.02 Roll Call to Elect Barry Alcock for Board President

Casting of Votes for Board President: Mr. Alcock, abstain; Mrs. Galbraith, yea; Mrs. Glitt, yea; Ms. Kish, yea; Mr. Lopez-yea.
Mr. Alcock elected Board President

1.03 Nominations for Board Vice-President
Ms. Kish nominated Mr. Lopez

25.01.03

CLOSE NOMINATIONS FOR BOARD VICE-PRESIDENT

It was moved by Mr. Alcock and seconded by Mrs. Glitt the Educational Service Center of Central Ohio Governing Board close the nominations for Board Vice-President.

Roll Call to Close Nominations: Mr. Alcock, yea; Mrs. Galbraith, yea; Mrs. Glitt, yea; Ms. Kish, yea; Mr. Lopez-yea.
Motion Passed

25.01.04

1.02 Roll Call to Elect Christopher Lopez for Board Vice-President

Casting of Votes for Board Vice-President: Mr. Alcock, yea; Mrs. Galbraith, yea; Mrs. Glitt, yea; Ms. Kish, yea; Mr. Lopez-abstain.
Mr. Lopez elected Board Vice-President

Mr. Alcock assumes Chair of the Meeting as Board President

25.01.05

APPROVED ADOPTION OF THE AGENDA

It was moved by Ms. Kish and seconded by Mrs. Glitt that the Educational Service Center of Central Ohio Governing Board approve the adoption of the agenda of the January 10, 2025, Organizational Board meeting.

Roll Call: Mr. Alcock, yea; Mrs. Galbraith, yea; Mrs. Glitt, yea; Ms. Kish, yea; Mr. Lopez-yea.
Motion Passed

25.01.06

APPROVED ORGANIZATIONAL RESOLUTIONS PERTAINING TO THE SUPERINTENDENT, CFO/TREASURER, AND GOVERNING BOARD

It was moved by Ms. Kish and seconded by Mrs. Galbraith that the Educational Service Center of Central Ohio Governing Board approve the following 2025 Organizational resolutions pertaining to the Superintendent, CFO/Treasurer and Governing Board.

Resolutions Pertaining to the Superintendent

1. Designate the Superintendent or his designee as the official purchasing agent for the Educational Service Center of Ohio for 2025.
2. Authorize the Superintendent to employ such temporary personnel and/or accept resignations as needed for emergency situations; such employment to be presented for approval at the next regular board meeting.
3. Authorize the Superintendent to sign agreements not exceeding one year in length, per Board Policy.

Resolutions Pertaining to the CFO/Treasurer

1. Authorize the CFO/Treasurer to pay properly authorized bills within the limits of appropriations for merchandise/services that have been received in good

condition and to report monthly to the Governing Board a summary of those bills paid.

2. Authorize the CFO/Treasurer to sign agreements not to exceed one year in length, per Board Policy.
3. Authorize the CFO/Treasurer to receive, expend and account for State and Federal funds.
4. Adopt the following resolution authorizing the use of facsimile signatures:

WHEREAS, it is required by that no monies of the Educational Service Center shall be disbursed by check unless signed by the CFO/Treasurer and no purchase order shall be issued without the signatures of the CFO/Treasurer and/or Superintendent of the Educational Service Center of Central Ohio, and

WHEREAS, the Office of the Auditor of State through H.B. 694 has approved the use of facsimile signature by the CFO/Treasurer impressed upon each check and the signatures of the CFO/Treasurer and/or Superintendent impressed upon each purchase order by a machine maintained in the custody of the Governing Board Business Service Center.

NOW, IT BE RESOLVED, that the facsimile signature of David Varda, CFO/Treasurer, appear upon all checks issued and that the facsimile signatures of David Varda, CFO/Treasurer, and/or Thomas Goodney, Superintendent, appear upon all purchase orders issued by the Educational Service Center of Central Ohio in accordance with the provisions of the law.

5. Authorize the CFO/Treasurer to temporarily invest funds as allowed by law.
6. Authorize the CFO/Treasurer to make within fund transfers as may become necessary and report same on a regular basis to the Governing Board.
7. Authorize the CFO/Treasurer to establish a change fund of \$750.00.
8. Authorize the CFO/Treasurer to set a maximum limit of \$25,000.00 for any credit card account utilized by the ESC of Central Ohio in 2025.
9. Establish a Records Commission for 2025 consisting of the Governing Board President, Superintendent and CFO/Treasurer.

Resolutions Pertaining to the Governing Board

1. Adopt the most recent addition of Robert's Rule of Order (Newly Revised) as the parliamentary authority governing the Governing Board in all cases which is not inconsistent with statute, administration code, or the Governing Board's bylaws.
2. Approve the following dates at 10:00 AM at the ESCCO Offices, 2080 Citygate Drive, Columbus Ohio 43219, for the Regular Meetings of the Governing Board during Calendar Year 2025.
 - February 28, Friday
 - March 28, Friday
 - April 25, Friday
 - May 30, Friday
 - June 27, Friday
 - July 25, Friday
 - August 22, Friday
 - September 26, Friday

- October 24, Friday
 - November 21, Friday
 - December 19, Friday
3. Approve the establishment of a Board Service Fund as provided in ORC 3315.15 and recommend that the Governing Board set aside an amount of money from its General Fund to pay expenses of Board members incurred while they perform their duties. Said fund shall not exceed \$20,000.00.
 4. Authorize the Governing Board President, CFO/Treasurer and/or Superintendent to engage any appropriate legal counsel, as needed with the firms of Bricker & Eckler, LLP, Vorys, Sater, Seymour, & Pease LLP; Porter, Wright; Morris & Arthur, LLP; Squires, Sanders & Dempsey, Ice Miller LLP, Pepple & Waggoner, Ltd., Peters Kalail & Markakis Co., LPA, Scott Scriven LLP and Pollock Law Firm for legal services.
 5. Waive the reading of the previous meeting minutes provided that copies of the minutes have been distributed to the Governing Board at least two days prior to the date of the next succeeding meeting.
 6. Appoint or reaffirm the appointment of board member(s) to various committees at the organizational meeting to be held at the earliest possible date in January each year:

Barry Alcock OSBA Legislative Liaison

7. Governing Board members are eligible to purchase benefits under the Educational Service Center of Central Ohio for calendar year 2025. *[The CFO/Treasurer will distribute declaration forms to members at the Governing Board Meeting.]*

Roll Call: Mr. Alcock, yea; Mrs. Galbraith, yea; Mrs. Glitt, yea; Ms. Kish, yea; Mr. Lopez-yea.
Motion passed.

25.01.07 **ADJOURN 2025 ORGANIZATIONAL MEETING**

It was moved by Mrs. Glitt and seconded by Mrs. Galbraith that the Educational Service Center of Central Ohio Governing Board adjourn the 2025 organizational meeting at 10:16 AM and reconvene in regular session.

Roll Call: Mr. Alcock, yea; Mrs. Galbraith, yea; Mrs. Glitt, yea; Ms. Kish, yea; Mr. Lopez-yea.
Motion passed.

Mr. Alcock convened the meeting in regular session.

Roll Call:	Mr. Barry Alcock	Present
	Mrs. Joyce Galbraith	Present
	Mrs. Beth Glitt	Present
	Mr. Christopher Lopez	Present

25.01.08 APPROVED ADOPTION OF THE AGENDA

It was moved by Mrs. Glitt and seconded by Ms. Kish that the Educational Service Center of Central Ohio Governing Board approve the adoption of the agenda of the January 10, 2025 Regular Board meeting.

Roll Call: Mr. Alcock, yea; Mrs. Galbraith, yea; Mrs. Glitt, yea; Ms. Kish, yea; Mr. Lopez-yea.
Motion passed.

25.01.09 APPROVED THE BOARD MEETING MINUTES AND CONSENT AGENDA

It was moved by Ms. Kish and seconded by Mrs. Glitt that the Educational Service Center of Central Ohio Governing Board approve the following:

5.01/Approved the Board Meeting Minutes

1. Approved the Board meeting minutes for the December 20, 2024 Regular Board Meeting.

5.02/Approved the Financial Reports for December 2024

1. **Board Financial Update for December 2024.** *(For Information Purposes)*
2. **Cash and Investment Report for December 2024** that is on file in the Treasurer's Office.
3. **Bill List for December 2024.**

DESCRIPTION	MTD EXPENDITURES
GENERAL FUND	707,811.50
FISCAL-OTHER SERVICES	57,330.60
DUBLIN	753,201.09
GAHANNA	422,623.27
GRANVIEW	45,273.26
HILLIARD	987,740.62
REYNOLDSBURG	250,393.16
WESTERVILLE	1,168,977.13
WHITEHALL	98,800.98
UPPER ARLINGTON	629,786.54
SOUTH WESTERN	333,333.93
BEXLEY	256,790.56
COLUMBUS	35,851.01
WORTHINGTON	518,419.67
HAMILTON	263,134.34
CANAL WINCHESTER	160,005.50
GROVEPORT MADISON	195,405.67

NEW ALBANY	224,928.07
DELAWARE	228,032.01
MARYSVILLE	58,676.44
NORTH UNION	8,175.96
OLENTANGY	2,639,575.57
BIG WALNUT	270,391.35
BUCKEYE VALLEY	296,362.34
FAIRBANKS	21,552.55
DELAWARE AREA CC	16,566.88
CHILLICOTHE	12,918.99
LICKING HEIGHTS	366,577.82
OCALI FAMILY & COMM	6,931.50
ADMIN STUDENT SERVICES	353,042.27
AUDIOLOGY	7,249.12
TRANSITION SPECIALIST	5,081.82
LOW INCIDENCE	167,279.12
HEARING IMPAIRED	189,176.31
VISUALLY IMPAIRED	35,624.58
ENGLISH LANGUAGE SRVS	46,303.68
BEHAVIORAL SUPPORT CLAS	43,102.50
STACK	484,348.67
CHANGES STUDENT SRVS	8,489.35
PROJECT SEARCH	8,788.80
DUESC	20,442.17
REYNOLDSBURG PRESCHOOL	168,432.66
BEXLEY PRESCHOOL	13,239.86
PD ITINERANT	11,753.08
FAIRBANKS PRESCHOOL	15,065.78
CAMPUS BASED TRANSITION	47,776.74
SPEECH	113,292.70
STRIVE	91,275.02
RISE	46,800.04
EANS GENERAL FUND	12,868.66
VENTURES	130,788.85
VENTURES II	146,092.67
MENTAL HEALTH	8,070.81
APE	10,911.20
OCCUPATIONAL THERAPY	54,460.39
PHYSICAL THERAPY	18,517.63
ACHIEVEMENT	7,954.43
GIFTED	21,907.90
PROFESSIONAL LEARNING	95,815.93
SPECIAL PROJECTS	32,068.79

DIGITAL LEARNING	11,724.02
EANS II CONTRACT	50,339.91
TUTORING OH DISTRICTS	6,986.69
PUBLICATION CENTER	15,256.36
COURT LIAISON	27,467.77
CONFERENCE CENTER	8,041.47
OCALI AIM & ONLINE PD	9,493.07
OCALI FY24	(2,036.83)
COMM SCHOOLS FORWARD	18,252.50
TEACH CS	55,024.38
GEER SNS (EANS III)	100,737.79
PBIS FY24	10,634.88
GEER SNS-NPESC	44,574.42
GEER SNS-NWESC	92,621.92
MARBURN ACADEMY	4,955.61
CSTAG FY24	1,293.90
ACTION FOR CHILDREN	10,922.36
JONATHAN ALDER DISTRICT	5,958.50
WELLINGTON SCHOOLS	12,056.48
TOLLES TECHNICAL	1,734.69
NORTHRIDGE	47,923.34
MARION CITY SCHOOLS	109,353.47
MATH PATHWAYS CONTINUAT	4,135.75
ODE FIELD SPECIALISTS	33,122.08
OC ELSR FY25	21,982.49
EARLY SCREEN & SRV FY2	43,242.89
MCAT FY25	20,469.35
TR VIS EMP FRST TR FY25	26,883.55
REGIONAL COACHES FY25	77,770.83
IWGA FY25	11,530.85
OCALI LIFESPANN	8,856.01
OC EARLY CH	106,886.47
OCALI BLUEPRINT	7,107.53
OCALI EA CH INC	6,000.68
OC DID YOU NOT	521.02
YOUTH ADM CONSULT	19.29
OC PRE ET	20,274.48
OCALI FY25	533,996.46
ED TOOLKIT LIAISON	23,433.49
UNION CO MH PRJ AWR	32,077.45
LEADERSHIP TRAINING	34,835.01
TUTOR OHIO KIDS FY25	38,432.70
HSMP IMPLEMENTATION	14,880.00

PRIME FOR LIFE STHWSTN	237.48
STUDENT TRANSPORTATION	30,905.00
CDAP STUDENT SERVICES	3,833.75
COLUMBUS DESALES	33,161.71
COLLEGE CAREER SUCCESS	62,322.15
ONE SCHL CHRIST ACAD	4,382.20
WORTHINGTON CHRISTIAN	50,818.92
GRVPRT MADISON CHRISTIA	24,516.46
SHEPHERD CHRISTIAN	8,139.90
DELAWARE CHRISTIAN SCH	15,064.22
COLUMBUS SCHL FOR GIRL	555.12
SOS	124,192.65
COLUMBUS ACADEMY	13,266.68
STAR HOUSE	352,401.06
OH ALLIAN FR HGH QUL ED	6,797.84
COMMUNITY SCHOOLS	54,220.57
OCECD	154,391.17
CNTRL OH SUPRINTND ASSC	694.43
SUPPORT FOR MHJ/OSU CLB	2,471.70
PALL SUMMER	128,227.25
OHIO READING CORP	80.22
FCFC CASE MGMT 2025	29,892.17
FCFC ADMIN 2025	49,267.18
FCFC MULTISYSTEM 2025	96,851.20
FCFC HMG EI 2025	290,926.17
FCFC EI OUTREACH 2025	2,000.00
FCFC MSY CRISIS 2025	1,548.50
FCFC MS FCSS 2025	41,986.65
FCFC MSY FLEX 2025	489.00
FCFC JFS BBL 2025	31,038.04
FCFC BBL 2025	14,187.14
FCFC CELEBRATE ONE 2025	8,407.29
FCFC HOME CHOICE 5-21	7,327.57
FCFC RREACT 2025	12,809.44
FCFC P4S ADM 2025	53,700.00
FCFC P4S JFS 2025	31,787.18
ORC FY25	71,773.43
EPSEA FY25	171,091.98
CAREER Z CHALLENGE	290.63
DIGITAL EQUITY	547,514.92
MHJ OSU STUDENT LEADERS	3,930.50
OCAI CONFERENCE	71,376.83
BACKGROUND CHECKS	5,385.69

SECTION 125	16,524.52
SCIENCE OF READING	33,235.79
ROCKBRIDGE ACADEMY	20,747.52
MEDICAL INSURANCE	534,479.00
DENTAL INSURANCE	34,244.00
WORKERS COMP	2,597.73
OHIO HS TECH INTERN	12,184.01
SST GRF FY25	20,457.83
SCHOOL PSYCHOLOGY	5,949.00
SST TRANSITION FY25	399.59
SST STUDENT ASSESSMENT	158.79
HQIM FY24	478.00
MATH PATHWAYS FY24	482.26
TRANSPORTATION PILOT	45,138.02
WORKFORCE SUPERPILOT CO	51,023.69
SST IDEA FY25	248,814.88
SST URBAN REEL	7,755.23
SST EL SSIP IDEA FY 25	7,970.89
LEP FY25	2,665.77
RSIG FY25	3,984.17
ARSI AFGHAN FY25	2,031.12
EARLY RSI FY25	3,502.03
SST TITLE I FY25	19,196.70
SST ELD FY25	7,279.38
SST EL SSIP FY25	5,211.34
OALI BEST FY24	374.69
ORC FY25	126,985.91
SST SPDG MTSS LIT FY25	893.92
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	18,990,392.69


5.03/Approved Total Appropriations by Fund

1. Approved the total appropriations by fund for December 2024.

December 31, 2024 Appropriations

		November 30, 2024 Appropriations	Increase (Decrease)	December 31, 2024 Appropriations
001	GENERAL OPERATIONS	\$ 14,467,151.22	\$ 10,561.00	\$ 14,477,712.22
001	ALL OTHER OPERATIONS	175,580,398.23	2,455,932.65	178,036,330.88
001	TOTAL GENERAL FUND	\$ 190,047,549.45	2,466,493.65	\$ 192,514,043.10
003	PERMANENT IMPROVEMENT	\$ 176,714.42	-	\$ 176,714.42
018	PUBLIC SCHOOL SUPPORT	\$ 5,612.98	-	\$ 5,612.98
019	OTHER GRANTS	\$ 40,001,194.19	-	\$ 40,001,194.19
022	DISTRICT AGENCY	\$ 980,804.56	58,750.00	\$ 1,039,554.56
026	EMPLOYEE BENEFITS AGENCY FUND	\$ 7,200,000.00	-	\$ 7,200,000.00
027	WORKERS COMPENSATION SELF INS	\$ 114,047.00	1,583.00	\$ 115,630.00
451	K-12 NETWORK	\$ 129,957.34	4,000.00	\$ 133,957.34
499	MISCELLANEOUS STATE GRANT FUND	\$ 416,486.41	-	\$ 416,486.41
507	ESSER	\$ 12,988,606.08	-	\$ 12,988,606.08
510	CORONAVIRUS RELIEF FUND	\$ 47,423.84	-	\$ 47,423.84
516	IDEA PART B GRANTS	\$ 3,467,092.04	-	\$ 3,467,092.04
551	LIMITED ENGLISH PROFICIENCY	\$ 191,344.55	-	\$ 191,344.55
571	REFUGEE CHILDREN SCHOOL IMPACT	\$ 2,067,312.75	-	\$ 2,067,312.75
572	SST TITLE I	\$ 279,375.06	-	\$ 279,375.06
587	IDEA PRESCHOOL-HANDICAPPED	\$ 139,153.40	800.00	\$ 139,953.40
599	MISCELLANEOUS FED. GRANT FUND	\$ 1,694,257.33	-	\$ 1,694,257.33
Total All Funds		\$ 259,946,931.40	2,531,626.65	\$ 262,478,558.05

5.04/Miscellaneous Consent Agenda Items / CFO/Treasurer

Approved the following miscellaneous consent agenda items recommended by the CFO/Treasurer. 

1. Recommend the Governing Board approve the following Franklin County Family and Children First Council fund to fund transfers:

From	To	Amount
019-9402	019-9502	\$377,598.36
019-9412	019-9512	\$326,904.65
019-9405	019-9505	\$32,915.23
019-9317	019-9517	\$16,000.00
019-9417	019-9517	\$26,015.01
019-9402	019-9315	\$36,338.32
019-9402	019-9415	\$3,750.16
019-9401	019-9501	\$0.01
019-9313	019-9513	\$3,964.54
019-9414	019-9514	\$246,919.14
019-9400	019-9500	\$78,802.82
019-9418	019-9518	\$119,654.44
019-9419	019-9519	\$388,416.88
019-9403	019-9502	\$931,611.02
019-9404	019-9504	\$32,915.23

2. Recommend the Governing Board approve the disposal of the following non-working equipment. *[Equipment will be taken to a technology recycling facility.]*

002613 – Tablet

5.05/Professional Meetings

Approved the following professional meeting attendance.

David Varda, CFO/Treasurer
Ohio Association of School Business Officials
2025 Annual Conference and Expo
April 8 – 11, 2025 / Columbus, Ohio

5.06/Stipends

Approved the following stipend requests for the 2024-2025 contract year.
[Contingent upon and subject to successful background checks, current license, receipt and final administrative review of all application records and receipt of all other necessary documentation].

ESC of Central Ohio

1. Alexandra Parquette – Teaching Assistant, Recruitment Incentive - \$1,500.00
2. Tabassum Rehman – Wilson Training - \$500.00

Dublin

1. Amber Brown – Supplemental Compensation - \$500.00
2. Jessica Burrey – Supplemental Compensation - \$500.00
3. Rachel Dobney – Supplemental Compensation - \$500.00
4. Erin Friedman – Supplemental Compensation - \$500.00
5. Cortney Ingram – Supplemental Compensation - \$500.00
6. Lisa Orem – Supplemental Compensation - \$500.00
7. Kelly Sabo – Supplemental Compensation - \$500.00
8. Brittany Saffell – Supplemental Compensation - \$500.00
9. Katherine Sikora – Supplemental Compensation - \$500.00
10. Cristina Taylor – Supplemental Compensation - \$500.00
11. Katie Yeager – Supplemental Compensation - \$500.00

5.08/Contracts/Agreements

Approved the following agreements.

1. Recommend the Governing Board approve entering into an agreement with the American Association for School Administrators (AASA) to partner to design the 2024-25 Aspiring Superintendents Academy® for Ohio aspiring district leaders for the period December 1, 2024 through June 30, 2025 at a cost not to exceed \$ 82,000.00 and authorize the Superintendent and/or CFO/Treasurer to sign the

agreement. (General Fund)

2. Recommend the Governing Board authorize the Superintendent and/or CFO/Treasurer to enter into agreements with the Ohio Department of Development for a total contract amount of \$ 166,666.66 and the ESCCO Partner BridgEd LLC for an amount of \$ 90,000.00 to implement the High School Technology Internship Grant that the ESCCO was awarded as an Intermediary Agency.
3. Recommend the Governing Board authorize the Superintendent and/or CFO/Treasurer to enter into an agreement with Prodigy Building Solutions to replace the HVAC unit at 2080 Citygate Road for 943,856.56 per the attached scope of work (Option 1) through our membership in the Ohio Purchasing Council.
4. Recommend the Governing Board approve the following Resolution to Enter into a Loan Agreement of up to \$ 900,000.00 to pay for the HVAC Replacement Project for 2080 Citygate Drive.

AUTHORIZING THE GOVERNING BOARD OF THE EDUCATIONAL SERVICE CENTER OF CENTRAL OHIO TO ENTER INTO A LOAN AGREEMENT FOR AN AMOUNT NOT TO EXCEED \$900,000, AND GRANT A MORTGAGE, IF DESIRED, IN CONNECTION THEREWITH, FOR THE PURPOSE OF FINANCING THE ACQUISITION AND INSTALLATION OF HVAC SYSTEMS AND IMPROVEMENTS, WITH RELATED SITE IMPROVEMENTS AND APPURTENANCES THERETO, AND APPROVING THE EXECUTION OF SAID LOAN AGREEMENT, MORTGAGE, PROMISSORY NOTE, AND OTHER DOCUMENTS RELATING THERETO; AND APPROVING RELATED MATTERS

WHEREAS, Section 3313.37 of the Ohio Revised Code provides that the governing board of an educational service center may enter into loan agreements, including mortgages, to repair, renovate, furnish, or equip facilities, buildings, or structures for the educational service center's purposes; and

WHEREAS, the Board of the ESC is in need of new HVAC systems and improvements for existing facilities; and

WHEREAS, in order to provide financing for the acquisition, construction, improvement, furnishing, and equipping of such facilities and pursuant to Section 3313.37 of the Ohio Revised Code, it is determined to be necessary and appropriate for the Board to undertake a loan financing program, and grant a mortgage, if desired (collectively, the "Loan Financing"), as described herein; and

WHEREAS, the estimated Loan Financing amount, and costs of issuance, shall not exceed \$900,000;

NOW THEREFORE, be it resolved by the Governing Board of the Educational Service Center of Central Ohio, that:

SECTION 1. It is hereby determined to be necessary and in the best interest of the ESC and the Board hereby agrees, to finance the acquisition and installation of HVAC systems and improvements, with related site improvements and appurtenances thereto (the "Project"), in accordance with the Loan Financing described in this Resolution and as permitted under Section 3313.37 of the Ohio Revised Code.

SECTION 2. The Board shall enter into, on a behalf of the ESC, a loan agreement (the "Loan Agreement"), and a mortgage in connection therewith (if desired), with such financial institutional (the "Purchaser") as shall be determined by the CFO/Treasurer of the ESC (the "CFO/Treasurer") for the purpose of financing the Project. The CFO/Treasurer and the Superintendent of the ESC (the "Superintendent"), or either of them individually, are hereby authorized to execute and deliver the Loan Agreement on behalf of the Board with such changes not substantially adverse to the ESC. Such officials' execution of the Loan Agreement shall be conclusive evidence of the Board's approval of such changes. In connection with such Loan Agreement, the CFO/Treasurer is authorized to execute on behalf of the Board a term sheet or purchase agreement with the Original Purchaser, setting forth the final terms and conditions of the Loan Financing, which document shall be in such form, not inconsistent with the terms of this Resolution, as the CFO/Treasurer shall determine.

SECTION 3. The Loan Agreement shall require the Board to acquire the Project, and shall provide, among other things, for the payment of loan payments (the "Loan Payments") from the Board to the Purchaser, the obligation of which Loan Payments shall be evidenced by a promissory note (the "Note") of the Board. The Loan Payments shall be payable in periodic installments over the term of the Loan Agreement, in such amounts and at such times as shall be determined by the CFO/Treasurer and set forth in the Loan Agreement and the Note, provided that the aggregate principal amount financed under the Loan Agreement shall not exceed \$900,000, plus interest.

SECTION 4. The Board's obligations under the Loan Agreement and Note shall be a special obligation, secured solely by the Board's pledge to pay the Loan Payments from all legally available revenues of the ESC.

SECTION 5. The officer having charge of the minutes of the Board and any other officers of the Board, or any of them individually, are hereby authorized and directed to prepare and certify a true transcript of proceedings pertaining to the Loan Financing and to furnish a copy of such transcript to the Original Purchaser. Such transcript shall include certified copies of all proceedings and records of the Board relating to the power and authority of the ESC to execute and deliver the Loan Agreement, Note, and certificates as to matters within their knowledge or as shown by the books and records under their custody and control, including but not limited to a general certificate of the CFO/Treasurer and a no-litigation certificate of the Superintendent and the CFO/Treasurer, and such certified copies and certificates shall be deemed representations of the ESC as to the facts stated therein. Documents (including this Resolution) executed, scanned and transmitted electronically and electronic and digital signatures shall be deemed original signatures for said transcript of the Loan Financing, for the purposes of this Resolution, and for all matters related thereto, with any such scanned, electronic, and digital signatures having the same legal effect as original signatures.

The CFO/Treasurer and Superintendent are hereby authorized and directed to execute and deliver, such additional instruments, documents, agreements, certificates, and other papers as may be in their discretion necessary or appropriate in connection with the Loan Financing herein described. Such documents shall be in the form consistent with the terms of this Resolution, as such officers in their discretion shall deem necessary or appropriate.

SECTION 6. The CFO/Treasurer, on behalf of the Board, is hereby authorized to appoint Baker Tilly Municipal Advisors, LLC (the "Municipal Advisor") to serve as municipal advisor in connection with the Loan Financing set forth herein. The fees to be paid to such Municipal Advisor shall be

subject to review and approval of the CFO/Treasurer, shall not exceed the fees customarily charged for such services, and shall be paid upon closing from proceeds of the Loan Financing.

SECTION 7. The CFO/Treasurer, on behalf of the Board, is hereby authorized to appoint the law firm of Bricker Graydon LLP, to serve as bond counsel for the Loan Financing. The fees to be paid to such firm shall be subject to review and approval of the CFO/Treasurer, shall not exceed the fees customarily charged for such services, and shall be paid upon closing from proceeds of the Loan Financing.

SECTION 8. It is hereby found and determined that all formal actions of this Board concerning and relating to the adoption of this Resolution were adopted in an open meeting of this Board, and that all deliberations of this Board and of any of its committees that resulted in such formal action were in meetings open to the public in compliance with all legal requirements, including Section 121.22 of the Ohio Revised Code

5.09/Miscellaneous Consent Agenda Items/Superintendent

Approved the following proposed new, revised and rescinded Board Policies.

1662 Nondiscrimination, Anti-Harassment, and Equal Employment Opportunity

2265 Protections of Individual Beliefs, Affiliations, Ideals, or Principles of Political Movements and Ideology

3362 Nondiscrimination, Anti-Harassment, and Equal Employment Opportunity

4362 Nondiscrimination, Anti-Harassment, and Equal Employment Opportunity

Vote to approve the consent agenda:

Roll Call: Mr. Alcock, yea; Mrs. Galbraith, yea; Mrs. Glitt, yea; Ms. Kish, yea; Mr. Lopez-yea.

Motion passed.

6.01/Items for the Board's Information and Review

- **Governing Board Members' Update:**

- **Eastland Fairfield Career and Technical Schools (EFCTS)**

- Mr. Alcock gave the Governing Board an update on the negotiations with the newly formed OAPSE Unit. The EFCTS Governing Board rejected the Fact Finder recommendations and issued a last best offer. It is anticipated that offer will be rejected, and a strike vote will be taken.

- **Delaware Area Career Center (DACC)**

- Ms. Kish reported that the Construction Curriculum, with the assistance of Fanning Howey continues to be improved with separation of construction vocations as advocated by Ms. Kish.

- **Treasurer's Update**

- Mr. Varda updated the Board on the following:
 - Ohio Ethics Financial Disclosure Forms needed to be filed by May 15, 2025 and emails should be forthcoming from the Ohio Ethics Commission.
 - Requested Governing Board members return to the Auditor of State team performing the audit the Fraud Related Audit Questionnaire (FRAQ) if they had not already done so.

- **Ohio Health Consortium**

- Mr. Varda reported that the stop loss coverage had been secured at an increased premium but less than what the consortium had budgeted.
- Dr. Goodney reported that he is continuing to research the right model for the ESCCO Health Care Benefits in the future.

- **Superintendent's Update**

- Reported that he continues to pursue contracts/grants from Corporate and/or Community Foundations when appropriate and in line with the ESCCO vision.
- Dr. Goodney provided the Governing Board a summary of the recent Lane Duck Session in the Ohio General Assembly.

- **Upcoming Meetings / Events.**

February 28, 2025 / 10 a.m.

Governing Board Regular Meeting / 2080 Citygate Drive, Columbus, Ohio

March 28, 2025 / 10 a.m.

Governing Board Regular Meeting / 2080 Citygate Drive, Columbus, Ohio

April 25, 2025 / 10 a.m.

Governing Board Regular Meeting / 2080 Citygate Drive, Columbus, Ohio

May 30, 2025 / 10 a.m.

Governing Board Regular Meeting / 2080 Citygate Drive, Columbus, Ohio

June 27, 2025 / 10 a.m.

Governing Board Regular Meeting / 2080 Citygate Drive, Columbus, Ohio

25.01.10 APPROVE EXECUTIVE SESSION AND ADJOURNMENT

1. Recommend the Governing Board of the Educational Service Center of Central Ohio adjourn to Executive Session in accordance with ORC 121.22 (G)(1) to consider the appointment, employment and/or compensation of a public employee or official

It was moved by Mrs. Galbraith and seconded by Mrs. Glitt that the Educational Service Center of Central Ohio Governing Board adjourn to executive session at 11:12 AM.

Roll Call: Mr. Alcock, yea; Mrs. Galbraith, yea; Mrs. Glitt, yea; Ms. Kish, yea; Mr. Lopez-yea.
Motion Passed

The Governing Board of the Educational Service Center of Central Ohio reconvened in open session at 12:05 PM

It was moved by Ms. Kish and seconded by Mrs. Glitt that the Educational Service Center of Central Ohio Governing Board adjourn the meeting at 12:06 PM.

Roll Call: Mr. Alcock, yea; Mrs. Galbraith, yea; Mrs. Glitt, yea; Ms. Kish, yea; Mr. Lopez-yea.
Motion Passed



Barry Alcock
Governing Board President
Educational Service Center of Central Ohio

ATTEST:



David A. Varda
CFO/Treasurer
Educational Service Center of Central Ohio