

CITIZENS' BOND OVERSIGHT COMMITTEE
BYLAWS – VERSION III
As Revised January 16, 2007
By Bond Oversight Committee

Section 1. **Committee Established.** Sacramento City Unified School District (the “District”) was successful at the election conducted on November 5, 2002, in obtaining authorization from the District’s voters to issue up to \$225,000,000 aggregate principal amount of the District’s general obligation bonds, pursuant to a 55% vote. The election was conducted under Proposition 39, being chaptered as the Strict Accountability in Local School Construction Bonds Act of 2000, at Section 15264 *et seq.* of the Education Code of the State (“Prop.39”). Pursuant to Section 15278 of the Education Code, the District has established a Citizens’ Bond Oversight Committee (the “Committee”) in order to satisfy the accountability requirements of Prop. 39. The Board of Education of the Sacramento City Unified School District (the “Board”) hereby establishes the Committee, which shall have the duties and rights set forth in these Bylaws.

Section 2. **Purposes.** The purposes of the Committee are set forth in Prop.39, and these Bylaws are specifically made subject to the applicable provisions of Prop.39 as to the duties and rights of the Committee. The Committee shall be deemed to be subject to the Ralph M. Brown Public Meetings Act of the State of California and shall conduct its meetings in accordance with the provisions thereof. The District shall provide necessary administrative support to the Committee as shall be consistent with the Committee’s purposes, set forth in Prop. 39.

The proceeds of general obligation bonds issued pursuant to the Election are hereinafter referred to as “bond proceeds.”

Section 3. **Duties.** To carry out its stated purposes, the Committee shall perform the following duties:

3.1 **Inform the Public.** The Committee shall inform the public concerning the District’s expenditure of bond proceeds.

3.2 **Review Expenditures.** The Committee shall review expenditure reports produced by the District to ensure that (a) bond proceeds are expended only for the purposes set forth in the ballot measure; (b) no bond proceeds are used for any teacher or administrative salaries or other operating expenses.

- 3.3. Annual Report.** The Committee shall present to the Board, in public session, an annual written report which shall include the following:
- (a) A statement indicating whether the District is in compliance with the requirements of Article XIII A, Section 1(b)(3) of the California Constitution; and
 - (b) A summary of the Committee's proceedings and activities for the preceding year.
- 3.4 Duties of the Board and Superintendent.** Either the Board, the Superintendent, or its designee, as the Board shall determine, shall have the following powers reserved to it, and the Committee shall have no jurisdiction over the following types of activities:
- (a) Approval of construction contracts;
 - (b) Approval of construction change orders;
 - (c) Appropriation of construction funds;
 - (d) Handling of all legal matters;
 - (e) Approval of construction plans and schedules;
 - (f) Approval of Deferred Maintenance Plan; and
 - (g) Approval of the sale of bonds.
- 3.5 Voter-Approved Projects Only.** In recognition of the fact that the Committee is charged with overseeing the expenditure of bond proceeds, the Board has not charged the Committee with responsibility for:
- (a) Projects financed through the State of California, developer fees, redevelopment tax increment, certificates of participation, lease/revenue bonds, the general fund or the sale of surplus property without bond proceeds. All such projects shall be outside the authority of the Committee.
 - (b) The establishment of priorities and order of construction for the bond projects. Such decisions shall be made by the Board in its sole discretion.
 - (c) The selection of architects, engineers, soils engineers, construction managers, project managers, CEQA consultants and such other professional service firms as are required to complete the project based on District criteria established by the Board in its sole discretion.
 - (d) The approval of the design for each project including exterior materials, paint color, interior finishes, site plan and construction methods (modular vs. permanent). Such decisions will be made by the

Board in its sole discretion and it shall report to the Committee on any cost saving techniques considered or adopted by the Board.

- (e) The selection of independent audit firm(s), performance audit consultants and such other consultants as are necessary to support the activities of the Committee.
- (f) The approval of an annual budget for the Committee that is sufficient to carry out the activities set forth in Prop 39 and included herein.

Section 4. Authorized Activities.

4.1 Duties of the Committee: In order to perform the duties set forth in Section 3, the Committee may engage in the following authorized activities:

- (a) Receive and review copies of the District's annual independent performance audit and annual independent financial audit, required by Article XIII A, section 1, subdivisions (b)(3)(D) of the California Constitution.
- (b) Inspect some of the facilities and grounds for which bond proceeds have been or will be expended, in accordance with any access procedure established by the Superintendent or his/her designee.
- (c) Receive and review copies of deferred maintenance proposals or plans developed by the District, including any reports required by Education Code section 17584.1.
- (d.) Provide input and advice to district staff and the Board of Education regarding the selection of an independent auditor for performance audit of bond funds.
- (e) Make requests for copies or inspection of District records in writing to the Chief Financial Officer.

4.2 Duties of the Officers. The Committee shall elect a chair and a vice-chair who shall act as chair only when the chair is absent, which positions shall continue for two (2) year terms. No person shall serve as chair for more than two consecutive terms.

4.2.1 Chair

- (a) The Chair shall preside at all meetings of the Committee and may sign letters, reports, or other communications on behalf of the Committee. The Chair also serves as the spokesperson and representative to the Board of Education on behalf of the Committee.
- (b) The Chair shall compose the meeting agenda. Any Committee member may submit to the Chair, at least seven days prior to the meeting, an agenda item that the Chair shall place on the agenda of the next meeting.

- (c) The Chair shall serve as ex-officio member on all committees. All other duties of this office shall be the same as those normally ascribed to in Robert's Rules of Order – Newly Revised.

4.2.2 Vice-Chair

- (a) The Vice-Chair shall assume the duties of the Chair in the absence of the Chair. The Vice-Chair shall also be responsible for such duties as may be assigned by the Chair as well as those normally ascribed to in Robert's Rules of Order – Newly Revised.

4.3 Subcommittees.

- (a) Sub-committees and Task Forces shall be appointed by the Chair with the advice and consent of the majority of the Committee. Such sub-committees shall study and report in the area of responsibility established for them by the Committee and then shall be dissolved when their purpose has been completed.
- (b) Each sub-committee shall keep a written record of their deliberations and recommendations. These are to be filed with the Secretary after the report has been presented to the Committee as a whole.
- (c) All sub-committee members have voting rights on the committee to which they serve. The Chair shall be the Ex-Officio, non-voting member of all committees. Removal of sub-committee members shall be accomplished by the Chair, when necessary, at the direction of the majority of the Oversight Committee.

Section 5. Membership.

- 5.1 Number.** The Committee shall consist of between a number of seven (7) and fifteen (15) members. The Board will ratify Committee appointments based on applications submitted to the District and reviewed and recommended by ACT and the Sacramento Metro Chamber of Commerce.

5.2 Make-up of the “Bond Oversight Committee” will consist of:

- One (1) member active in the local business community;
- One (1) member active in a senior citizens' organization;
- One (1) member active in a bona-fide taxpayers association;
- One (1) member who is a parent or guardian of a child enrolled in the District;
- One (1) member who is both a parent or guardian of a child enrolled in the District and is active in a parent-teacher organization such as the Parent-Teacher Association or a school site council; and
- At least two (2) members of the community at large.

5.4 Qualification Standards.

- (a) To be a qualified person, he or she must be at least 18 years of age.
- (b) The Committee may not include any employee, official of the District or any vendor, contractor or consultant of the District.

5.5 Ethics; Conflicts of Interest. By accepting appointment to the Committee, each member agrees to comply with Articles 4 (commencing with Section 1090) and 4.7(commencing with Section 1125) of Division 4 of Title 1 of the Government Code. Additionally, each member shall comply with the Committee Ethics Policy attached as Attachment A to the Bylaws.

5.6 Term. Each member shall serve a term of two (2) years, beginning January 1. Members may be re-appointed to serve an unlimited number of times, but may not serve more than two (2) consecutive terms.

5.7 Removal; Vacancy. The Board may remove any Committee member for cause, including failure to attend three consecutive Committee meetings or for failure to comply with the Committee Ethics Policy. Upon a member's removal, his or her seat shall be declared vacant. The Committee, in accordance with the established appointment process shall fill any vacancies on the Committee. Each Committee member shall sign an attendance sheet that shall be maintained by the person designated by the chairperson. If the Committee member is not present for roll call and/or does not sign the attendance sheet, the Committee member shall be considered absent from the Committee meeting.

5.8 Compensation. The Committee members shall not be compensated for their services.

Section 6. Meetings of the Committee.

6.1 Regular Meetings. The Committee is required to meet at least once a year including an annual organizational meeting to be held in January. The Committee will generally meet quarterly.

6.2 Location. All meetings shall be held at the Serna Center, 5735 47th Avenue, Sacramento, California or other District site agreed upon by the Committee.

6.3 Procedures. All meetings shall be open to the public in accordance with the Ralph M. Brown Act, Government Code Section 54950 et seq. Meetings shall be conducted according to such additional procedural rules as the Committee may adopt. A majority of the number of Committee members shall constitute a quorum for the transaction of any business except adjournment.

Section 7. District Support.

7.1 The District, in its sole discretion, shall provide necessary technical assistance and administrative assistance to the Committee, such as:

- (a) Preparation of and posting of public notices as required by the Brown Act, ensuring that all notices to the public are provided in the same manner as notices regarding meetings of the District Board;
- (b) Provision of a meeting room, including any necessary audio/visual Equipment;
- (c) Preparation and copies of any documentary meeting materials, such as agendas and reports; and
- (d) Retention of documents received and reports issued by the Committee, and providing public access to records on an Internet Web site maintained by the District.

7.2 District staff shall attend all Committee proceedings in order to report on the status of projects, the expenditures of bond proceeds and other related matters.

Section 8. Reports. In addition to the Annual Report, the Committee shall report minutes of meetings to the Board of Education and post its minutes on the District web site.

Section 9. Underlying Values. The Committee efforts are guided by the underlying values of its membership. These values set the context for how the Committee will carry out its role and conduct its meetings. The Committee defines these values as presented below:

- (a) Open and honest and respectful communication is encouraged.
- (b) Members will respect all opinions regardless of agreement, and keep disagreements within the context of the Committee meeting.
- (c) Disagreements are encouraged, but do so with grace and tact.
- (d) Silent disbelief or disagreement is discouraged.
- (e) Attack the problem not the person.
- (f) The Committee will operate within the context of the “public” dialogue, which means the discussion is open for the public review and is not confidential.

Section 10. Decision Making. Our goal is to use consensus to make our decisions. It is not expected that all members will agree with every aspect of a decision. Rather, a decision will be final when all members agree that they can “live-with” the general intent and direction of the decision. If consensus is not achieved in a timely manner the Chair will use “Robert’s Rule of Order” to call for a final vote. The Committee decisions will be evaluated by the Chair to ensure that they are within the context of this charter, and if they have been made using appropriate analysis and decision-making processes.

Section 11. **Amendment of Bylaws.** A proposed amendment to the Bylaws shall be placed on the Agenda by a majority vote of the Committee. The proposed amendment receives a First Reading at the next regular meeting of the Committee. A majority vote of the Committee is required to adopt the First Reading. The proposed amendment receives a Second Reading. A two-thirds majority of the Committee shall be required to ratify the amendment. The amendment would take effect immediately upon adoption, unless otherwise specified.

Section 12. **Termination.** The Committee shall automatically terminate and disband at the earlier of the date when (a) all bond proceeds are spent, or (b) all projects funded by bond proceeds are completed.

ATTACHMENT A

CITIZENS' BOND OVERSIGHT COMMITTEE ETHICS POLICY STATEMENT

This Ethics Policy Statement provides general guidelines for Committee members to follow carrying out their roles. Not all ethical issues that Committee members face are covered in this Statement. However, this Statement captures some of the critical areas that help define ethical and professional conduct for Committee members. The provisions of this Statement were developed from existing laws, rules, policies and procedures, as well as from concepts that define generally accepted good business practices. Committee members are expected to strictly adhere to the provisions of this Ethics Policy.

POLICY

- **CONFLICT OF INTEREST.** A Committee member shall not make or influence a District decision related to: (1) any contract funded by bond proceeds or (2) any construction project which will benefit the Committee member's outside employment, business, or personal finances or benefit an immediate family member, such as a spouse, child or parent.
- **OUTSIDE EMPLOYMENT.** A Committee member shall not use his or her authority over a particular matter to negotiate future employment with any person or organization that relates to: (1) any contract funded by bond proceeds, or (2) any construction project. A Committee member shall not make or influence a District decision related to any construction project involving the interest of a person with whom the member has an agreement concerning current or future employment, or remuneration of any kind. For a period of two (2) years after leaving the Committee, a former Committee member may not represent any person or organization for compensation in connection with any matter pending before the District that, as a Committee member, he or she participated in personally and substantially.
- **COMMITMENT TO UPHOLD LAW.** A Committee member shall uphold the federal and California Constitutions, the laws and regulations of the United States and the State of California (particularly the Education Code) and all other applicable government entities, and the policies, procedures, rules and regulations of the Sacramento City Unified School District.
- **COMMITMENT TO DISTRICT.** A Committee member shall place the interest of the District above any personal or business interest of the member.