

Ferndale School District

Bond Oversight Committee By-Laws

Approved as Written: May 21, 2019

Section 1: Purpose and Authorization

The Bond Oversight Committee, here henceforth referred to as the “Committee”, will be actively engaged in all aspects of planning and construction as it relates to the specific bond measure. The Committee will monitor and advise the Ferndale School District Administration, here henceforth referred to as the “District”, while maintaining communication with the public on the project. Ensuring that Taxpayers money is being used as allocated according to the bond measure, that funds are not diverted for any other purpose and work to keep the project within budget and on time. Ultimately it is the responsibility of the School District to implement the bond measure as proposed to the voters. In as much they retain all legal authority and accountability for all aspects of running the School District including the ultimate oversight of the expenditures of the bond revenues.

Section 2: Function

- A. Ensure that the bond revenues are used only for the purposes consistent with the voter approved bond measure
- B. Communicating key information relating to the bond measure to district stakeholders.
- C. The Committee will receive and review copies of the Bond Program performance and financial audits. The District will provide any and all requested documents to the Committee pertaining to the bond measure.
- D. The Committee has the option to inspect school facilities and grounds related to bond activities when coordinated with District Staff.
- E. The Committee will receive and review quarterly reports produced by the District for each year the bond proceeds are being spent to assess general compliance with the purpose set forth in the bond approved by voters.

Section 3: Responsibilities

- A. Develop, with the assistance of the District, an efficient and effective way to communicate with the public.
- B. Review & recommendation of construction and professional service contracts
- C. Review & recommendation of significant construction change order proposals (in excess of \$50,000 or 25% of specific base contract value, whichever is less)
- D. Review & recommendation of appropriation of construction funds
- E. Review & recommendation of construction plans and schedules
- F. Assist in prioritizing projects included in the bond measure

- G. Participate in the selection of general contractors, architects, engineers and other professional service providers.
- H. Review and recommendation of the design
- I. Review and approve audit, at least annually
- J. Review of bond sales
- K. Evaluate District's efforts to maximize bond revenues by implementing cost-saving measures and incorporating efficiencies into school site design
- L. Provide the School Board with Quarterly updates or as needed based on project progress

Section 4: Limitations

- A. Committee members do not have the right to enter into any contractual agreements pertaining to the bond measure or any other District business
- B. Committee members are not officials of the District and at no time will represent themselves as having any official capacity for the District
- C. The District is not bound by Committee actions. Votes taken are not binding upon the District but constitute a recommendation from the Committee.
- D. Committee members cannot directly or indirectly interfere with the bond project beyond the duties specifically laid out in Section 2 and Section 3.
- E. Individual committee members will not meet or correspond with contractors, subcontractors or their agents while serving on the committee. Unless approved or directed by the Committee or by the District. If additional information or data is required, the request will be submitted through the District.
- F. All correspondence pertaining to the bond measure is public information and will be handled and retained according to standards set by Washington State.(RCW)

Section 5: Membership

The Committee will be made up of 7 voting members and up to 2 non-voting alternate members. The alternate members will be actively involved in the process. In the case of a voting member leaving the committee the chair will call a vote to replace that member with an alternate. In the instance of a voting member not being present for an official meeting, if an alternate is present, will vote in their place.

Members must be willing to serve for the entire term, which will be no less than the length of the specific bond they were appointed to oversee. If a member is absent, without prior notification and excuse, from three consecutive regularly scheduled meetings; or if a member is absent for more than 50% of the scheduled meetings in an 18-month period; the chairperson of the Committee may call for a vote to have that member removed and replaced by an alternate.

Section 6: Membership Requirements

The Committee will consist of community volunteers and with the understanding they will not be compensated. They shall live within the Ferndale School district during their tenure on the Committee

and represent the community demographics as possible within the following parameters. Proven knowledge in finance, budgets, construction processes/construction management, acquisitions and/or comparable fields. To the best of its ability the Committee selection panel will select individuals that represent a cross-section of these areas of expertise.

Ferndale School District Faculty and/or staff shall not be appointed to the Committee, their spouses and/or domestic partners can be considered for appointment to the Committee. Ferndale School District Administration employees, spouses and/or domestic partners will not be considered for service on this Committee. Ferndale School District elected officials, their spouses and/or domestic partners will not be considered for service on this Committee.

Members shall not be an elected official or an employee of the City of Ferndale.

Owners, employees or stakeholders of companies that will be directly participating in the bid process for professional services to the District for the bond project shall not serve on the Committee. Owners, employees or stakeholders of companies currently under contract for professional services to the District or the City of Ferndale will not serve on the Committee.

Section 7: Conflict of Interest

A member of the Committee will not attempt to influence the District's decision about any contract or project which will benefit the member's outside employment or provide financial benefit to a family member. Nor will a Committee member use his or her position on the Committee to negotiate future employment with any of the firms hired to work on bond projects. If any conflict of interest arises, the Committee member will report it to the School Board and other members of the Committee, and recuse herself or himself from related debate, discussions and actions. If the Committee determines that a conflict exists and has not been notified by the member, the committee as a whole can vote to have the member removed from debate, deliberation and voting for matters pertaining to the conflict.

Section 8: Officers, Duties and Voting

Officers will be elected yearly for each year the Committee is actively engaged in the execution of the bond. Elections will be held at the first public meeting following the start of the Ferndale School District's new fiscal year. The Committee shall elect its own Chairperson and Vice-Chairperson as well as any other offices as may be deemed necessary for the conduct of Committee business.

The Committee, if deemed necessary can create and appoint Committee member's to sub-committees. Sub-committees shall elect their own chairperson to preside over sub-committee meetings.

The Chairperson or acting chairperson shall preside at all meetings of the committee and shall call special meetings when deemed necessary or is required. The Chair shall have the privilege of discussing all matters before the Committee. In the event of an even number of members present, the Chair can hold his/her vote in the event of a tie vote. The Chair shall have all the duties normally conferred by parliamentary usage on such officers.

The Vice-Chairperson shall assume the duties and powers when the Chair is absent. If both the Chair and Vice-Chair are absent, any member elected by the members present, may act as chairperson pro-tem and shall have full powers during their absence.

A majority of the membership of the committee shall constitute a quorum for the transaction of business. Any action taken by a majority of the members present, when those present constitute a quorum, at any regular or special meeting of the committee shall be deemed to be the action of the committee. All members shall be notified of meeting time and location at least 1 week prior to meeting. If notification is not given to all members, it will be deemed to not have a quorum and no voting will occur.

The Chair shall restate motions before a vote is taken. The name of the members making and seconding a motion shall be recorded in the minutes of the meeting. Any action taken by a majority of those present, when those present constitute a quorum, at any regular, recessed or special meeting of the Committee shall be deemed and taken as the action of the Committee. Voting shall be by voice vote and the whole vote will be recorded in the minutes of the meeting. If the vote is unclear, the Chairperson may request a roll call vote wherein the District Representative will name each Committee member and will record their votes by name in the official record.

Section 9: Meetings

The Committee shall, at a minimum, conduct public meetings quarterly, they will be advertised to maximize public involvement. Time for public comment will be included in the agenda for those signing up prior to the Call to Order. All of those signing up for public comment shall be heard, the time allowed per speaker and additional public comment will be at the discretion of the chairperson. It is the responsibility of the committee to determine the dates, times, frequency and agenda for meetings. Public meetings will not conflict with previously scheduled District meetings, city council meetings or other major events within the District.

Special meetings may be called by the chair or by a majority of the committee members.

The Chairperson will preside over the meetings and call them to order. The meetings will follow in accordance with the agenda in the following general order of business.

- Call to order by Chair
- Roll call of committee members
- Approval of minutes
- Public comments
- Unfinished business
- New business
- District comments/input
- Adjournment

A District Representative, here henceforth referred to as the "DR" shall keep a record of the meeting proceedings and a copy of any written findings and conclusions in its files. The DR will be responsible for making all meeting proceedings accessible to the public within one (1) week of the meeting.

Section 10: Administration Involvement

The Board of Directors of the District will provide the members of the Committee with the technical and administrative assistance necessary for them to fulfill their purpose and publicize their conclusions.

It is the responsibility of the District to ensure that the Committee has all the necessary data and requested information to accurately understand and make recommendations concerning all aspects in execution of the bond measure and changes related to the bond. The Board of Directors and/or Administration of the District will provide the Committee with responses to all findings, recommendations and concerns addressed in their financial and performance audits.

The District will provide the committee with adequate space and resources to conduct meetings. The District will reimburse the Committee and/or its members for expenses incurred while conducting Committee business, in as to the extent that expenses are pre-approved by the District.

The District will provide a DR to act as a connection between the Committee and the District. The DR will work closely with the chair and act as the official secretary for the Committee – keeping meeting minutes, recording attendance, preparing meeting agenda, notification of meetings and distributing meeting minutes. They will be responsible for attending all meetings and supplying the Committee with all requested materials and information pertaining to the bond.

Section 11: Public Involvement

The most important function of the Committee is to communicate with the public and keep them updated on bond progress. The Committee will develop a plan on how to best communicate with the public and allow easy access to all pertinent information. The District will allow the Committee to have access to its resources to accomplish this plan, including but not limited to: school website, oversight committee website, printed materials and social media sites managed by the District. The Committee will coordinate with the Ferndale School District Communications Team and the DR to develop methods to communicate with the public. It will be the DR and the District Communications Team's responsibility to manage communication at the direction and discretion of the Committee. The District will publicize the Committee meeting dates, times and location. The District will also provide an email address for the public to communicate with the Committee, giving them easy access to ask questions and sign up for public comment at meetings. The DR, Chair and Vice-Chair will have access to this email account. The Committee can also develop and use other means to communicate outside of District resources to district stakeholders pertaining to the bond measure and its execution.

Section 12: Resolution of Conflict

If a conflict or unresolved issue arises with any matter pertaining to the bond or its execution, the Committee can request a special meeting with the District and/or School Board. The Committee must have a quorum present at the meeting and if the School Board is involved they must have enough members present to constitute a quorum. Any party involved can request the presence of a mediator, the mediator must be approved by all parties involved prior to the meeting.