

Citizens' Oversight Committee Bylaws

Section 1. Committee Established

The Oxnard Union High School District (the "District") was successful at the election conducted on June 5th, 2018 (the "Election"), in obtaining authorization from the District's voters to issue up to \$350 million 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 is now obligated to establish the Oversight Committee to satisfy the accountability requirements of Prop 39. The Board of Trustees of the Oxnard Union High School District (the "Board") hereby establishes the Citizens' Bond Oversight Committee (the "Committee") which shall have the duties and rights set forth in these Bylaws. The Committee does not have independent legal capacity from the District.

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 at District expense to the Committee as consistent with the Committee's purposes as set forth in Prop 39.

The proceeds of general obligation bonds issued pursuant to the Election are hereinafter referred to as "bond proceeds." The Committee shall confine itself specifically to bond proceeds generated under the ballot measure. Regular and deferred maintenance projects and all monies generated under other sources shall fall outside the scope of the Committee review.

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 expenditures of bond proceeds.

3.2 Review Expenditures

The Committee may review quarterly 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 District General Expenses for teachers or administrative salaries or other operating expenses.
- c. Bond proceeds are expended for only Bond Project Dedicated Support Staff.

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/Superintendent

Either the Board or the Superintendent, 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:

- i. Approval of construction contracts,
- ii. Approval of construction change orders,
- iii. Appropriation of construction funds,
- iv. Handling of all legal matters,
- v. Approval of construction plans and schedules,
- vi. Approval of Deferred Maintenance Plan, and
- vii. 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 District 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 shall be outside the authority of the Committee.
- b. The establishment of priorities and order of construction for the bond projects shall be made by the Board in its sole discretion.
- c. The selection of architects, engineers, soil 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) by the Board in its sole discretion and 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 activities set forth in Prop 39 and included herein.
- g. The adoption of a plan for publicizing the activities of the Committee and the determination as to whether a mailer, a newspaper notices or website materials would best suit the distribution of the Committee's findings and recommendations.

- h. The amendment or modification of the Bylaws for the Committee as provided herein, subject to the legal requirements of Prop 39.
- i. The appointment or reappointment of qualified applicants to serve on the Committee, subject to legal limitations, and based on criteria adopted in the Board's sole discretion as part of carrying out its functions under Prop 39.

Section 4. Authorized Activities

4.1 In order to perform the duties set forth in Section 3.0, 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 XIIA of the California Constitution.
- b. Inspect school facilities and grounds for which bond proceeds have been or will be expended, in accordance with any access procedure established by the District's Superintendent.
- c. Review copies of deferred maintenance proposal or plans developed by the District.
- d. Review efforts by the District to maximize bond proceeds by implementing various cost-saving measures.

Section 5. Membership

The Superintendent shall appoint the initial Chair. Thereafter, 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 (2) consecutive terms.

5.1 Number

The Committee shall consist of a minimum of seven (7) members appointed by the Board of Trustees from a list of candidates submitting written applications, and based on criteria established by Prop 39, to wit:

- One (1) member active in a business organization representing the business community located in the District.
- One (1) member active in a senior citizen's organization.
- One (1) member active in a bona-fide taxpayers association.
- One (1) member shall be a parent or guardian of a child enrolled in the District.
- One (1) member shall be both a parent or guardian of a child enrolled in the district and active in a parent-teacher organization or school site council.
- Two (2) members of the community at-large appointed by the Board.

5.2 Qualification Standards

1. To be a qualified person, he or she must be at least 18 years of age and reside within the District's geographic boundary, in accordance with Government Code Section 1020.

2. The Committee may not include any employee, official of the District or any vendor, contractor or consultant of the District.

5.3 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 and the Political Reform Act (Gov. Code §§ 81000 et seq.), and to complete the Form 700 as required by all “designated employees” of the District. Additionally, each member shall comply with the Committee Ethics Policy attached as “Attachment A” to these Bylaws.

5.4 Term

Except as otherwise provided herein, each member shall serve a term of two (2) years, beginning September 2018. No member may serve more than three (3) consecutive terms.

5.5 Appointment

Members of the Committee shall be appointed by the Board through the following process:

- a. appropriate local groups will be solicited for applications;
- b. the Superintendent or designee will review the applications;
- c. the Superintendent or designee will make recommendations to the Board.

5.6 Removal; Vacancy

The Board may remove any Committee member for any reason, including failure to attend two (2) consecutive Committee meetings without reasonable excuse or for failure to comply with the Committee Ethics Policy. Upon a member’s removal, his or her seat shall be declared vacant. The Board, in accordance with the established appointment process shall fill any vacancies on the Committee.

The Committee may elect to propose candidate(s) for consideration in filling an existing vacancy on the Committee directly to Board for their consideration. The Committee, in proposing a candidate or candidates for the Board’s consideration to fill a vacant position on the Committee, shall determine the procedure for which such proposal is to be made and the vetting of any at a regular or special meeting of the Committee, prior to submitting the proposed candidate(s) to the Board for its consideration.

5.7 Compensation

The Committee members shall not be compensated for their services.

5.8 Authority of Members

- a. Committee members shall not have the
- b. authority to direct staff of the District.

- c. Individual members of the Committee retain the right to address the Board as an individual.

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 the first quarter of the calendar year.

6.2 Location

All meetings shall be held within the District.

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.

6.4 Parliamentary Procedure

The most recent edition of Robert's Rules of Order shall govern the parliamentary procedures, disciplinary proceedings, and rules for the conduct of meetings, so long as not inconsistent with these Bylaws. No action of the Citizens' Oversight Committee shall be invalidated, or the legality thereof affected, by the failure or omission to observe or follow Robert's Rules of Order.

6.5 Teleconferencing

Members of the Citizens' Oversight committee may participate in and act at any meeting of the Association via teleconferencing using equipment with which all members participating in the meeting can communicate with each other at the same time. Participation in such meetings shall constitute attendance and presence in person at the meeting. Quorum shall be established by roll call and identification of individual members.

Section 7. District Support

7.1 The District shall provide to the Committee necessary technical and administrative assistance as follows:

- a. preparation of and posting of public notices as required by the Ralph M. 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 all Committee records and providing public access to such records on an Internet website maintained by the District.

7.2 District staff and/or District consultants shall attend all Committee proceedings in order to report on the status of projects and the expenditures of bond proceeds.

7.3 No bond proceeds shall be used to provide District support to the Committee.

Section 8. Reports

In addition to the Annual Report required in Section 3.2, the Committee may report to the Board at least semi-annually in order to advise the Board on the activities of the Committee. Such report shall be in writing and shall summarize the proceedings and activities conducted by the Committee.

Section 9. Election and Duties of Officers

A majority of the active members of the Citizens' Oversight Committee shall elect a Chair, a Vice-Chair and a Secretary at the _____ [Committee to agree on when this occurs] meeting of the Committee. The term of office shall be for a period of two (2) years commencing _____ [Committee to determine commencement date/month] and ending when their successors take office.

In the event there is a vacancy during the office of the Chair, Vice-Chair or Secretary, then a majority of the members of the Citizens' Oversight Committee shall elect a replacement Chair, Vice-Chair or Secretary, as the case may be, who are present at the first regular meeting in which a vacancy exists. If the interim vacancy is in the office of the Chair, then the Vice Chair shall perform the duties of the Chair until a successor is elected. If there is a concurrent vacancy in both the office of the Chair and the Vice-Chair, then the Secretary shall perform the duties of the Chair until a successor is elected.

In the absence of the Chair during a meeting, the Vice-Chair shall perform all functions of the Chair. If both the Chair and the Vice-Chair are absent from a meeting, then the Secretary shall perform all functions of the Chair. If the Chair, the Vice-Chair, and the Secretary are all absent from a meeting, then the members attending shall select one of their number to preside over the meeting during the absence of the Chair, the Vice-Chair and the Secretary.

The Chair shall:

- a. review the agenda prepared by staff prior to distribution and publication
- b. oversee meetings
- c. work in partnership with staff to make sure Citizens' Oversight Committee resolutions are carried out
- d. call special meetings if necessary
- e. work with the OUHSD Board of Education to recruit new members as needed
- f. act as spokesperson for the Citizens' Oversight Committee
- g. present a report, as needed or requested by the Board, pursuant to Section 8 of the Addendum of these bylaws

- h. insure that the rules of procedure and decorum are observed and enforced.

The Vice-Chair shall:

- i. carry out special assignments as requested by the Chair
- j. oversee the preparation, by staff, of the Annual Committee Report
- k. understand the responsibilities of the Chair and be able to perform these duties in the Chair's absence

The Secretary shall:

- l. record the attendance of committee members
- m. take minutes at each of the Citizens' Oversight Committee meetings and ensure their accuracy (I am not sure if we just give to staff and they type up or what, so we can put that in here)
- n. review and approve the draft minutes prepared by staff for presentations to the Citizens' Oversight Committee
- o. assume the responsibilities of the Chair in the absence of the Chair and Vice-Chair

Section 10. Amendment of Bylaws

Any amendment to these Bylaws shall be approved by a two-thirds vote of the entire Board.

Section 11. 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

ETHICS 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 a personal finance 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 projects. 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. Specifically, for a period of two (2) years after leaving the Committee, a former Committee member and the companies and businesses for which the member works shall be prohibited from contracting with the District with respect to:
 1. bidding on projects funded by the bond proceeds; and
 2. any construction projects.

Commitment to Uphold the 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 Oxnard Union High School District;

Commitment to the District

A Committee member shall seek to support the interests of the District.