

THE FAIRFIELD-SUISUN UNIFIED SCHOOL DISTRICT

RESOLUTION NO. 05-1617

**RESOLUTION ESTABLISHING A CITIZENS' BOND OVERSIGHT COMMITTEE
AND APPROVING FORM OF BYLAWS THEREFOR**

WHEREAS, the Governing Board of the Fairfield-Suisun Unified School District (the "District") previously adopted a resolution requesting Solano County and Napa County (collectively, the "County") to call an election for general obligation bonds (the "Bond Election") to be held on June 7, 2016; and

WHEREAS, notice of the Bond Election was duly given; and on June 7, 2016, the Bond Election was duly held and conducted for the purpose of voting a measure for the issuance of bonds of the District in the amount of \$249,000,000 (the "Bond Measure"); and

WHEREAS, based on the statement of results for the County, more than fifty-five percent of the votes cast on the Bond Measure were in favor of issuing the aforementioned bonds; and

WHEREAS, Section 15278 of the Education Code of the State of California provides that the governing board of a school district shall establish and appoint members to an independent citizens' oversight committee within 60 days of the date that the governing board enters the election results on its minutes; and

WHEREAS, the Governing Board of the District wishes to hereby establish such independent citizens' oversight committee in connection with the issuance of bonds under the Bond Measure, and to appoint members thereto;

NOW, THEREFORE, the Governing Board of the Fairfield-Suisun Unified School District does hereby find, determine and certify as follows:

Section 1. **Bond Election Results.** The Governing Board of the District has entered the results of the Bond Election results on its minutes within 60 days of the date of this resolution.

Section 2. **Authorization.** The Bond Measure was authorized pursuant to paragraph (3) of subdivision (b) of Section 1 of Article XIII A of the California Constitution, and subdivision (b) of Section 18 of Article XVI of the California Constitution in accordance with the requirements of the Strict Accountability in Local School Construction Bonds Act of 2000 (the "Act").

Section 3. **Establishment of Committee.** An independent citizens' oversight committee (the "Committee") is hereby established for the purposes set forth in the Act.

Section 4. **Membership.** The persons identified in the attached Exhibit A are hereby appointed as the initial members of the Committee.

Section 5. **Bylaws.** The Committee shall operate pursuant to the Governing Board-approved Bylaws. The Committee shall have only those responsibilities granted to them in the Act

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and the Bylaws. The Bylaws, as submitted herewith, and attached hereto as Exhibit B, are hereby approved.

Section 6. Other Actions. Officers of the Governing Board and members of the Committee established hereunder are hereby authorized and directed, jointly and severally, to do any and all things, and to execute and deliver any and all documents which they may deem necessary or advisable in order to give effect to and comply with the terms and intent of this resolution.

Such actions heretofore taken by such officers, officials and staff are hereby ratified, confirmed and approved.

APPROVED, PASSED, AND ADOPTED by the Governing Board of the Fairfield-Suisun Unified School District on this 25th day of August 2016, by the following vote:

AYES: Judi Honeychurch, David Isom, Kathy Marianno, Pat Shamansky,
Jonathan Richardson, John Silva, Chris Wilson

NOES: N/A

ABSENT: N/A

ABSTENTION: N/A

I, Kris Corey, Secretary of the Governing Board of the Fairfield-Suisun Unified School District of Solano and Napa Counties, California, do hereby certify that the foregoing is a full, true, and correct copy of a resolution adopted by said Board at a regular place of meeting on the date and by the vote stated, which resolution is on file in the office of said Board.

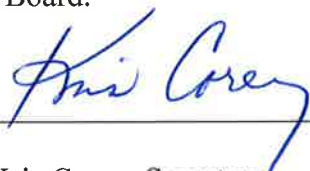

Kris Corey, Secretary
Fairfield-Suisun Unified School District
Governing Board

EXHIBIT A

INDEPENDENT CITIZENS' OVERSIGHT COMMITTEE MEMBERS

District staff recommends the Governing Board appoint the individuals listed below to the Citizens' Independent Oversight Committee (the "Committee"). District staff have selected these individuals based on the review of each candidate's written application and each candidate satisfies at least one criteria established by the Strict Accountability in Local School Construction Bonds Act of 2000.

<u>Member Name</u>	<u>Member Type</u>
Charles Wood	Business Organization Representative Parent/Guardian Representative
Jana Modena	Business Organization Representative Parent/Guardian Representative
Rochelle Sherlock	Senior Citizens' Organization Representative Business Organization Representative
Barbara Pisching	Taxpayer Organization Representative
LeRoy Purvis	Parent/Guardian Representative
Nicole Mallari	Parent/Guardian and Parent-Teacher Representative
Rick Wood	At-large Representative
Robert C. Thomas, Sr.	At-large Representative

EXHIBIT B

CITIZENS' BOND OVERSIGHT COMMITTEE BYLAWS

Section 1. Committee Established. The Fairfield-Suisun Unified School District (the "District") was successful at the election conducted on June 7, 2016 (the "Election"), in obtaining authorization from the District's voters to issue up to \$249,000,000 aggregate principal amount of the District's general obligation bonds (the "Bond Measure"). 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 of California ("Prop 39"). Pursuant to Section 15278 of the Education Code, the District is now obligated to establish the Committee in order to satisfy the accountability requirements of Prop 39. The Board of Trustees of the 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 Act* (Government Code section 54950 et seq.) 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, 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 Bond Measure. Regular and deferred maintenance projects and all monies generated under other sources shall fall outside the scope of the Committee's review.

Section 3. Duties of the Committee. 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 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 Bond Measure; and (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.

Section 4. Authorized Activities. In order to perform the duties set forth in Section 3, the Committee may engage in the following authorized activities:

- 4.1 Review Audit. Receive and review copies of the District's annual independent performance audit and annual independent financial audit required by Article XIII A of the California Constitution.
- 4.2 Inspect Facilities. Inspect District 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.
- 4.3 Review Cost Saving Measures. Review efforts by the District to maximize bond proceeds by implementing various cost-saving measures.
- 4.4 Limitation of Committee Authority. The Committee's authority is limited to such powers expressly granted to the Committee by these by-laws, California law, and action by the Board.

Section 5. 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:

- (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.

Section 6. Membership.

- 6.1 Number. The Committee shall consist of a minimum of seven (7) members appointed by the Board from a list of candidates submitting written applications, including staff recommendations, and based on criteria established by Prop 39, to wit:
- One (1) member who is a parent or guardian of a child enrolled in the District.
 - 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 who is both
 - A parent or guardian of a child enrolled in the District; and
 - Active in a parent-teacher organization, such as the Parent-Teacher Association, or a school site council.
 - Two (2) members of the community at-large appointed by the Board.
- 6.2 Qualification Standards.
- (a) 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.
 - (b) The Committee may not include any employee, official of the District or any vendor, contractor or consultant of the District.
- 6.3 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.
- 6.4 Term. Except as otherwise provided herein, each member shall serve a term of three (3) years, beginning September 1, 2016. No member may serve more than three (3) consecutive terms. At the Committee's first meeting, members will draw lots to select a minimum of three (3) members to serve for an initial two (2) year term and the remaining members for an initial three (3) year term.
- 6.5 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 his or her designee will review the applications; and
- (c) The Superintendent or his or her designee will make recommendations to the Board.

6.6 Removal; Vacancy. The Board may remove any Committee member for any reason, including failure to attend two consecutive Committee meetings without reasonable excuse. 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.

6.7 Compensation. The Committee members shall not be compensated for their services. The private and personal property of the Committee members shall be exempt from execution or other liability for any debts, liabilities or obligations of the District or the Committee, and no Committee members shall be personally liable or responsible for any debts, liabilities or obligations of the District or the Committee except where expressly set forth in California law.

6.8 Authority of Members.

- (a) Committee members shall not have the authority to direct staff of the District unless such authority is expressly authorized by the Board.
- (b) Individual members of the Committee retain the right to address the Board, either on behalf of the Committee or as an individual.

Section 7. Meetings of the Committee.

7.1 Regular Meetings. The Committee is required to meet at least once a year.

7.2 Location. All meetings shall be held within the Fairfield-Suisun Unified School District located in Solano County, California.

7.3 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 8. District Support.

- 8.1 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 *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;
 - (d) In accordance with Education Code section 15280(b), retention of all Committee records, and providing public access to such records on an Internet website maintained by the District;
 - (e) The taking and maintaining of minutes of the Committee meetings, which minutes shall, at a minimum, include an identification of all Committee members present and absent at any meeting of the Committee, and a statement of the vote on each issue of business directed, determined or set out by the Committee; and
 - (f) Arranging tours and inspections of school facilities and grounds as may be reasonably scheduled by the Committee, as set forth in Section 4.2 above.
- 8.2 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.

Section 9. Reports. In addition to the Annual Report required in Section 3.3, the Committee may report, as needed, to the Board 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 10. Officers. 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.

Section 11. Amendment of Bylaws. Any amendment to these Bylaws shall be approved by a majority vote of the Board, as required by California law.

Section 12. Termination.

12.1 The Committee shall be disbanded at the end of the fiscal year in which:

- (a) All Prop 39 bond proceeds, and earnings thereon, have been expended;
- (b) The Committee has issued its final Annual Report as required under Section 3.3 above; and
- (c) The Committee has completed and conducted its final meeting, which shall be scheduled after notice of 12.1(a) herein occurs.

12.2 The District (pursuant to its records retention policy) shall keep all records of the Committee for a period of at least two (2) years after the disbanding of the Committee as provided for herein.