

## **BYLAWS OF THE LAUSD SCHOOL CONSTRUCTION BOND CITIZENS' OVERSIGHT COMMITTEE**

### **1. AUTHORITY; NAME.**

1.1 On July 9, 2002, the LAUSD Board of Education (the "Board") and the Independent Proposition BB Blue Ribbon Citizens' Oversight Committee agreed to a Charter and Memorandum of Understanding (the "MOU") for the LAUSD Construction, Repair and Modernization Bonds Citizens' Oversight Committee (the "Committee"). Pursuant to the Citizens' Oversight Committee's September 25, 2002 Resolution 2002-7, the formal name of the Committee's shall be The School Construction Bond Citizens' Oversight Committee. On February 27, 2007, March 15, 2011, and April 18, 2017, the Committee's MOU was amended.

### **2. PURPOSE.**

2.1 The purpose of the Committee is as set out in the MOU, as it may be amended from time to time, and the contents of the MOU are fully incorporated herein by reference.

### **3. COMMITTEE COMPOSITION**

3.1 **Members.** The Board shall appoint fifteen (15) members to the Committee as stated in the MOU.

3.2 **Term of service.** Committee members shall serve in accordance with the terms permitted by law. Following an absence of one year, any individual whose term has expired due to statutory term limits shall be eligible to serve again.

#### **3.3 Compensation; Reimbursement.**

3.3.1 Committee members shall not be compensated for their service.

3.3.2 Requests for reimbursement of anticipated actual and necessary expenses must be submitted to the Chair for approval before incurring the expense and may be paid in accordance with the provisions of Section 10 of these Bylaws.

3.4 **Alternates.** An individual to act as an alternate for the primary member of the Committee shall be selected and appointed in the same manner as is the primary member. The alternate may attend meetings in place of the primary member when the primary member cannot attend. On those occasions when the alternate member attends meetings of the Committee, the alternate member shall be accorded all of the same rights and privileges as those

accorded to the primary member except that if a primary member is an officer of the Committee, the alternate is not deemed to be the holder of that office in the absence of the primary member. For example, if the Chair of the Committee does not attend a meeting and their alternate attends instead, the Vice-Chair would preside over the meeting, not the alternate of the Chair. If both the primary member and their alternate both attend a meeting of the Committee, only the primary member shall act as a member of the Committee for the time he or she is present. Only a primary member may hold an office of the Committee as provided in Article IV, Section 7 of these Bylaws. If an alternate member is elected to an office of the Committee, then the alternate shall become the primary member and the primary member shall become the alternate member. An alternate member and a primary member cannot be concurrent officers of the Committee.

#### **4. COMMITTEE RULES AND PROCEDURES.**

4.1 **Quorum.** A majority of active members of the Committee shall constitute a quorum.

4.2 **Principal Office.** The Committee's principal office is located at 333 S. Beaudry Avenue, 23<sup>rd</sup> Floor, Los Angeles, California 90017. The Committee's telephone number is (213) 241-5183; the Committee's facsimile number is (213) 241-8354. The Committee's e-mail address is boc@laschools.org.

#### **4.3 Voting.**

4.3.1 Each member of the Committee shall be entitled to one vote. Votes shall be entered in person. All votes are to be recorded and reported in the minutes. Members may not vote by absentee ballot or proxy. Recommendations to the District to approve or disapprove a project must be approved by a majority of the active members of the Committee. Other recommendations may be approved by a majority of the active members in attendance, provided that there is a quorum; for such matters, an abstention is treated as a non-vote and the requirement for passage is a majority of those voting on the matter.

4.3.2 Upon a motion being made and seconded, and the question being called, the Chair (or presiding officer) shall ask if the motion may pass without objection. If no objection is heard, then the Chair may declare that the motion passes unanimously. If an objection is heard, then the Chair shall ask the Administrator or the Committee's Counsel to call the roll and each member shall upon being called state their vote on the motion—yes, no, or abstain. The Administrator shall then inform the Chair of the totals and the Chair shall then declare whether the motion passes or fails.

#### **4.4 Inactive members.**

4.4.1 Members or their alternates are expected to attend all meetings. If a member, without a reason acceptable to the Committee, fails to attend either (1) two or more consecutive meetings, or (2) three or more meetings in a 12 month period, then the Executive Committee of the Committee shall convene and determine whether or not to declare the member as inactive. If the member is declared inactive by action of the Executive Committee, then the Committee shall so inform the Board.

4.4.2 If a current member is inactive or if one of the nominating individuals or organizations elects not to nominate a member, the Committee shall request the nominating entity to nominate a replacement for the inactive member. If the nominating authority fails to do so within the time limit specified in MOU §3.5, the Committee Chair shall confer with the President of the Board as therein detailed to recommend to the Board and Committee a new nominating entity consistent with State law.

#### **5. FREQUENCY AND LOCATION OF MEETINGS.**

5.1 The Committee shall meet monthly or as the Committee shall deem necessary to conduct its business. As soon as possible after the Board establishes its meeting schedule for the upcoming school year, the Chair, after consulting as appropriate with the Committee members and staff, shall promulgate the Committee monthly meeting schedule. In doing so, the Chair shall consider the best timing for meetings to be able to submit recommendations to the Board at its meetings and to maximize BOC member attendance by, to the extent possible, meeting the same time of day, the same day of the week, and the same week each month. Recognizing that events beyond the control of the Committee will impact meeting schedules, the Chair and staff shall attempt to give Committee members, District staff, members of the public, and other interested parties the maximum practical notice of meeting dates and possible changes in meetings dates. Meetings shall generally be held at the LAUSD Headquarters Boardroom, but may be rescheduled or moved to another location as determined by the Chair of the Committee.

#### **6. AGENDAS; MEETINGS OPEN TO THE PUBLIC.**

6.1 **Agenda.** The Chair shall, with the assistance of staff, prepare the agenda for each meeting of the Committee. Meeting agendas shall be prepared in advance of each meeting based on requests from the District, and suggestions from Members, staff and the public.

6.2 **Statutory Requirements.** The Committee shall comply with and be subject to the protections of the Ralph M. Brown Act, California Government Code §§54950, *et seq.* The posting of the agenda shall comply with California Government Code §54954.2 (and any amendments thereto). Special meetings

shall comply with California Government Code §54956 (and any amendments thereto). Closed session reports shall comply with California Government Code §§54957.1 and 54957.7 (and any amendments thereto).

**6.3 Consideration of Matters Not on Agenda.** Matters which do not appear on the agenda may be acted upon by the Committee if (1) approved by a two-thirds vote of members present at the meeting, or if less than two-thirds of the members are present, a unanimous vote of those members present, and (2) the Committee determines that there is a need for immediate action that cannot reasonably wait until the next scheduled meeting and that the need for action came to the attention of the Committee after the agenda was posted.

**6.4 Consent Calendar.** Items listed under the Consent Calendar are those items the Chair believes will not require discussion and are routine in content. Also listed under the Consent Calendar shall be resolutions confirming action from a previous meeting which are brought back for approval of form rather than approval of action. Items may be pulled for separate discussion for clarification at the request of any member, or upon receipt of a written request for public comment on the item.

**6.5 Minutes.** Minutes of previous meetings to be approved by the Committee, together with the agenda of the upcoming meeting should be sent to Committee members no later than three business days before the upcoming meeting. Meeting materials, including an agenda, and additional information about the agenda items typically in the form of reports prepared for the Board of Education by District staff, shall be distributed to all active Committee members.

## **7. ELECTION AND DUTIES OF OFFICERS; CONDUCT OF MEETINGS.**

### **7.1 Election of Officers.**

**7.1.1** A majority of the active members of the Committee shall elect a Chair, a Vice-Chair and a Secretary at the June meeting of the Committee each year and such individuals shall hold office for one year commencing on the following July 1 and ending when their successors take office. In the event there is a vacancy during the year in the office of the Chair, Vice-Chair, or Secretary, then a majority of the active members of the Committee shall elect a replacement Chair, Vice-Chair or Secretary, as the case may be, 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.

**7.1.2** Other Members of the Executive Committee shall be elected at such times as vacancies may occur and shall hold office at the pleasure of the Committee.

**7.2 Absence of Chair at Meetings.** In the absence of the Chair during a meeting, the Vice-Chair shall perform all of the functions of the Chair. If both the Chair and the Vice-Chair are absent from a meeting, then the Secretary shall perform all of the functions of the Chair. If the Chair, the Vice-Chair and the Secretary are all absent from a meeting, than 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.

**7.3 Duties of Chair.** The Chair shall: oversee meetings; serve as an ex-officio member of all subcommittees and task forces; work in partnership with staff to make sure Committee resolutions are carried out; call special meetings if necessary; appoint all subcommittee/task force chairs and recommend who will serve on committees/task forces (with the exception of the members of the Executive Committee who shall be elected by the members); approve agendas for meetings; assist in conducting orientation of new members; coordinate the hiring and evaluations of staff and consultants; act as spokesperson for the Committee; periodically consult with members on their roles and help them assess their performance; confer with the Board President to recommend replacement Committee member nominating authorities as provided for in MOU §3.5, and insure that the rules of procedure and decorum contained herein are observed and enforced.

**7.4 Duties of Vice Chair.** The Vice-Chair shall: carry out special assignments as requested by the Chair; understand the responsibilities of the Chair and be able to perform these duties in the Chair's absence; and participate as a vital part of the Committee's leadership.

**7.5 Duties of Secretary.** The Secretary shall: ensure that the Committee's records are maintained and ensure their accuracy and safety; review and approve the draft minutes prepared by staff for presentations to the Committee; assume the responsibilities of the Chair in the absence of the Chair and Vice-Chair; and ensure that notice of meetings of the Committee and/or of subcommittees or task forces is given when such notice is required.

**7.6 Conduct of Meeting.**

**7.6.1** During meetings, Committee members should request the floor from the Chair before speaking. Members shall avoid repetition and shall endeavor to limit their comments to the subject matter at issue. Members shall limit their comments to matters within the subject matter jurisdiction of the Committee.

**7.6.2** When one member is speaking, other members shall not interrupt or otherwise disturb the speaker. Members may question the person addressing the Committee at the conclusion of the person's comments or upon

expiration of the person's time to speak. Such questions shall be directed to the person through the Chair.

7.6.3 If a member of the audience has addressed the Committee on matters which are not on the posted agenda for that meeting, members shall refrain from discussing such matters. If the non-agenda matter raised by a member of the public concerns an issue that is within the subject matter jurisdiction of the Committee, any member may request that the Committee vote to place that matter on a future agenda.

## **8. CONDUCT OF MEMBERS OF THE PUBLIC AT MEETINGS.**

8.1 **Public Speakers.** Except as otherwise provided in this section, individual speakers before the Committee shall have a three-minute time limit per item and the time allotted for public speakers shall be limited to a total of twenty-one (21) minutes per agenda item. The Chair may increase a speaker's time limit by no more than ten minutes. If there are a large number of speakers on an agenda item, the Chair may shorten the time per speaker, limit the number of speakers, and/or lengthen the total speaking time for that item. If it is necessary to limit the number of speakers, the Chair shall attempt to balance the number of speakers on each/all sides of the subject. If a speaker uses a translator or otherwise requires more time to communicate, the time allowed for that speaker shall be increased as the Chair finds appropriate. The Chair shall ensure that all persons addressing the Committee confine the subject matter of their remarks to the particular matter before the Committee.

8.2 **Speaker Slip.** Any person wishing to speak during the public comments portion of the meeting or on an agenda item shall first complete a speaker slip and submit the slip to the Administrative Staff Aide Committee prior to the time the particular agenda matter is called by the Chair. No person shall address the Committee without first being recognized by the Chair. Each person addressing the Committee shall do so from the public podium, and shall return to their seat at the conclusion of their remarks. Persons addressing the Committee shall address the Committee as a whole and shall not direct comments to individual members of the Committee or to members of the audience. Any person speaking before the Committee during the public comments portion of the meeting should begin by stating their name and their affiliation with any organization.

8.3 **Disorderly Conduct.** In the event of disorderly conduct by members of the public so as to render the orderly conduct of such meeting unfeasible and order cannot be restored by the removal of individuals who are willfully interrupting the meeting, the Committee may order the meeting room cleared and continue in session pursuant to California Government Code § 54957.9 (and any amendments thereto).

## **9. SUBCOMMITTEES AND TASK FORCES.**

### **9.1 Creation Of Subcommittees; Purpose And Scope.**

9.1.1 The Chair of the Committee may define and limit a subcommittee's scope and authority, and establish rules of operation for the subcommittees. Each subcommittee shall meet and shall make recommendations and reports as deemed necessary or appropriate by the Chair of the Committee. In the absence of the subcommittee chairperson, the vice-chairperson shall conduct routine business matters and meetings of the subcommittee.

9.1.2 The status, purpose and authority of subcommittees shall be determined by the Chair of the Committee at the time they are formed. However, the Committee may modify a subcommittee's status, purpose or authority at any time.

9.1.3 A subcommittee may act within the delegated authority without further approval by the Committee. However, no subcommittee or subcommittee members shall make or issue policy statements, recommendations, or media releases without prior approval of the Committee. Further, any subcommittee activity which implies action by the Committee or is outside the subcommittee's delegated authority is not permitted without specific Committee approval.

### **9.2 Standing Subcommittees; Executive Committee.**

9.2.1 There shall be an Executive Committee whose membership shall consist of the Committee Chair, the Vice-Chair, the Secretary and up to two (2) additional members elected by the Committee. The Committee Chair shall serve as the Chairperson of the Executive Committee.

9.2.2 The Executive Committee shall fulfill the duties charged to it pursuant to Section 4.4. of these Bylaws. The Executive Committee shall discharge its duties as may from time to time be given to it by the Committee.

9.2.3 The Executive Committee of the Committee and any other standing subcommittee shall comply with and be subject to the protections of the Ralph M. Brown Act, California Government Code §§ 54950, et seq.

9.3 **Task Forces.** Task Forces may be appointed by the Chair as deemed necessary to carry on the work of the Committee. Task Forces shall be formed, organized, and operated as described for Committees in Section 9.1 above, except that Task Forces shall be organized on an *ad hoc* basis to address specific tasks within a specific limited time frame. The Chair shall be an *ex officio* member of each Task Force.

9.4 **Establishment of Subcommittees and Task Forces by Action of the Committee.** Subcommittees and Task Forces may be established by action of the Committee at a majority vote of those voting at a scheduled monthly meeting with a quorum present.

## **10. QUARTERLY REPORTS; PAYMENT OF EXPENSES**

### **10.1 Quarterly Reports.**

10.1.1 The Committee shall review and evaluate the progress and status of bond construction projects and shall prepare, approve, and distribute Quarterly Reports of its activities, findings and recommendations to the Superintendent of LAUSD, the Board, and the public. Each Quarterly Report shall concern the events of the preceding calendar quarter and shall be distributed within 60 days of the end of the calendar quarter to which it pertains.

10.1.2 The process for preparing, approving and distributing the Quarterly Reports shall be as follows: (1) the Chair shall be responsible for preparing a draft Quarterly Report which shall be presented at a regularly scheduled meeting of the Committee; (2) the draft Quarterly Report shall be discussed and considered by the Committee at the meeting and shall be approved as presented or with amendments or changes following the opportunity for and receipt of any public comment; (3) after the meeting, the Quarterly Report shall be put into its final approved form and shall be distributed and published on the Committee's website.

10.2 **Payment of Expenses.** Invoices for costs and services provided to the Committee shall be handled in the following manner:

10.2.1 The Chair may delegate to the Committee's Administrator the authority to approve purchases up to \$1,000 for items such as delivery services, reproduction of Committee reports and miscellaneous Committee expenses.

10.2.2 Upon receipt, all invoices addressed to or forwarded to the Committee shall be reviewed by the Administrator who shall determine whether invoices are correct, appropriate and within the Committee's budget.

10.2.3 The Administrator shall forward all invoices with a recommendation for payment or nonpayment to the Chair or other Committee member in accordance with MOU § 9.4 who shall have approval authority on all items within the Committee's budget.



10.2.4 Items exceeding the Committee's budget, or items the Chair deems worthy of further consideration, shall be brought before the Committee at the next meeting for consideration.

10.2.5 The Administrator shall be responsible for tracking the Committee's budget and reporting to the Committee whether expenditures are within the amounts planned and what steps have been taken or are proposed to be taken to assure that the Committee has enough funds to accomplish its annual mission.

10.2.6 Members shall be reimbursed to attend one bona fide conference or educational seminar related to California school facilities each year. If approved by a majority of the Committee, the Chair or other member may testify before a State authority and their actual and necessary travel, meal, and lodging expenses shall be reimbursed. These expenses shall be paid by the LAUSD from non-Bond Proceeds.

10.2.7 The expenses of the Committee shall be published in the Committee's quarterly reports.

## **11. PARLIAMENTARY PROCEDURE.**

11.1 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 Committee shall be invalidated, or the legality thereof affected, by the failure or omission to observe or follow Robert's Rules of Order.

## **12. AMENDMENTS.**

12.1 Notice of a proposed amendment to these Bylaws must be sent by mail and by email or fax (if available) to each member of the Committee at least three (3) days prior to the meeting at which it will be considered. Approval of amendments requires a majority vote of the active members.

12.2 Whenever there are amendments to the MOU, the Committee shall commission a review of the Bylaws and consider appropriate amendments.