

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

### **ARTICLE I – AUTHORITY; NAME**

On July 9, 2002, the LAUSD Board and the Independent Proposition BB Blue Ribbon Citizens' Oversight Committee agreed to a Charter and Memorandum of Understanding (the "Charter") for the LAUSD Construction, Repair and Modernization Bonds Citizens' Oversight Committee (the "Citizens' Oversight Committee"). Pursuant to the Citizens' Oversight Committee's September 25, 2002 Resolution 2002-7, the formal name of the Citizens' Oversight Committee's shall be The School Construction Bond Citizens' Oversight Committee.

### **ARTICLE II -- PURPOSE**

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

### **ARTICLE III -- COMMITTEE COMPOSITION**

#### **Section 1. Members**

The Board shall appoint fifteen (15) members to the Citizens' Oversight Committee as stated in the Charter with the advice of the Citizens' Oversight Committee provided in accordance with these Bylaws.

#### **Section 2. Term of service**

Citizens' Oversight Committee members shall serve for two-year terms as provided in the Charter.

#### **Section 3. Compensation; Reimbursement**

Citizens' Oversight Committee members shall not be compensated for their service.

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 Article VI of these Bylaws.

#### **Section 4. Alternates**

An individual to act as an alternate for the primary member of the Citizens' Oversight 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 Citizens' Oversight Committee, the alternate member shall be accorded all of the same rights and privileges as those accorded to the primary member except that if the primary member is the Chair or the Vice-Chair of the Citizens' Oversight Committee, then the alternate is not to act as the Chair or Vice-Chair. For example, if the Chair of the Citizens' Oversight Committee does not attend a meeting and his or her alternate attends instead, the Vice-Chair would preside over the meeting, not the alternate of the Chair. If both the primary member and his or her alternate both attend a meeting of the Citizens' Oversight Committee, only the primary member shall act as a member of the Citizens' Oversight Committee for the time he or she is present.

## **ARTICLE IV – COMMITTEE RULES AND PROCEDURES**

### **Section 1. Quorum**

A majority of active members of the Citizens' Oversight Committee shall constitute a quorum.

### **Section 2. Principal Office**

The Citizens' Oversight Committee's principal office is located at 355 S. Grand Avenue, 10th Floor, Los Angeles, California 90071. The Citizens' Oversight Committee's telephone number is (213) 633-7493; the Citizens' Oversight Committee's facsimile number is (213) 633-7680.

### **Section 3. Voting**

Each member of the Citizens' Oversight Committee shall be entitled to one vote to 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 Board to approve or disapprove a project must be approved by a majority of the active members of the Citizens' Oversight Committee. Other recommendations may be approved by a majority of the active members in attendance, provided that there is a quorum.

### **Section 4. Inactive members**

Members or their alternates are expected to attend all meetings. If a member, without a reason acceptable to the Citizens' Oversight 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 Citizens' Oversight 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 Citizens' Oversight Committee shall so inform the Board.

If a current member is inactive or if one of the nominating individuals or organizations elects not to nominate a member, the Citizens' Oversight Committee shall request the Board to appoint a replacement or recommend specific changes in the number of members and/or composition of the Citizens' Oversight Committee to the Board, consistent with state law.

### **Section 5. Frequency And Location Of Meetings**

The Citizens' Oversight Committee shall meet monthly or as the Citizens' Oversight Committee shall deem necessary to conduct its business. Meetings shall be held at the LAUSD Headquarters Boardroom at 10:00 a.m. of the third Wednesday of every month but may be rescheduled or moved to another location as determined by the Chair of the Citizens' Oversight Committee.

### **Section 6. Agendas; Meetings Open To The Public**

The agenda shall include: Call to Order; Minutes; Consent Calendar; Committee Reports; Committee Business; Statements for the Record by Committee Members, Public Comment.

The Citizens' Oversight 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).

Matters which do not appear on the agenda may be acted upon by the Citizens' Oversight 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 Citizens' Oversight 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 Citizens' Oversight Committee after the agenda was posted.

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.

Minutes of the previous meeting and agenda of the upcoming meeting should be sent to Citizens' Oversight Committee members no later than three business days before the upcoming meeting. Whenever possible, an explanation of agenda items shall accompany the notification. Citizens' Oversight Committee members who are absent shall receive all material distributed at missed meetings. Audio and/or video tape recordings of the Citizens' Oversight Committee's meetings shall be retained on file for a period of at least one year. At the direction of the Citizens' Oversight Committee or the Chair, specific tapes may be retained for a longer period.

### **Section 7. Election, Duties And Term Limits Of Chair, Vice-Chair and Secretary; Conduct Of Meetings**

A majority of the active members of the Citizens' Oversight Committee shall elect a Chair, a Vice-Chair and a Secretary at the June meeting of the Committee each year (commencing June 2004) 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 Citizens' Oversight 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.

The Chair shall not be elected for more than two consecutive years plus an immediately preceding unexpired term, if any. The Vice-Chair shall not be elected for more than two consecutive years plus an immediately preceding unexpired term, if any. Any other Officers of the Committee and the 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.

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, 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: oversee meetings; serve as an ex-officio member of all subcommittees and task forces; work in partnership with staff to make sure Citizens' Oversight 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); prepare agendas for meetings; assist in conducting orientation of new members; coordinate the hiring and evaluations of staff and consultants; work with the LAUSD Board of

Education to recruit new members; act as spokesperson for the Citizens' Oversight Committee; periodically consult with members on their roles and help them assess their performance; and insure that the rules of procedure and decorum contained herein are observed and enforced.

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 Citizens' Oversight Committee's leadership.

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

During meetings, Citizens' Oversight 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 Citizens' Oversight Committee.

When one member is speaking, other members shall not interrupt or otherwise disturb the speaker. Members may question the person addressing the Citizens' Oversight 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.

If a member of the audience has addressed the Citizens' Oversight 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 Citizens' Oversight Committee, any member may request that the Citizens' Oversight Committee vote to place that matter on a future agenda.

### **Section 8. Conduct Of Members Of The Public At Meetings**

Individual speakers before the Citizens' Oversight Committee shall have a three-minute time limit per item. The Chair may increase this time limit by no more than ten minutes. The Chair shall ensure that all persons addressing the Citizens' Oversight Committee confine the subject matter of their remarks to the particular matter before the Citizens' Oversight Committee.

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 Citizens' Oversight Committee for the prior to the time

the particular agenda matter is called by the Chair. No person shall address the Citizens' Oversight Committee without first being recognized by the Chair. Each person addressing the Citizens' Oversight Committee shall do so from the public podium, and shall return to his or her seat at the conclusion of his or her remarks. Persons addressing the Citizens' Oversight Committee shall address the Citizens' Oversight Committee as a whole and shall not direct comments to individual members of the Citizens' Oversight Committee or to members of the audience. Any person speaking before the Citizens' Oversight Committee during the public comments portion of the meeting shall have a three-minute time limit per item.

In the event of disorderly conduct by members of the public, the Citizens' Oversight Committee may order the meeting room cleared pursuant to California Government Code § 54957.9 (and any amendments thereto).

## **ARTICLE V -- SUBCOMMITTEES**

### **Section 1. Creation Of Committees; Purpose And Scope**

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

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

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

### **Section 2. Standing Subcommittee -- Executive Committee**

There shall be permanently an Executive Committee whose membership shall consist of the Citizens' Oversight Committee Chair, the Vice-Chair, and up to 3 additional members elected by the Citizens' Oversight Committee. The Citizens'

Oversight Committee Chair shall serve as the Chairperson of the Executive Committee.

The Executive Committee shall fulfill the duties charged to it pursuant to Article IV, Section 4 of these Bylaws. The Executive Committee shall discharge its duties as may from time to time be given to it by the Citizens' Oversight Committee.

The Executive Committee of the Citizens' Oversight Committee shall comply with and be subject to the protections of the Ralph M. Brown Act, California Government Code §§ 54950, *et seq.*

### **Section 3. Ad Hoc Subcommittees**

Other subcommittees may be appointed by the Chair as deemed necessary to carry on the work of the Citizens' Oversight Committee. The Chair shall be an ex officio member of each subcommittee.

## **ARTICLE VI – QUARTERLY REPORTS; PAYMENT OF EXPENSES**

### **Section 1. Quarterly Reports**

The Citizens' Oversight 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.

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 Citizens' Oversight Committee; (2) the draft Quarterly Report shall be discussed and considered by the Citizens' Oversight 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 Citizens' Oversight Committee's website.

### **Section 2. Payment of Expenses**

Invoices for costs and services provided to the Citizens' Oversight Committee shall be handled in the following manner:

1. The Chair may delegate to the Citizens' Oversight Committee's Administrative Staff Aide the authority to

- approve purchases up to \$1,000 for items such as delivery services, reproduction of Citizens' Oversight Committee reports and miscellaneous Citizens' Oversight Committee expenses.
2. Upon receipt, all invoices addressed to or forwarded to the Citizens' Oversight Committee shall be reviewed by the Administrative Staff Aide, who shall determine whether invoices are correct, appropriate and within the Citizens' Oversight Committee's budget.
  3. The Administrative Staff Aide shall forward all invoices with a recommendation for payment or nonpayment to the Chair who shall have approval authority on all items within the Citizens' Oversight Committee's budget. In the event the Chair is unavailable, approval authority shall vest in the Vice Chair.
  4. Items exceeding the Citizens' Oversight Committee's budget, or items the Chair deems worthy of further consideration, shall be brought before the Citizens' Oversight Committee at the next meeting for consideration.
  5. The Administrative Staff Aide shall be responsible for tracking the Citizens' Oversight Committee's budget and reporting monthly to the Citizens' Oversight Committee whether expenditures are within the amounts planned and what steps have been taken or are proposed to be taken to assure that the Citizens' Oversight Committee has enough funds to accomplish its annual mission.
  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 Citizens' Oversight Committee, the Chair may testify before a State authority and his or her actual and necessary travel, meal, and lodging expenses shall be reimbursed. These expenses shall be paid by the LAUSD from non-Bond Proceeds.
  7. The expenses of the Citizens' Oversight Committee shall be published in the Citizens' Oversight Committee's quarterly reports.

## **ARTICLE VII -- PARLIAMENTARY AUTHORITY**

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.

## **ARTICLE VIII -- AMENDMENTS**

Notice of a proposed amendment to these Bylaws must be sent by mail to each member of the Citizens' Oversight Committee at least 14 days prior to the meeting at which it will be considered. Approval of amendments requires a majority vote of the active members.