

GLENDALE COMMUNITY COLLEGE DISTRICT

December 20, 2016

RESOLUTION NO. 19-2016-2017

TO: Board of Trustees

SUBMITTED BY: David Viar, Superintendent/President

REVIEWED BY: Anthony Culpepper, Executive Vice President
Administrative Services

PREPARED BY: David Casnocha, Esq.
Stradling, Yocca, Carlson & Rauth

SUBJECT: RESOLUTION #19-2016-2017: RESOLUTION OF THE
BOARD OF TRUSTEES OF THE GLENDALE
COMMUNITY COLLEGE DISTRICT EXPANDING THE
SCOPE OF RESPONSIBILITIES OF ITS INDEPENDENT
CITIZENS' BOND OVERSIGHT COMMITTEE AND
APPROVING AMENDED AND RESTATED BYLAWS

DESCRIPTION OF HISTORY / BACKGROUND

An election was held in the Glendale Community College District on November 8, 2016 for the issuance and sale of general obligation bonds of the Glendale Community College District (the "District"). Measure GC was approved under Proposition 39 which requires that the District establish, populate and empower an independent citizens' bond oversight committee. The District currently has a bond oversight committee established for Measure G in connection with the issuance of bonds under Measure G. The District now wishes to expand the responsibilities of the Glendale Community College District Independent Citizens' Bond Oversight Committee to include the review of expenditures of the Measure GC bond proceeds and to approve the Amended and Restated Bylaws which set forth the expanded power and responsibilities of the Committee.

COMMITTEE HISTORY

College Executive Committee December 13, 2016

FISCAL IMPACT

Because the Education Code prohibits the use of bond funds for the support of the Committee, there may be a limited fiscal impact to the General Fund resulting from the creation of and the District's support of the Committee.

RECOMMENDATION

The Superintendent/President recommends that the Board of Trustees adopt Resolution No. 19-2016-2017 approving the expanded scope of the responsibilities of its Independent Citizens' Bond Oversight Committee and amended and restated bylaws.

GLENDALE COMMUNITY COLLEGE DISTRICT

RESOLUTION NO. 19-2016-2017

RESOLUTION OF THE BOARD OF TRUSTEES OF THE GLENDALE COMMUNITY COLLEGE DISTRICT APPROVING AMENDED AND RESTATED BYLAWS FOR THE DISTRICT'S INDEPENDENT CITIZENS' BOND OVERSIGHT COMMITTEE

WHEREAS, the Glendale Community College District (the "District") has previously approved Measure G and established an independent oversight committee to oversee the expenditures of Measure G bond proceeds; and

WHEREAS, the Board of Trustees (the "Board") of the District previously adopted a resolution requesting Los Angeles County, California to call an election for general obligation bonds ("Election") held on November 8, 2016 ("Measure GC"); and

WHEREAS, notice of the Election was duly given and on November 8, 2016, the 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 \$325,000,000; and

WHEREAS, based on the Canvass and Statement of Results for the Counties, more than fifty-five percent of the votes cast on Measure GC were in favor of issuing the aforementioned bonds; and

WHEREAS, the Board desires to expand the powers of its existing Measure G independent citizens' bond oversight committee (the "Committee") to include a review of expenditures in connection with issuance of bonds under both Measure G and Measure GC and to approve Amended and Restated Bylaws governing such Committee.

NOW, THEREFORE, THE BOARD OF TRUSTEES OF THE GLENDALE COMMUNITY COLLEGE DISTRICT DOES HEREBY FIND, DETERMINE AND CERTIFY AS FOLLOWS:

Section 1. **Authorization.** Measure G and Measure GC were 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 2. **Empowerment of Committee.** The scope of the Measure G oversight committee is hereby expanded to include a review of Measure GC expenditures for the purposes set forth in the Act.

Section 3. **Amended and Restated Bylaws.** The Committee shall operate pursuant to the Board approved Bylaws. The Committee shall have only those responsibilities granted to them in the Act and in the Amended and Restated Bylaws. The Amended and Restated Bylaws, as submitted herewith and attached hereto, are hereby approved, and any prior Bylaws governing the Committee are hereby rescinded and repealed.

Section 4. **Other Actions.** Officers of the 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.

ADOPTED, SIGNED AND APPROVED this 20th day of December, 2016.

BOARD OF TRUSTEES OF THE GLENDALE
COMMUNITY COLLEGE DISTRICT

President

ATTEST:

Secretary

STATE OF CALIFORNIA)
)ss
LOS ANGELES COUNTY)

I, David Viar, do hereby certify that the foregoing is a true and correct copy of Resolution No. 19-2016-2017, which was duly adopted by the Board of Trustees of the Glendale Community College District at the meeting thereof held on the 20th day of December, 2016, and that it was so adopted by the following vote:

AYES:

NOES:

ABSENT:

ABSTENTIONS:

By _____
Secretary

**GLENDALE COMMUNITY COLLEGE DISTRICT
INDEPENDENT CITIZENS' BOND OVERSIGHT COMMITTEE
AMENDED AND RESTATED BYLAWS**

Section 1. Committee Established. The Glendale Community College District (the "District") was successful at the election conducted on March 5, 2004 (the "2004 Election"), in obtaining authorization from the District's voters to issue up to \$98,000,000 aggregate principal amount of the District's general obligation bonds ("Measure G"). The District was successful at the election conducted on November 8, 2016 in obtaining authorization from the District's voters to issue up to \$325,000,000 aggregate principal amount of the District's general obligation bonds ("Measure GC"). The Measure G Election and the Measure GC Election are hereinafter referred to as the "Elections." Measure G and Measure GC are hereinafter referred to as the "Measures." The Elections were each 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 and a resolution of the Board of Trustees of the District (the "Board"), the District has established an Independent Citizens' Bond Oversight Committee (the "Committee"), and granted it the duties and rights set forth in these Amended and Restated Bylaws. The Committee does not have legal capacity independent 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 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 Elections are hereinafter referred to as "bond proceeds." The Committee shall confine itself specifically to bond proceeds generated under the Measures. Regular and scheduled maintenance projects and all monies generated under other sources shall fall outside the scope of the Committee's review.

Section 3. Duties. To carry out its stated purposes, the Committee shall perform only the duties set forth in Sections 3.1, 3.2, and 3.3 hereof, and shall refrain from those activities set forth in Sections 3.4 and 3.5.

3.1 **Inform the Public.** The Committee shall inform the public concerning the District's expenditure of bond proceeds. In fulfilling this duty, all official communications to either the Board or the public shall come from the Chair acting on behalf of the Committee. The Chair shall only release information that reflects the majority view of the Committee.

3.2 Review Expenditures. The Committee shall review expenditure reports produced by the District to ensure that (a) bond proceeds were expended only for the purposes set forth in the Measures; and (b) no bond proceeds were used for any teacher or administrative salaries or other operating expenses, in compliance with Attorney General Opinion 04-110, issued on November 9, 2004.

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/President. Either the Board or the Superintendent/President, 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) Approval of expenditures of bond funds,

(iv) Handling of all legal matters,

(v) Approval of construction plans and schedules,

(vi) Approval of scheduled maintenance plans, and

(vii) Approval of the sale of bonds.

3.5 Measures Projects Only. In recognition of the fact that the Committee is charged with overseeing the expenditure of proceeds of the Measures, the Board 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 of the Measures shall be outside the authority of the Committee.

(b) The establishment of priorities and order of construction for the bond projects, which shall be made by the Board in its sole discretion.

(c) The selection of architects, engineers, soils engineers, construction managers, project managers, CEQA consultants and such other professional

service firms as are required to complete the projects 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) which shall be determined by the Board in its sole discretion.

(e) The selection of independent audit firm(s), performance audit consultants or such other consultants as are necessary to support the activities of the Committee.

(f) 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 function 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 copies of the District's annual, independent performance audit and annual, independent financial audit, required by Prop 39 (Article XIII A of the California Constitution) (together, the "Audits") at the same time said Audits are submitted to the District, but not later than March 31 of each year, and review the Audits.

(b) 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 Executive Vice President, Administrative Services.

(c) Review copies of scheduled maintenance proposals or plans developed by the District.

(d) Review efforts by the District to maximize bond proceeds by implementing various cost-saving measures.

(e) Receive from the Board, within three months of the District receiving the Audits, responses to any and all findings, recommendations, and concerns addressed in the Audits, and review said responses.

Section 5. Membership.

5.1 Number.

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

- One (1) student enrolled and active in a community college support group, such as student government.
- One (1) member active in a business organization representing the business community located in the District.
- One (1) member active in a senior citizens' organization.
- One (1) member active in a bona-fide taxpayers' association.
- One (1) member active in a support organization for the District, such as a foundation.
- Two (2) members of the community at-large.

5.2 Qualification Standards.

(a) To be a qualified person, he or she must be at least 18 years of age.

(b) 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.

(a) Members of the Committee are not subject to the Political Reform Act (Gov. Code §§ 81000 *et seq.*), and are not required to complete Form 700.

(b) Pursuant to Section 35233 of the Education Code, the prohibitions contained in Article 4 (commencing with Section 1090) of Division 4 of Title 1 of the Government Code ("Article 4") and Article 4.7 (commencing with Section 1125) of Division 4 of Title 1 of the Government Code ("Article 4.7") are applicable to members of the Committee. Accordingly:

(i) Members of the Committee shall not be financially interested in any contract made by them in their official capacities or by the Committee, nor shall they be purchasers at any sale or vendors at any purchase made by them in their official capacity, all as prohibited by Article 4; and

(ii) Members of the Committee shall not engage in any employment, activity, or enterprise for compensation which is inconsistent, incompatible, in conflict with, or inimical to duties as a member of the Committee or with the duties, functions, or responsibilities of the Committee or the District. A member of the Committee shall not perform any work, service, or counsel for compensation where any part of his or her efforts will be subject to approval by any other officer, employee, board, or commission of the Board, except as permitted under Article 4.7.

5.4 Term. Except as otherwise provided herein, each member shall serve a term of two (2) years, commencing as of the date of appointment by the Board. 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 two members to serve for an initial one (1) year term and the remaining members for an initial two (2) year term. Members whose terms have expired may continue to serve on the Committee until a successor has been appointed. Members who previously served on the Measure G Committee shall be permitted to serve on the Committee, if appointed by the Board, and are entitled to serve new three (3) consecutive two (2) year terms from the date of their appointment.

5.5 Appointment. Members of the Committee shall be appointed by the Board through the following process: (a) the District shall advertise for members in local newspapers, on its website, and in other customary forums, as well as solicit appropriate local groups for applications; (b) the Superintendent/President will review the applications; and (c) the Superintendent/President 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 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 seek to fill any vacancies on the Committee within 90 days of the occurrence of a vacancy.

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 authority to direct staff of the District; (b) individual members of the Committee retain the right to address the Board, either on behalf of the Committee or as an individual; (c) the Committee shall not establish sub-committees for any purpose; and (d) the Committee shall have the right to request and receive copies of any public records relating to the projects funded by the Measures.

Section 6. Meetings of the Committee

6.1 Regular Meetings. The Committee shall meet at least once a year, but no more frequently than quarterly.

6.2 Location. All meetings shall be held within the boundaries of the Glendale Community College District, located in Los Angeles County, California.

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.

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 *Brown Act*, ensuring that all notices to the public are provided in the same manner as notices regarding meetings of the Board;

(b) provision of a meeting room, including any necessary audio/visual equipment;

(c) preparation, translation, 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 expenditure of bond proceeds.

Section 8. Reports. In addition to the Annual Report required in Section 3.3, the Committee may report to the Board from time to time in order to advise the Board on the activities of the Committee. The Annual Report shall be in writing and shall summarize the proceedings and activities conducted by the Committee.

Section 9. Officers. The Committee shall elect the Chair and a Vice-Chair who shall act as Chair only when the Chair is absent. The Chair and Vice-Chair shall serve in such capacities for a term of one year and may be re-elected by vote of a majority of the members of the Committee.

Section 10. Amendment of Bylaws. Any amendment to these Bylaws shall be approved by a majority vote of the Board.

Section 11. Termination. The Committee shall automatically terminate and disband concurrently with the Committee's submission of the final Annual Report which reflects the final accounting of the expenditure of all Measures monies.

**GLENDALE COMMUNITY COLLEGE DISTRICT
APPLICATION FOR INDEPENDENT CITIZENS' OVERSIGHT COMMITTEE**

The Board of Trustees of the Glendale Community College District is seeking qualified, interested individuals to serve on a committee of community leaders which will serve as the Independent Citizens' Oversight Committee ("COC") for the implementation of the District's Measure G and Measure GC college facilities bond program.

Proposition 39 Bond Elections

On March 5, 2002, voters residing within the Glendale Community College District passed Measure G.

On November 8, 2016, voters residing within the Glendale Community College District passed Measure GC. Measure GC is a \$325,000,000 bond measure that authorizes funding for needed repairs, upgrades, and new construction projects to the District's schools. Proposition 39 required a 55% supermajority for approval. Measure GC was passed by approximately 72.95%.

The COC is charged with the responsibility of providing expenditures for each of the elections. Measure G and Measure GC are collectively referred to as the "Measures."

Establishment of a Citizens' Oversight Committee

After a bond authorized under Proposition 39 is passed, California law requires that the Glendale Community College District Board of Trustees appoint an Independent Citizens' Oversight Committee to work with the District.

Committee Responsibilities

In accordance with Education Code Section 15278(b), the Citizens' Oversight Committee shall:

- Inform the public concerning the District's expenditure of bond proceeds of the Measures;
- Review expenditure reports produced by the District to ensure that the Measures bond proceeds were expended only for the purposes set forth in the Measures; and
- Present to the Board in public session, an annual written report outlining their activities and conclusions regarding the expenditure of bond proceeds of the Measures.

The Bylaws which govern the Independent Citizens' Oversight Committee are attached to this Application.

Appointment of Committee Members

All appointments will be made by the Board from applications submitted to the District. The Committee shall consist of at least seven (7) members appointed by the Board 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 citizens' organization.
- One (1) member active in a bona-fide taxpayers association.
- One (1) student enrolled and active in a community college support group, such as student government.
- One (1) member active in a support organization for the District, such as a foundation.
- Two (2) members of the community at-large.

Time Commitment and Term

Initial appointments will be staggered, such that some of the initial appointees will be appointed to serve one full two-year term. The other initial appointments will serve a one-year term, but will be eligible for reappointment by the Board for a second and third two-year term.

Would You be Interested in Serving?

If you wish to serve on this important committee, please review the committee Bylaws for more information about the committee's role and responsibilities and complete the attached application. Completed applications should be sent to Glendale Community College District by 4:30 PM on _____, 2017.

**Glendale Community College District
1500 N. Verdugo Road, Glendale, CA 91208
Tel: 818.240.1000**

**GLENDALE COMMUNITY COLLEGE DISTRICT
APPLICATION FOR INDEPENDENT CITIZENS' OVERSIGHT COMMITTEE**

(Please Print or Type)

Name: _____

Address: _____

Home Phone: _____ Work Phone: _____

FAX #: _____ E-Mail: _____

Why do you want to serve on the Measure G and Measure GC Independent Citizens' Oversight Committee?

Do you have any special area of expertise or experience that you think would be helpful to the committee?

If you have served on other school district, city or community committees please list and briefly describe your role:

I would be able to represent the following constituencies in the District: (check all that apply)

- Business Representative** - Active in a business organization representing local business
Organization: _____
- Senior Citizen Group Representative** - Active member in a senior citizens' organization.
Organization: _____
- Taxpayer Organization Member** - Active in a bona fide taxpayers' association.
Organization: _____
- Student** – Enrolled and active in a community college support group, such as student government.
Name: _____
Organization: _____
- Member** active in a support organization for the District, such as a foundation.
Name: _____
Organization: _____
- At-Large Community Member** – Resident of the Glendale Community College District.
Name: _____
Name: _____

Please note any additional information you feel should be considered as part of your application:

1. Are you an employee of the District?*
2. Are you a vendor, contractor, or consultant to the District?*
3. Do you have conflicts that would preclude your attending quarterly meetings?
4. Do you know of any reason, such as a potential conflict of interest, which would adversely affect your ability to serve on the Independent Citizens' Oversight Committee?*
5. Are you willing to comply with the ethics code included in the bylaws?

YES	NO

(*Employees, vendors, contractors, and consultants of the Glendale Community College District are prohibited by law from being members of the Citizens' Oversight Committee. Employment which could result in becoming a contractor or subcontractor to the district would also be a potential conflict.)

Signature of Applicant

All answers and statements in this document are true and complete to the best of my knowledge.

Signature _____ Date _____

Completed applications must be received at
Glendale Community College District
 1500 N. Verdugo Road, Glendale, CA 91208

no later than at 4:30 pm, _____, 2017. If you have any questions, please call Glendale Community College District at 818.240.1000.

It is the policy of the Glendale Community College District not to unlawfully discriminate on the basis of sex, sexual orientation, gender, ethnic group identification, race, ancestry, national origin, color, religion, marital status, age or mental or physical disability in the educational programs or activities which it operates.