

Citizens Bond Oversight Committee

For Solano Community College District
Measure Q Bond

Meeting Agenda

Tuesday, August 9, 2022
3:30 p.m.

Due to social distancing guidelines, this meeting will be conducted via Zoom. Links, call in information and meeting ID number to join the Zoom meeting are below:

Join from PC, Mac, Linux, iOS or Android: <https://cccconfer.zoom.us/j/97547501561>

Or iPhone one-tap (US Toll): US: [+16694449171](tel:+16694449171), [98936811612#](tel:+198936811612) or [+16699006833](tel:+16699006833), [98936811612#](tel:+198936811612)

Or Telephone:

Dial: +1 669 444 9171
+1 669 900 6833
+1 346 248 7799
+1 253 215 8782
+1 301 715 8592
+1 312 626 6799
+1 646 876 9923
+1 646 931 3860

Meeting ID: 989 3681 1612

Or Skype for Business (Lync): <https://cccconfer.zoom.us/skype/98936811612>

Please Note: Members of the public may address the CBOC on any item within the CBOC's jurisdiction. In order to ensure questions for the CBOC are addressed, please complete a blue card available at the press table and submit it to the Chair at the beginning of the meeting. Persons addressing items included on the agenda will be heard at the time the item is considered. Persons requesting to address items or subjects that are not on the agenda will be heard under the agenda item, "Comments from Members of the Public." The CBOC cannot take action on any items not on the agenda unless authorized by law. Matters brought before the CBOC that are not on the agenda may, at the CBOC's discretion, be placed on a future agenda. The CBOC Chair reserves the right to modify the order of business in the manner she/he deems appropriate. As a courtesy to others, please silence all electronic devices during the meeting.

1. CALL TO ORDER

2. ROLL CALL

Dawn LaBar
Cary Leider
Glenn Loveall
Tamuri Richardson

Janet Roberts
Andre Stewart
Ward (“Ace”) Stewart
Vacant, Senior Citizens’ Organization
Vacant, Associated Students

3. **APPROVAL OF AGENDA**
4. **COMMENTS FROM MEMBERS OF THE PUBLIC**
5. **APPROVAL OF APRIL 12, 2022 MEETING MINUTES**
6. **COMMITTEE MEMBERSHIP UPDATE and SELECTION OF NEW CBOC CHAIR AND VICE CHAIR (along with quick review of CBOC Bylaws)**
7. **ANNUAL CBOC REPORT TO THE BOARD**
8. **QUARTERLY PROGRESS REPORT**
9. **PROJECT SUMMARY UPDATES**
10. **UPCOMING MEETING SCHEDULE**
11. **ANNOUNCEMENTS**
12. **ADJOURNMENT**

Materials related to an item on this Agenda submitted to the CBOC after distribution of the agenda packet are available for public inspection in the Bond Business Operations Coordinator’s Office in the Administration Building, 4000 Suisun Valley Road, Fairfield, California 94534. All meeting materials provided at time of publication are available on the Solano College Web site at www.solano.edu for public inspection.

Pursuant to Government Code Sections 11123.1 and 11125(f), individuals with disabilities who require accessible alternative formats of the agenda and related meeting materials and/or auxiliary aids/services to participate in the meeting should contact the Executive Bonds Manager’s Office at (707) 864-7855 no later than three days prior to the scheduled meeting. Meetings are held in locations which are wheelchair accessible.

UNADOPTED MEETING MINUTES

Citizens Bond Oversight Committee

For Solano Community College District

Measure Q Bond

Meeting Agenda

Tuesday, April 12, 2022

3:30 p.m.

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Join from PC, Mac, Linux, iOS or Android: <https://cccconfer.zoom.us/j/91308723135>

Or iPhone one-tap (US Toll): US: [+16699006833,91308723135#](tel:+16699006833,91308723135) or [+13462487799,91308723135#](tel:+13462487799,91308723135)

Or Telephone:

Dial:	+1 669 900 6833
	+1 346 248 7799
	+1 253 215 8782
	+1 301 715 8592
	+1 312 626 6799
	+1 646 876 9923

Meeting ID: 913 0872 3135

Or Skype for Business (Lync): <https://cccconfer.zoom.us/skype/91308723135>

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1. CALL TO ORDER

A meeting of the Solano Community College District Citizens’ Bond Oversight Committee (CBOC) was called to order at 3:31 p.m., on Tuesday, April 12, 2022, by CBOC Chair Ward Stewart.

2. ROLL CALL

Present

Ward Stewart

Cary Leider

Andre Stewart (*left at approximately 4:15PM*)

Janet Roberts (*left at approximately 4:55 PM*)

Doriss Panduro (*left at approximately 4:35PM*)

Glenn Loveall

Absent

Dawn LaBar

Vacant, Senior Citizens’ Organization

Vacant, Associated Students

3. APPROVAL OF AGENDA

It was moved by Janet Roberts and seconded by Doriss Panduro to approve the agenda. The motion was passed unanimously.

4. COMMENTS FROM MEMBERS OF THE PUBLIC

There were no comments from members of the public.

5. APPROVAL OF JANURAY 11, 2022 MEETING MINUTES

It was moved by Janet Roberts and seconded by Glenn Loveall to approve the meeting minutes from the CBOC meeting held on January 11, 2022. The motion was passed unanimously.

6. COMMITTEE MEMBERSHIP UPDATE

There are two (2) applicants for CBOC membership pending appointment by the Board. Appointment of these two (2) applicants may occur as early as the April 20, 2022 Board of Trustees Meeting. There are still two (2) vacant positions – Senior Citizen’s Organization and Associated Students representatives. The District continues to seek members for these vacant positions.

As Ward Stewart will be leaving the CBOC due to expiration of his second term, the CBOC will need to select a new Chair.

7. CABOC

Information about CABOC (California Association of Bond Oversight Committees) and what is on their website was provided to the CBOC. CABOC was founded in 2019 prior to the dissolution of the California League of Bond Oversight Committees (CaLBOC) in January 2021. Ward Stewart has previously attended one of their all day meetings. Bond funding cannot be used for attendance at / expenses for these types of events per District counsel.

8. ANNUAL CBOC REPORT

Ward Stewart asked for volunteers to assist with writing the annual CBOC report to the Board of Trustees. The report focuses on updating what was done over the past year, when the CBOC met and opinions from CBOC members regarding their work. Janet Roberts offered to assist. Glenn Loveall may also be available to assist. It is possible that new members may be interested in participating as well.

9. ANNUAL AUDIT

Heather McGee Decauwer, CPA from CliftonLarsonAllen presented a summary of the recently completed financial and performance audits. There were no material weaknesses and no instances of non-compliance found. There were no findings from either FY20 or FY21. Questions from the CBOC members were asked and answered throughout the presentation. A copy of the presentation will be attached to the approved meeting minutes when posted.

10. QUARTERLY PROGRESS REPORT

This agenda topic was combined with the Project Summary Update (Agenda Item #11).

Lucky Lofton reviewed the Quarterly Progress Report and addressed questions throughout the discussion. There were questions regarding the length of time from quarter close to publishing of the report. The Quarterly Progress Report is reviewed with the Board of Trustees, typically prior to being reviewed with the CBOC; and the Quarterly Progress Report cannot be completed until financials and project reports for the quarter are completed. This sometimes results in a longer duration from Quarterly Report completion and presentation to the CBOC. Kitchell, the Bond Program Manager, will work to deliver future Quarterly Progress Reports closer to the end of each quarter.

Change Order and Amendment details are not included in the Quarterly Progress Report. Those are all addressed with the Board of Trustees at their meetings; and supporting materials are included with the Board of Trustees agenda items. Lucky Lofton addressed details from BHM Change Orders #17 and #18 as an example of the materials reviewed by the Board of Trustees. Lucky Lofton mentioned the detailed notes he compiles and will send these notes to the CBOC member for easy reference.

During the presentation, projects were reviewed. Lucky Lofton addressed questions regarding the Library / Learning Resource Center, Building 300 Renovation, Early Learning Center Expansion, On Campus Housing, Baseball/Softball Clubhouse Replacements, Fairfield Campus Building Exteriors, Central Plan and Electrification, Fairfield Pool and Equipment Replacement, Fairfield Substations #3 Study, Vacaville Annex Renovations (corbel replacement), Vacaville Aeronautics Nut Tree Facility Improvement, Vallejo Belvedere Property Fence, and the ADA Transition Planning and Mapping projects.

During this discussion topic, we lost a quorum.

11. PROJECT SUMMARY UPDATE

See Agenda Item #10 above.

12. UPCOMING MEETING SCHEDULE

Members discussed scheduling the next CBOC meeting and agreed on July 12, 2022 at 3:30 PM.

13. ANNOUNCEMENTS

There were no announcements.

14. ADJOURNMENT

It was moved by Cary Leider and seconded by Glenn Loveall to adjourn the meeting. The motion was passed unanimously. Meeting was adjourned at 4:59 p.m.

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**INDEPENDENT CITIZENS' BOND OVERSIGHT COMMITTEE
AMENDED AND RESTATED BYLAWS**

Section 1. Committee Established. The Solano Community College District (the “District”) was successful at the election conducted on November 5, 2002 (the “2002 Election”), in obtaining authorization from the District's voters to issue up to \$124,500,000 aggregate principal amount of the District's general obligation bonds (the “2002 Measure”). The Solano Community College District (the “District”) was successful at the election conducted on November 6, 2012 (the “2012 Election”), in obtaining authorization from the District’s voters to issue up to \$348,000,000 aggregate principal amount of the District’s general obligation bonds (the “2012 Measure Q”). The 2002 Election and the 2012 Election are hereinafter referred to as (the “Elections”). The 2002 Measure and the 2012 Measure Q 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, the District is obligated to establish the Committee in order to satisfy the accountability requirements of Prop 39. The Board of Trustees of the Solano Community College District (the “Board”) hereby confirms that the Citizens' Bond Oversight Committee (the “Committee”) initially established for the 2002 Measure shall have the duties and rights set forth in these Bylaws with oversight responsibility over both the 2002 Measure and Measure Q. 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 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 the duties set forth in Sections 3.1, 3.2 and 3.3 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 ballot Measures; and (b) no bond proceeds were used for any inappropriate teacher or administrative salaries or other operating expenses, in accordance 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) Appropriation of construction 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 Responsibilities Not Assigned By the Board to the Committee. In recognition of the fact that the Committee is charged with overseeing the expenditure of bond proceeds, 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 shall be outside the authority of the Committee.
- (b) The establishment of priorities and order of construction for the bond projects shall be presented to the Board by the Superintendent/President for their approval.
- (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 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 out the 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 notice 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) 39.

(j) The appointment or reappointment of qualified applicants to serve on the Committee.

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 Prop 39 (Article XIII A of the California Constitution).

(b) Inspect college 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/President, or his or her designee.

(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.

Section 5. Membership.

5.1 Number.

The Committee shall consist of a minimum of nine (9) 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:

- Every effort will be made to maintain broad geographic representation of the District.
- 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 college.
- Two (2) at-large members of the community, who are persons who demonstrate interest in and/or experience with the mission and facilities of the District; such as, citizen members of occupational advisory groups, local business representatives, or representatives of local civic organizations.
- Two (2) members of the community who demonstrate indirect and/or experience in the construction and building trades.

One non-voting staff member from the Solano Community College District shall maintain roll call, record attendees and absences, noting excused and unexcused absences, and shall take and maintain minutes of each meeting. Voting members are to notify the designated staff person of an absence. When quorum is not met, this too shall be noted and posted.

5.2 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.

(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. Members of the Committee are not subject to 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 are not required to complete the Form 700. However, each member shall comply with the Committee Ethics Policy Statement attached as "Attachment A" to these Amended and Restated Bylaws.

5.4 Term. Except as otherwise provided herein, each member shall serve a term of three (3) years, commencing as of the date of appointment by the Board. No member may serve more than two (2) consecutive terms. At the Committee's first meeting, members will draw lots to select a minimum of two members to serve for an initial two (2) year term and the remaining members for an initial three (3) year term. Members whose term has expired may continue to serve on the Committee until a successor has been appointed. Members serving on the original 2002 Measure Committee shall remain on the Committee and may serve for new terms as described herein.

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 accordance with its customary practices, including through local newspapers and the District's website; (b) appropriate local groups will be solicited for applications; (c) the Board's Citizen Bond Oversight Ad hoc Committee and the Superintendent/President or his designee will review the applications, and make recommendations to the Board; and (d) the Superintendent/President

will make recommendations to the Board and the Board will make the appointments at a noticed meeting of the Board by resolution.

5.6 Removal; Vacancy. The Board may remove any Committee member for 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 fill any vacancies on the Committee. The District shall seek to fill vacancies within 90 days.

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; and (c) the Committee and its Members shall have the right to request and receive only copies of reports and records relating to the Measures projects which have been prepared for the Board and which have become a public record.

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, but may not meet more frequently than quarterly.

6.2 Location. All meetings shall be held within the jurisdiction of the Solano Community College 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.

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 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 of the Measures may be made to provide District support of the Committee.

Section 8. Reports. In addition to the Annual Report required in Section 3.3, the Committee may report to the Board at least 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. Officers. The Board, upon the recommendation of the Superintendent/President, shall appoint the initial Chair of the Committee to serve for one year as Chair. Thereafter, the Committee shall elect the Chair and a Vice-Chair who shall act as Chair only when the Chair is absent. No person shall serve as Chair for more than three consecutive years.

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 its final Annual Report which reflects the final accounting of the expenditure of all the proceeds of the Measures.

**CITIZENS' BOND OVERSIGHT COMMITTEE
ETHICS POLICY STATEMENT**

Attachment A

This Ethics Policy Statement provides general guidelines for Committee members to follow in carrying out their roles. Not all ethical issues that Committee members face are covered in this Statement. However, this Statement captures some of the critical areas that help define ethical and professional conduct for Committee members. The provisions of this Statement were developed from existing laws, rules, policies and procedures as well as from concepts that define generally accepted good business practices. Committee members are expected to strictly adhere to the provisions of this Ethics Policy.

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 project. A Committee member shall not 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 project.

- **COMMITMENT TO UPHOLD 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 Solano Community College District.

- **COMMITMENT TO DISTRICT.** A Committee member shall place the interests of the District above any personal or business interest of the member.

I have read and agree to comply with this Ethics Policy. I understand that failure to adhere to this policy may result in my removal from the CBOC.

Signature: _____

Date: _____