



MINUTES

ORANGE UNIFIED SCHOOL DISTRICT

Measure S

Citizen's Oversight Committee

District Office – 6:00 p.m.
CONFERENCE ROOM B
May 24, 2017

I. CALL TO ORDER

Mr. Joe Sorrera called the meeting to order at 6:05 p.m.

II. PLEDGE OF ALLIGIANCE

Mr. Sorrera invited the audience to join in reciting the Pledge of Allegiance.

III. ROLL CALL

All committee members present: Bill Campbell, Carolyn Cavecche, Diana Fascenelli, Trevor O'Neil, Jennifer Schuerger, Mrunal Shah, Bill Utter

IV. SELECTION OF CHAIR AND VICE-CHAIR

Action

Ms. Fascenelli volunteered to become committee Chair.

Motion passed: 7-0-0

Ms. Fascenelli nominated Mr. O'Neil for Vice-Chair.

Motion passed: 7-0-0

V. COMMENTS FROM THE FLOOR

There were no comments from the floor.

VI. APPROVAL OF AGENDA

Action

Mr. Campbell made a motion to approve the agenda; Second by Ms. Schuerger.

Motion passed: 7-0-0

VII. OVERVIEW OF COC PURPOSE AND DUTIES

Information

Mr. Sorrera introduced Mr. Don Field and Ms. Andrea Greenwald, Bond Counsel – Orrick, Herrington, and Sutcliffe. Mr. Field provided an overview of responsibilities for the COC committee emphasizing its main responsibility is to review and ensure bond expenditures agree against the Bond Project List (Exhibit A of Resolution No. 03-16-17) as well as report to the public. Mr. Field further stated it was up to the committee to determine the COC meeting frequency, but typically, committees convene a minimum of once a quarter.

Meetings are not restricted in location and may be held where the COC deems necessary. Audits will be conducted on annual basis. The District is to perform an independent financial audit usually completed by the District's financial audit firm. Such audits are to be made accessible to the public.

Mr. Field invited COC members who had oversight committee experience to share their understanding and experience.

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Ms. Cavecche discussed her understanding of the COC responsibilities and the importance for the committee to remain independent, fiscally prudent, and as transparent as possible to the District taxpayers.

Mr. Chuck Wren, Bond Program Manager - Cumming, identified his responsibilities to the COC members.

Mr. Field further explained most expenditures fall squarely into identifiable Project List categories. The statute also identifies the COC is to report regularly to the public with the frequency determined by the COC, but at least a minimum of one annual report.

Andrea Greenwald handed out the COC By-laws as adopted by the Board of Education, on September 8, 2016. Ms. Greenwald further explained the developed By-laws were based on applicable cited Education Codes. Ms. Greenwald also mentioned that districts sometime adopt the COC By-laws a head of the committee and sometimes the COC develop By-laws.

Chair Fascenelli stated the committee members were not provided enough time to review By-laws and requested adoption of By-laws by the committee be held over until members had adequate time to review handout.

Mr. Field indicated the committee is to operate under the Brown Act.

Ms. Greenwald outlined term limits for committee members as three (3) consecutive-two (2) year terms. Under the By-laws, additional COC officers appointed are a Representative and a Secretary. The election of these officers may be agendized until the next meeting.

Mr. Field suggested the committee discuss and establish the next meeting date. Again, Mr. Field reiterated that meetings are held a minimum of quarterly and held in accordance with the Brown Act.

Chair Fascenelli requested a motion from the members for the Committee to meet a minimum of quarterly basis.

Mr. O'Neil made a motion for the COC members to meet a minimum of quarterly; second by Mr. Utter.

Motion passed: 7-0-0

Mr. Sorrrera addressed the status of the Bond Program as related to the high schools schematics.

Measure S Bond Program Project Update Handouts provided by Mr. Wren to the Committee members. Mr. Wren reviewed handout information with members.

Mr. Sorrrera presented and reviewed the Measure S Bond website with the members.

VIII. OVERVIEW OF COC MEETING HANDOUTS/BINDER

Information

Mr. Sorrrera reviewed the binder format and pointed out as the meetings progress copies of additional handouts pertinent to the members shall be given and may be kept in binders provided.

IX. NEW BUSINESS

Action

There was no new committee business.

X. DISCUSSION OF PROPOSED NEXT COC MEETING AND TIMELINE

Action

After Committee discussion, Chair Fascenelli proposed the next COC meeting shall be held on Wednesday, September 6, 2017 at 6:00 p.m., which Committee members agreed by mutual consent.

XI. COMMENTS FROM COMMITTEE MEMBERS

Mr. Campbell asked if the Bond has been issued and if not, when it is anticipated. Mr. Field replied it has not been issued. Mr. Sorrera added that currently staff is in the process of reviewing the four high school budgets and consulting with its financial advisor to determine the best possible time for bond issuance.

Mr. Field added that one requirement of federal tax-exempt bonds is the expectation the proceeds will be spent within a three (3) year period.

Mr. Campbell asked if the cash flows would be presented to the COC. Mr. Sorrera confirmed it would be presented to the members.

Ms. Cavecche requested to know the type of audit performed by the District auditing firm, if it would be a Compliance Audit or Performance audit.

COC members returned to their earlier discussion of the creation and adoption of COC By-laws, officers and in particular the secretary position. Mr. Field clarified the role of the COC secretary.

Chair Fascenelli requested that the following items be placed on the next agenda:

1. Procedures, Policies, and Guidelines
 2. The vote for the COC secretary, and
 3. Application of the Brown Act to the COC members.
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XII. ADJOURNMENT

Ms. Fascenelli adjourned the meeting at 7:16 p.m.
