COLLEGE OF MARIN

CITIZENS' OVERSIGHT COMMITTEE
MEETING AGENDA

September 11, 2012 – 4:00 to 5:30 p.m.
Kentfield Campus – Administrative Center, Room 108

In compliance with the Americans with Disabilities Act, if you need special assistance to access the Citizens’ Oversight Committee meeting or to otherwise participate at this meeting, including auxiliary aids or services, please contact Human Resources (415) 485-9340. Notification at least 24 hours prior to the meeting will enable the District to make reasonable arrangements to ensure accessibility to the Citizens’ Oversight Committee meeting.

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<tbody>
<tr>
<td>1. OPEN MEETING</td>
<td>Call to Order, Roll Call and Approval of Agenda,</td>
<td>5 min.</td>
<td>Action</td>
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<td>2. MEMBERSHIP</td>
<td>Welcome and Introductions (David Wain Coon)</td>
<td>5 min.</td>
<td>Discussion</td>
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<td>3. COMMENTS</td>
<td>Comments from public on non-agenda items</td>
<td>3 min.</td>
<td>Discussion</td>
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<td>4. MINUTES</td>
<td>Approval of Minutes of April 24, 2012 Meeting</td>
<td>2 min.</td>
<td>Action</td>
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<td>5. ORIENTATION/OVERVIEW</td>
<td>Overview &amp; overview of COC By-Laws, Duties and Responsibilities (Al Harrison)</td>
<td>15 min.</td>
<td>Discussion</td>
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<td>6. ELECTION</td>
<td>Election of Chair and Co-Chair (David Wain Coon)</td>
<td>5 min.</td>
<td>Action</td>
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<td>7. FOLLOW-UP</td>
<td>Response to follow-up questions from last meeting: - NAC Chill Beam System /Heat Pump - Science/Math Waterproof Windows (Laura McCarty)</td>
<td>10 min.</td>
<td>Discussion</td>
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<td>8. QUARTERLY REPORT</td>
<td>Review DRAFT Quarterly Report through 6/30/2012 (Anne Daley)</td>
<td>10 min.</td>
<td>Discussion</td>
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<td>9. NEXT MEETING AGENDA &amp; DATE</td>
<td>Schedule January meeting (and discuss follow-up and agenda items Possible Items: Auditor’s Report – Al Harrison Annual Report – Laura McCarty Quarterly Report 9/30/2012 – Anne Daley</td>
<td>5 min.</td>
<td>Discussion</td>
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<td>10. ADJOURNMENT</td>
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<td>11. OPTIONAL TOUR OF SCIENCE/ MATH</td>
<td>If you wish to go on the tour, please wear closed toe shoes.</td>
<td>30 min.</td>
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Citizens’ Oversight Committee agendas, minutes and special reports are available at http://www.marin.edu/MeasureC/coc/index.htm
Committee Members Present:
Bill Scott, Chair
Robert Borinstein
Ted Bright

David Colton
Charlotte Kissling
Scott McKown

Donna Reeve
Josh Raffner

Committee Members Absent:
Russell Brubaker
Paul Tandler

Others in Attendance:
David Wain Coon
Al Harrison
Tina Treis, Crowe Horwath
Don Flowers

Peggy Isozaki
Laura McCarty
Bob Thompson
Kathy Joyner

Anne Daley
Bill Krill

1. Open Meeting
Following roll call, Chair Bill Scott declared the meeting open at 4:05 p.m. M/s (Bright/Scott) to approve the meeting agenda. The motion passed unanimously.

2. Membership
Dr. Coon thanked everyone for attending the meeting and asked for introductions. He noted that there were five applications received from individuals interested in serving on the Committee and that he would be recommending the Board of Trustees appoint those individuals at the Board meeting on May 15, 2012. The “Taxpayer Organization” seat is currently vacant.

3. Comments from the Audience on Items not on the Agenda
None.

4. Minutes
M/s (McKown/Bright) to approve the minutes of the January 24, 2012 meeting. The motion passed unanimously.

5. Auditor’s Report
Al Harrison introduced Tina Treis from Crowe Horwath who briefed the Committee on the mid-year report which reviews a percentage of expenditures between July 1, 2011 and December 31, 2011 to assure they are mathematically correct, tied to a vendor and expended appropriately. She confirmed that the expenditures reviewed were mathematically correct and that each of the 50 expenditures tested were properly expended.
6. Quarterly Report
Anne Daley of Swinerton Management and Consulting briefed the Committee on aspects of the Quarterly Progress Report and the status of a number of projects, including Math/Science, Performing Arts, PE Track Renovation and the swing space in Austin Science related to the NAC project. There was discussion about checks and balances on projects, the need to have extensive communication with staff about work spaces, the need to have a cut-off for design changes and the differences between punch list items and changes to projects as a result of staff requests or needs.

7. Bond Spending Plan
Laura McCarty shared a summary of actions taken by the Board of Trustees in March, June and December 2011 to update the Bond Spending Plan. She explained changes to specific projects, gave details about added projects and where the funding was transferred from. Regarding the New Academic Center, there was a question about what the cost would be to switch from Chilled Beam Systems to Heat Pumps. Ms. McCarty will get those figures.

8. New Academic Center (NAC)
Ms. McCarty updated the Committee on the status of the NAC, identifying the changes made to reduce scope on this project due to the high estimate in the fall. Changes include reducing square footage from 54,000 to 43,000, reducing administrative services housed in the NAC, and reducing the capacity of the large classroom/meeting space. The Board has approved a budget augmentation to this project and is aware that the escalating market will reduce what we can get for our money. The Committee thanked Ms. McCarty for the detailed report and the team’s diligence to make this building a showcase that we can be proud of. This is a key building and it is important that the community understand that there are expenses related to the sloped site, demolition of four existing buildings and the Tacqueria, relocation of employees to swing space, care of heritage trees, and relocation of utilities. The site presents challenges due to a location near two major streets, student population and consideration of Indian midden areas. It is expected that the moves from the four buildings to the swing space will occur during the spring of 2013.

10. Next meeting Agenda & Date (4:00pm, Tuesday, September 11, 2012)
   a. New Member Orientation (DWC)
   b. Elect Chairperson (DWC)
   c. Audit (Harrison)
   d. Quarterly Report ending 6/30/2012 (Daley)
   e. Follow-Up Questions from Last Meeting (McCarty)
   f. New Academic Center (McCarty)
   g. Science/Math Waterproof Windows (McCarty)
   h. Tour of Science Math (Optional - Wear Closed Toe Shoes)

11. Adjourn: 5:04 p.m.
CITIZENS' BOND OVERSIGHT COMMITTEE
BYLAWS

Section 1. Committee Established. The Marin Community College District (the "District") was successful at the election conducted on November 2, 2004 (the "Election"), in obtaining authorization from the District's voters to issue up to $249,500,000 aggregate principal amount of the District's general obligation bonds (the "Measure C"). The election was conducted under Proposition 39, being chaptorized 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 now obligated to establish the Committee in order to satisfy the accountability requirements of Prop 39. The Board of Trustees of the Marin Community College District (the "Board") hereby establishes the Citizens' Bond Oversight Committee (the "Committee") which shall have the duties and rights set forth in these Bylaws. 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 Election are hereinafter referred to as "bond proceeds." The Committee shall confine itself specifically to bond proceeds generated under Measure C. Regular and deferred 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 following duties:

3.1 Inform the Public. The Committee shall inform the public concerning the District's expenditure of bond proceeds.

3.2 Review Expenditures. The Committee may review quarterly expenditure reports produced by the District to ensure that (a) bond proceeds were expended only for the purposes set forth in the Measure C; and (b) no bond proceeds were used for any teacher or administrative salaries or other operating expenses.

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.

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3.4 **Duties of the Board and/or 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) Expenditure of construction funds,
(iv) Handling of all legal matters,
(v) Approval of construction plans and schedules,
(vi) Approval of all deferred maintenance plans, and
(vii) Approval of the sale of bonds.

3.5 **Voter-Approved Projects Only.** 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, 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 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.

**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 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.

(c) Review copies of deferred maintenance proposal 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 seven (7) 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:

- 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 College of Marin, 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. By accepting appointment to the Committee, each member agrees to comply with Articles 4 (commencing with Section 1090) and 4.7 (commencing with Section 1125) of Division 4 of Title 1 of the Government Code. Additionally, each member shall comply with the Committee Ethics Policy attached as "Attachment A" to these Bylaws.
5.4 **Term.** Except as otherwise provided herein, each member shall serve a term of two (2) years, commencing on the date of the first meeting of the Committee. No member may serve more than two (2) consecutive terms. At the Committee’s first meeting, members will draw lots or otherwise 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.

5.5 **Appointment.** Members of the Committee shall be appointed by the Board through the following process: (a) appropriate local groups will be solicited for applications; (b) the Superintendent/President or his or her designee will review the applications; and (c) the Superintendent/President or his or her designee 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 fill any vacancies on the Committee. Vacancies shall be filled within 90 days from the initial date of each such 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, and (c) the Committee may only receive copies of reports and documents which have been previously presented to the Board and which are a public record.

**Section 6. Meetings of the Committee.**

6.1 **Regular Meetings.** The Committee is required to meet at least once a year but may meet more often as the Committee shall determine.

6.2 **Location.** All meetings shall be held within the Marin Community College District, located in Marin 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 of the Committee.

**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 Committee proceedings in order to report on the status of projects and the expenditures of bond proceeds.

7.3 No bond proceeds shall be used to provide District support to the Committee.

Section 8. Reports. In addition to the Annual Report required in Section 3.2, 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 Superintendent/President shall appoint the initial Chair to serve for an initial two (2) year term. The Committee shall elect an initial Vice-Chair. Thereafter, the Committee shall elect a Chair and a Vice-Chair who shall act as chair only when the Chair is absent.

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 180 days following the date when all Measure C bond proceeds have been spent.
CITIZENS' BOND OVERSIGHT COMMITTEE
ETHICS POLICY STATEMENT

This Ethics Policy Statement provides general guidelines for Committee members to following 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 make or 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 Marin 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.