



San Diego Community College District

BYLAWS OF THE MEASURE HH CITIZENS' BOND OVERSIGHT COMMITTEE OF THE SAN DIEGO COMMUNITY COLLEGE DISTRICT

Section 1. Committee Established.

The San Diego Community College District (the "District") was successful at the election conducted on November 5, 2024 (the "Measure HH Election"), in obtaining authorization from the District's voters to issue up to \$3,500,000,000 aggregate principal amount of the District's general obligation bonds, pursuant to the requisite 55% vote (such authorized bond measure hereinafter referred to as "Measure HH"). The Measure HH Election was conducted under California 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 of California ("Prop 39"). According to Section 15278 of the Education Code of the State of California (the "Education Code"), the District is obligated to establish a citizens' oversight committee in order to satisfy the accountability requirements of Prop 39. The Board of Trustees of the San Diego Community College District (the "Board") hereby establishes the Citizens' Bond Oversight Committee (the "Committee"), which shall have the duties and rights outlined in Resolution No. 20240711-10.01 (the "Measure HH Election Resolution"), and these Bylaws. The Committee does not have independent legal capacity from the District.

Section 2. Purposes.

The purposes of the Committee are outlined in Prop 39 and the Full-Text Ballot Proposition of the District's Measure HH Election ("Full-Text Ballot Proposition"), and these Bylaws are specifically made subject to the applicable provisions of Prop 39 and the Full-Text Ballot Proposition as to the duties and rights of the Committee. The Committee shall also be charged with responsibilities as outlined in the Measure HH Election Resolution, which is incorporated herein in its entirety. The Committee shall be deemed subject to the *Ralph M Brown Public Meetings Act* of the State of California (the "Ralph M. Brown Act") and shall conduct its meetings per its provisions. 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 Measure HH Election are hereinafter referred to as "bond revenues" or "bond proceeds." The Committee shall confine itself specifically to bond proceeds generated under Measure HH. Expenditure of other facility monies generated from other sources shall fall outside the scope of the Committee's review. However, to the extent that facilities are financed with a combination of Measure HH monies and other non-bond funds, such projects and expenditures shall be subject to Committee oversight and review.

Section 3. Duties.

To carry out its stated purposes, the Committee shall perform 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 shall provide oversight, including reviewing specific reports produced by the District, to ensure that:

- (a) bond proceeds are expended only for the purposes outlined in Measure HH;
- and

- (b) no bond proceeds are used for salaries or benefits of any personnel (unless their work supports the implementation of Measure HH), nor for any other college or district 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 follows the requirements of Article XIII A, Section I(b)(3) of the California Constitution; and
- (b) A summary of the Committee's proceedings and activities for the preceding year.

3.4 Voter-Approved Projects Only. In recognition of the fact that the Committee is charged with overseeing only the expenditure of bond proceeds; the Board has **not** charged the Committee with responsibility for:

- (a) Projects exclusively 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.
- (b) The Board shall establish priorities and order of construction for the bond projects at its sole discretion.
- (c) The selection of architects, engineers, soil engineers, construction managers, project managers, CEQA consultants, and such other professional service firms as are required to complete the project shall be made by the Board, the Chancellor, or Vice Chancellor of Operations, Enterprise Services, and Facilities, 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), shall be made by the Board at its sole discretion. Staff shall report to the Committee on any cost-saving techniques considered or adopted by the Board.
- (e) The selection of independent audit firms(s), performance audit consultants, and any consultants necessary to support the activities of the Committee.
- (f) The approval of an annual budget for the Committee sufficient to carry out the activities outlined in Prop 39 and included herein.
- (g) The amendment or modification of the Bylaws for the Committee as provided herein, subject to the legal requirements of Prop 39.
- (h) The appointment or reappointment of qualified applicants to serve on the Committee, subject to legal limitations, and based on criteria adopted by the Board pursuant to Prop 39 and the Full-Text Ballot Proposition.
- (i) With respect to the activities described in paragraphs (b), (c), (d), (e), and (f) above, the Committee shall have the right to provide advice and input to the Board and Chancellor.

- (j) Approval of contracts;
- (k) Approval of construction change orders;
- (l) Approval of project plans and schedules;
- (m) Approval of all deferred maintenance plans; and
- (n) Approval of the sale of bonds.

Section 4. Authorized Activities.

To perform the duties outlined in Section 3, the Committee shall engage in the following authorized activities:

4.1 Receive and review copies of the District's annual independent performance and independent financial audits, required by Article XIII A of the California Constitution.

4.2 Inspect college facilities and grounds to ensure that bond revenues have been or will be expended in compliance with the requirements of Article XIII A, Section I(b)(3) of the California Constitution, per access procedures established by the District's Executive Operations Officer.

4.3 Review the prioritizing of projects in the event factors beyond the District's control impact the District's needs and resources.

4.4 Offer advice to the District on applicable aspects of Measure HH projects.

Section 5. Membership.

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

- (a) One (1) member currently enrolled as a student in the District and active in a community college group, such as student government. The student member may, at the discretion of the Board, serve up to six months after his or her graduation.
- (b) One (1) member active in a business organization representing the business community located in the District.
- (c) One (1) member active in a senior citizens' organization.
- (d) One (1) member active in a bona fide taxpayers' organization.
- (e) One (1) member active in the support and organization of a community college or the community colleges of the District, such as a member of an advisory council or foundation.
- (f) Two (2) community members at large appointed by the Board.

In addition, a majority of the members of the Committee shall possess expertise in one or more of the following areas:

- (a) Large-scale construction operations;
- (b) Municipal/public finance matters;
- (c) Multiple years' experience with agency/entity budgeting (which may include public agency or public entity budgeting); and/or
- (d) Project management.

5.2 Qualification Standards.

- (a) To be qualified, a person must be at least 18 years of age and, whenever possible, reside within the boundaries of the District.
- (b) The Committee may not include any employee or official of the District or any vendor, contractor, or consultant of the District.

5.3 Ethics: Conflicts of Interest. By accepting an appointment to the Committee, each member agrees to 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 minimum term of two (2) years beginning July 1. No member may serve more than three (3) consecutive terms as outlined in Section 15282 of the Education Code. At the Committee's first meeting, members will draw lots to select at least two members to serve for an initial two (2) year term and the remaining members for an initial three (3) year term.

5.5 Appointment. The Board shall appoint members of the Committee through the following process:

- (a) appropriate local groups will be solicited for applications;
- (b) the Chancellor or their designee will review the applications;
- (c) the Chancellor or their designee will submit the qualifications of each applicant to the Board and make appointment recommendations to the Board; and
- (d) the Board shall appoint members following public disclosure of each applicant's qualifications and soliciting public comment on all nominees.

5.6 Removal: Vacancy. The Board may remove any Committee member for cause, 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, following the established appointment process outlined in Section 5.5 above, 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. Committee members shall not have the authority to direct staff of the District. Individual members of the Committee retain the right to address the Board, either on behalf of the Committee or as an individual.

Section 6. Meetings of the Committee.

6.1 Regular Meetings. The Committee is required to meet at least quarterly, including an annual organizational meeting to be held in July, but may meet more often as the Committee shall determine, but no more frequently than monthly.

6.2 Location. All meetings shall be held within the San Diego Community College District.

6.3 Procedures. All meetings shall be open to the public per the *Ralph M. Brown Act*, Section 54950 *et seq.* of the Government Code of the State of California. Meetings shall be conducted according to additional procedural rules the Committee may adopt. A majority of the number of Committee members shall constitute a quorum for any business transaction, except adjournment.

6.4 Public Comment. All Committee meeting materials and exhibits are available for review by the public at the Committee's meetings or prior to the meetings, when materials and exhibits become available. Those who wish to review Committee meeting materials and exhibits prior to Committee meetings should contact Operations, Enterprise Services, and Facilities at (619) 388-6546 no earlier than 72 hours before the meeting to arrange to view the materials and exhibits.

In alignment with District procedures for public participation (which are per Education Code Section 72121.5), the Committee will utilize Public Comment Cards. Public comment on items listed on the Committee's agenda shall be heard when the item is discussed and before the Committee takes action on the item if required. Each presentation shall be limited to five minutes (a total of 20 minutes on the same subject) unless the Committee Chair waives this time limit.

Public comments on items not listed on the Committee's agenda shall be heard during the Public Comments section of the meeting. Following District policies and Education Code Section 72121.5, the Committee shall take no action on such matters, other than referral of such matters to the Chancellor or Vice Chancellor, Operations, Enterprise Services, and Facilities. Each presentation shall be limited to five minutes (a total of 20 minutes on the same subject), unless the Chair waives this time limit.

Members of the public wishing to submit questions to the Committee as part of their Public Comment presentations must submit such questions to the Committee in writing. At the Committee's request, the Chancellor or designee will provide written responses to such questions as soon as possible after the Committee meeting.

In compliance with the Americans with Disabilities Act, the District and the Committee will make every effort to honor requests for reasonable accommodations made by individuals with disabilities. Those in need of accommodations must contact Operations, Enterprise Services, and Facilities at (619) 388-6546 or (619) 550-3389 (videophone) 72 hours before the scheduled meeting to arrange reasonable accommodations.

Section 7. District Support.

7.1 The District shall provide the Committee with necessary technical and administrative assistance as follows:

- (a) Preparation of and posting of public notices as required by the *Ralph M. 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;
- (d) Retention of all Committee records, providing public access to such 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 as appropriate to report on the status of projects and the expenditure 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 3.3, the Committee may report to the Board at least semi-annually to advise the Board on the activities of the Committee. Such a report shall be in writing and summarize the Committee's proceedings and activities.

Section 9. Officers.

The Chancellor shall appoint the initial Chair. Thereafter, the Committee shall elect a Chair and a Vice-Chair who shall act as Chair only when the Chair is absent, which positions shall continue for two (2) year terms. No person shall serve as Chair for more than two consecutive terms.

Section 10. Amendment of Bylaws.

A two-thirds vote of the entire Board shall approve any amendment to these Bylaws.

Section 11. Termination. The Committee shall automatically terminate and disband 180 days after all Measure HH bond proceeds have been spent.



San Diego Community College District

MEASURE HH CITIZENS' BOND OVERSIGHT COMMITTEE: ETHICS POLICY STATEMENT

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 that will benefit the Committee member's outside employment, business, or personal financial interest or benefit an immediate family member, such as a spouse, child or parent.
- **OUTSIDE EMPLOYMENT.** A Committee member shall not use his or her position as a Committee member to negotiate future employment with any person or organization that relates to (1) any contract funded by bond proceeds or (2) any District 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.

Additionally, 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 (1) bidding on projects funded by the bond proceeds and (2) contracting with the District concerning any construction project funded by the bond proceeds.

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