

MEETING
OF THE SUPERINTENDENT'S
SPLOST OVERSIGHT COMMITTEE

Sam Moss Center, 1780 Montreal Rd Tucker GA, 30084

December 13, 2012

Mr. Drake called the meeting to order at 6:12pm.

Present at the meeting were: Paul Baisier, Narwana D. el-Shabazz, B.R. "Billy Ray" Jones, Kirk A. Nooks, Kerry Williams, A. E. "Gene" Wise, and Delilah Wynn-Brown. Christine Avers, Charlie Rogers, Cathy Blakeney, Wyvern Budram, and Kimberly Mitchell were absent.

DCSD staff were also present: Stephen Wilkins, Joshua Williams, John Jambro, Daniel Drake, and Jessica Leterle.

INTRODUCTIONS

Members and staff went around and provided introductions.

APPROVAL OF AGENDA

There was an informal approval of the agenda (informal due to the fact that was quorum not present at the time.) Formal approval of Agenda was made by the Committee with the arrival of Mr. Jones as the seventh Committee member present.

APPROVAL OF NOVEMBER 15 MEETING MINUTES

Discussion of meeting minutes and related changes, additions and clarifications was initiated by Mr. Drake. The Committee suggested adding a list of members not in attendance.

Mr. K. Williams suggested that a digital audio recording be made of future meetings. This was seconded by other committee members.

Ms. Wynn-Brown suggested a format for Meeting Notes that include Subject/Meeting Item with reference numbers, Action Items, Responsibility and Time Frame for completion, as this would allow for tracking and prevent "dropped" discussions and "dropped" closure to items – and would push for completed actions. She also provided her written comments regarding the DRAFT Minutes to Ms. Leterle.

Mr. Nooks suggested that we move forward and not approve minutes. The Committee agreed to provide edits to Ms. Leterle and send out draft minutes for November 15 to committee for comments and approval at the next meeting.

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APPROVAL OF THE BYLAWS

Mr. Drake clarified that the approved bylaws from the Committee would be reviewed by the Superintendent to incorporate any of her comments prior to signature by the Chair.

Mr. Drake walked through the bylaws section by section, comment by comment.

Section 1.1

Ms. Wynn-Brown suggested the inclusion of Dr. Atkinson's vision for a successful SPLOST program be included in this first section. Mr. Drake noted that this is already included in the "duties" section of Bylaws. Ms. Wynn-Brown stated the Committee needed this statement, as an advisory board. Mr. Drake requested specific verbiage. Mr. Kirk suggested that maybe such a statement should be written as a preamble; Ms. Wynn-Brown agreed that a preamble or an addition to Section 1.1 would be appropriate. Mr. Baisier also pointed out that this is included in the "duties" section. Mr. Drake and the Committee agreed to come back to these particular issues.

Discussion of Cathy Blakeney's comments (not present). The Committee suggested that her issues with the Bylaws would need to be addressed in the future, as she is not present.

Mr. Wise commented that he believed the document was ready for the Superintendent's review.

Mr. Nooks commented on Section 6.3, regarding the posting of agenda indicating it should coincide with electronic delivery to the members individually. Mr Wise agreed that it should happen within a reasonable period of time

Ms. Wynn-Brown indicated it should be clarified that this Committee's scope was not just for SPLOST IV, but it also includes a few holdovers from SPLOST III. Mr. Baisier provided language that incorporated SPLOST III carry-over.

Ms. Wynn-Brown suggested that the definition of "quorum" should be included in Section 1.3. "Definitions", rather than simply referenced in later in the document. Mr. Baisier notes that in Section 5.4 the definition is referenced. Mr. Drake accepted the edits in document given by Mr. Baisier.

Section 1.2

Mr. Drake accepted the edits in document. *(Please see documents attached in appendix)*

Section 1.3

Mr. Drake accepted the edits in document.

The definition of the project list was changed to include the voter approved referendum for SPLOST III as well as SPLOST IV already explicitly mentioned. Mr. J. Williams informed the Committee that the Board approved a list of carryover projects, and that the Bylaws should reference that list for SPLOST III projects.

Mr. J. Williams stated that none of the "carryover" projects were not of the original referendum. Mr. J. Williams clarified that they were on the SPLOST III referendum, and were modified in 2009. Mr. Baisier reflected that the Committee wanted the public to understand whether the District is spending SPLOST dollars the way citizens approved it, not necessarily the way the Board approved it. Mr. Baisier suggested using the verbiage already listed in final bullet. Mr. K. Williams suggested writing

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"approved" not voted, because detail list was not technically voted on. Discussion was resolved as reflected in the approved bylaws.

Section 1.4

No Comments

Article II

Mr. Drake accepted the edits in document.

Ms Wynn-Brown stated that as an advisory committee to the Superintendent, their duties should reflect the Superintendent's vision for the scope of work included in SPLOST IV (Ms. Wynn-Brown indicated she knows the 2020 Vision statement/document is available in writing and she knows the State of the System address provided some insight as to Dr. Atkinson's overall vision, but we need to know specifics about the Superintendent's vision for these new and/or improved school facilities – other than "clusters of 900 for elementary schools". Every facility program needs a mission or vision statement – What is it for the prototypes being developed and the major expansions, renovations and repairs to others?). She suggested the addition of this "vision" to description of Article II. Mr. J. Williams suggested that the Committee should draft a vision, which would be reviewed and approved by the Superintendent. Mr. J. Williams referenced the District's website for statements on the Superintendent's vision. Mr. Baisier stated that the Bylaws should state we are working to help support "her vision" – which would be found outside of the document. Mr. Drake edited the passage to reflect this suggestion.

Section 2.1

Ms. Wynn-Brown put forth that the Committee should require quarterly reports, and Mr. K. Williams agreed. Mr. Nooks stated that the Committee should not commit itself before they know what workload this would require. In response, Mr. J. Williams informed the Committee that staff would provide support by providing data and reports, but would not compile, print, copy, hard copies of the reports. Members agreed to leave it open-ended until a decision could be made at a later date. Mr. J. Williams asked how staff could make the reporting process easier for the Committee.

Mr. K. Williams stated that there needed to be a list of things in the SPLOST Committee's report, for it to be not too detailed, and that it be a basic document. Ms. Wynn-Brown reflected that the Committee may desire to produce a high-level report on a quarterly basis. Mr. J Williams suggested the Committee look into the integrity of the monthly reports from a high level. Mr. K. Williams stated that Committee's status reports should be linked to program monthly reports. The Committee agreed to change wording from "assure" to "to confirm."

Mr. Drake suggested the following dates for the Committee reporting: first semi-annual report due March 2013; and annual report due Dec 2013.

Mr. Jones stated that in rereading document he is under the impression that to be accountable, the Committee would need more insight into some areas. However his understanding is that the Committee is supposed to make sure that the District is spending the money the right way. He also inquired who would ensure that District is selecting vendors and following guidelines. Mr. J. Williams replied that the District has developed a Program Management Plan, and the QA/QC manager makes sure plan is being followed. Mr. J. Williams stated that the monthly status report provides schedules

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and budgets and the District could provide additional reports and information regarding Vendor/Contract Award Status and other information as needed and requested.

Mr. Lamutt stated that URS is responsible for the program and that the District provides checks and balances on URS, URS provides checks and balances on architects, etc. An annual audit by a third party is performed to confirm that the District is compliant. Mr. Wilkins commented that this comes back to discussion at first meeting: "What is it that the Committee needs to know to be representing back to the community, to ensure the program is running well? Is the District following the rules and procedures?"

Ms. Wynn-Brown stated that there have been issues with the District in the past, but sometimes in a large capital program, even where you are following the procedures, the same people continue to get projects, and somehow the work is not being spread around. Mr. Wilkins informs her that there would a report on the distribution of work.

Mr. J. Williams also added that if the Committee were seeking guidelines on capping off work to vendors, that the District is not currently putting a cap on awards.

Mr. El-Shabazz expressed that the community is still talking about problems from last year, and how money, people, and committees are being managed. She suggested that the Committee would need to be very well informed in order to answer questions from the community. Mr. Wilkins asked the Committee what information it would take to ensure that these things are operating properly and asked the Committee what they would need from the District in support of their role.

The Committee indicated the District should provide additional reports regarding Vendor Selection Process, Vendor/Contract Award Status, Bid Analysis Summaries and other related information along with the monthly reports.

Section 2.2

Mr. Drake accepted the edits in the document.

Article III

Mr. Drake accepted the edits in the document.

Section 3.1

Mr. Drake accepted the edits in the document.

Section 3.3

Mr. Drake accepted the edits in the document.

Mr. Jones asked for someone to clarify what it means to be "appointed" by the Superintendent, which is referenced in earlier section and addressed.

Section 3.4

Mr. Drake accepted the edits in document.

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The Committee agreed that voting would be based upon a majority vote.

Section 3.5

No comments were provided for this section.

Article IV

Mr. Drake accepted the edits in document.

Article V

No comments were provided for this section.

Section 5.1

Mr. Drake accepted the edits in document.

Section 5.2

Members discussed the requirement of meeting notification time frame and the meaning of “accessible” (to mean ADA-compliant).

Section 5.3

Mr. Drake accepted the edits in document.

Section 5.4

Mr. Drake accepted the edits in document. Mr. Baisier asked that amending the Bylaws require a majority of the Committee, rather than a majority of the quorum.

Section 5.5

Mr. Drake accepted the edits in document.

Section 5.6

Mr. Drake accepted the edits in document.

Section 5.8

The Committee discussed the choice between consensus and Robert's Rules for operation of the meeting; after discussion, it was decided to use Robert's Rules.

Section 6.1

Mr. Drake accepted the edits in document.

Ms. Wynn-Brown suggested certain items should be included in the agenda, such as Updates on Design, Budget, Cash Flow and Schedule. Ms. Wynn-Brown would also like to add the status report; these comments were added to Bylaws, and approved by the Committee. Mr. Baisier stated that the aforementioned topics could all be covered under the review of the Status Report.

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Section 6.2

Mr. Drake accepted the edits in document.

Section 6.3

No comments were provided for this section.

Section 6.4

Mr. Drake accepted the edits in document.

Section 6.5

Mr. Drake accepted the edits in document.

Mr. Drake concluded the read-through of the Bylaws. Mr. Baisier moved to approve the Bylaws and Mr. K. Williams seconded. There was a unanimous affirmative vote of members present members to adopt the Bylaws. Mr. Wilkins stated that District would have the attorneys look at the “authorities” provided to the Committee and tweak language, as necessary.

ELECTION OF CHAIR AND VICE CHAIR

Mr. Drake referred the Committee to Section 4.1 of the newly approved bylaws which provided guidance on the election of Chair and Vice Chair.

Mr. Jones nominated Ms. Wynn-Brown as Chair and Ms. Wynn-Brown declined. Ms. Wynn-Brown nominates Mr. Baisier and Mr. K. Williams seconds the nomination. Mr. Drake called for any more nominations, and hearing none, Mr. Baisier was elected Chair.

Mr. Baisier called for nominations for Vice Chair. Mr. K. Williams nominated himself for Vice Chair, Mr. Jones seconded the nomination. Mr. Baisier asked for any other nominations, none were given. Mr. K. Williams was confirmed as Vice Chair.

APPROVAL OF MEETING CALENDAR

Mr. Baisier called for the approval of the drafted meeting calendar and called for comments or questions of the same. Mr. Jones motioned to approve the calendar; Ms. Wynn-Brown seconded and the Committee unanimously approved.

OVERVIEW OF CAPITAL IMPROVEMENT PROGRAM MONTHLY STATUS REPORT

Mr. Jambro introduced Mr. Lamutt. Mr. Lamutt provided an overview of monthly status update report on the Capital Improvements Program (CIP). Mr. J. Williams stated that the report would be sent to Board first and then the report could be given to the Committee after it has been given to the Board. It available as hard copy or electronically and is posted on the website.

Mr. Drake clarified that DCSD staff would not generally produce hard copies of documents provided to the Committee, but that the monthly report would be one document provided in hard copy, if

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requested. Mr. Lamutt suggested that at the next meeting, the Committee should decide who would like to receive hard copies so URS can have a list.

Ms. Wynn-Brown asked if an accelerated bond option would be included in the report. Mr. J. Williams responded that it would be included as the bond progresses. Mr. J. Williams stated that the report is totally different from in the past, and DCSD staff would welcome feedback, including what would be helpful in more general terms for the community. Mr. Lamutt clarified that in the past there has been a tremendous amount of data on many projects, but that the new report is more focused on active projects.

Mr. Drake asked that the Committee please email any comments on the report to Ms. Leterle.

UPDATE ON SPLOST IV FINANCING AND PROPOSED ORGANIZATION

Mr. Drake informed the Committee that staff brought a Five-year Local Facilities Plan presentation to the Board. DCSD is in the sixth year of a five year plan and that an extension was requested and granted for the sixth year. Mr. Drake stated that the Board would approve the initial Proposed Organization document in January 2013, there would be draft plan in April, and the final plan would be approved by the Board in May. This Board-approved final plan would then go to the State Board of Education for approval by June 30, 2013.

Mr. Baisier asked a question regarding the \$80 million bond program. Mr. Drake responded that the District would move scheduled projects forward in terms of dates if a bond were approved. Mr. J. Williams stated that this would shorten the existing 75-month program to a 60-month program. Ms. Wynn-Brown noted that the Committee needs to be aware since there is an approx. \$5.7 million cost associated with the bond program. Mr. Drake informed the Committee that the current estimate is about \$6 million for acceleration.

Mr. Jones stated his concern that the introduction of a bond would happen so late in the SPLOST schedule. Mr. J. Williams informed him that the current schedule is what DCSD should have worked through a year ago, but the Board asked for an extension of the plan to allow the Superintendent to get settled. It takes a year to work with the State to develop a five year plan and required a tremendous effort that has to be validated by the State. Mr. Jones stated that it looks like the process is rushed according to the public. Mr. Nooks asked whether accelerating keeps the program completion within the five-year timeframe. Mr. Jones raised the concern that DCSD finds itself late in the game and it appears that they are now rushing through something.

Ms. El-Shabazz asked if the bond issue had to be approved by public. Mr Drake informed her that the Bond was already approved by public with up to \$200 million in bond as an option for implementation, which the Board would decide whether or not to use. Ms. Wynn-Brown reflected the public needs to be made aware of this existing approval, because it was not clear to those at the hearing.

OTHER BUSINESS

Discussion on Amending Bylaws

Ms. El-Shabazz suggested extending the terms of the Committee members to five years, in order to ensure consistency for the five-year SPLOST term.

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Ms. El-Shabazz is concerned that the make-up of the current Committee would last for only two years, while SPLOST IV is projected out to five years. She stated that it is a problem that we have a consistent "merry-go-round" and there is a need for more accountability and consistency. Mr. J. Williams recommended that if this is the concern of the Committee that they should amend the bylaws to extend terms of Members. Mr. Baisier reminded the Committee that the two year term is the will of the Superintendent. Mr. J Williams and Mr. Drake asked for amendment tonight, if Members wanted to add it to the Bylaws.

Ms. Wynn-Brown suggested that the bylaws should read as "up to five years." Mr. K. Williams and Mr. Nooks wished to leave as the Bylaws as-is. Mr. Baisier asked to move to extend terms (as requested by Ms. El-Shabazz) and it was seconded. The "up to five years" amendment failed to get the seven member vote for an amendment to the bylaws.

Resignation of Gene Wise

Mr. Wise stated he is unable to serve on the Committee any longer due to health issues and must resign. He attended this meeting in order to ensure a quorum to get items passed.

ADJOURN

Chairman Paul moved to adjourn at 8:25p.m. Members consented and the meeting adjourned.

