

DOWNEY UNIFIED SCHOOL DISTRICT

BYLAWS FOR THE DOWNEY UNIFIED SCHOOL DISTRICT ASSET MANAGEMENT ADVISORY COMMITTEE (7-11 Committee)

FEBRUARY 2022

Section 1. DEFINITIONS

The following terms capitalized in these Bylaws shall have the meaning specified in this article unless the context requires otherwise:

Committee means Downey Unified School District Asset Management Advisory Committee ("Committee").

District means the Downey Unified School District.

Board means the Board of Education of the District.

Member means a member of the Committee.

Section 2. PURPOSE AND ACTIVITIES

- 2.1. **Background.** The purposes of the Committee are set forth in Education Code sections 17387 et seq., and these Bylaws are specifically made subject to the applicable provisions of Education Code sections 17387 et seq. 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.
- 2.2. **Name.** The name of the committee shall be the Downey Unified School District Asset Management Advisory Committee.
- 2.3. **Location.** The office of the Committee shall be located at the District's Main Office, located at 11627 Brookshire Avenue, Downey, CA 90241.
- 2.4. **Purpose.** The purpose of the Committee shall be to review and analyze real property owned by the District ("Property") and to make a determination about the use or disposition of said Property.
- 2.5. **Committee Responsibilities.** The Committee shall do all of the following:
 - a) Review the projected school enrollment and other data as provided by the District to determine the amount of surplus space and real property.
 - b) Establish a priority list of use of surplus space and real property that will be acceptable to the community.
 - c) Cause to have circulated throughout the attendance area a priority list of surplus space and real property and provide for hearings of community input to the Committee on acceptable usage of space and real property, including the sale or lease of surplus real property for Childcare Development purposes pursuant to Education Code Section 17458.
 - d) Make a final determination of limits of tolerance of use of space and real property.
 - e) Forward to the District Governing Board a report recommending usage of surplus space and real property.
- 2.6. **Reports.** The Committee shall issue a report on the results of its activities to Board for its review and comment.

- 2.7. **Publication of Information.** The Committee shall make available the minutes of its proceedings, all documents it receives, and all reports it issues.

Section 3. DISTRICT DUTIES AND SUPPORT

- 3.1. The District shall provide necessary administrative and technical support to the Committee as shall be consistent with the Committee's purpose, including but not limited to:
- 3.1.1. 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 Board.
 - 3.1.2. Provision of a meeting room, including any necessary audio/visual equipment.
 - 3.1.3. Preparation, translation and copies of any document or meeting materials.
 - 3.1.4. Retention of all Committee records and providing public access to such records on an internet website maintained by the District.
- 3.2. District staff and/or District consultants shall attend Committee proceedings in order to report on the Committee's progress.

Section 4. COMMITTEE RULES AND PROCEDURES

- 4.1. **Calling Meetings.** Committee meetings shall be scheduled on a regular basis, and as frequently as determined, by majority vote of the Committee. The Committee shall hold regular meetings at least once per year. In addition, special meetings may be called by the Chair or Vice Chair, or by any group of Committee members ("Member(s)") whose number represents a quorum, and if approved by the Board. All Committee meetings shall be arranged through the District-provided administrative services and be noticed in accordance with the Brown Act. Meetings may be adjourned when a quorum is not present.
- 4.2. **Agendas.**
- 4.2.1. Agendas for Committee meetings shall be prepared by the Chair. All documents applicable to agenda items shall be distributed in advance of meetings.
 - 4.2.2. Any Member may request, and the Chair shall then place an item on a future agenda if the item is within the purview of the Committee.
 - 4.2.3. Agendas may include a consent calendar for routine, non-controversial items. These items must be clearly identified on published agendas. Any Member or member of the public may request at the meeting that an item be pulled for discussion.

4.3. **Quorum.**

4.3.1. The Secretary shall take and record roll at the beginning of each Committee meeting to determine the existence of a quorum. If a quorum ceases to exist during a meeting, the Secretary shall immediately inform the Chair.

4.3.2. Actions may be undertaken at a meeting only if a quorum is present. A quorum is established when any whole number of Members greater than half the Members is present.

4.4. **Committee Voting.** Unless otherwise specified in these Bylaws, an action item properly placed on the agenda may be approved by a simple majority of Members in attendance, a quorum being present. Members may not vote by absentee or proxy.

4.5. **Rules of Procedure.** Meetings shall be conducted with courtesy and decorum. The Chair has the responsibility to maintain decorum, with assistance of the Vice-Chair. Members shall treat other Members and all persons in attendance including District representatives with respect and avoid arguments and the use of profanity. Members showing willful contempt of the Rules of Procedure and standards of decorum may be removed from the meeting by the Superintendent of the District or designee, or the Chair with agreement of a simple majority of Members present. Members that fail to adhere to the Rules of Procedure and standards of decorum may be removed from office by the Superintendent.

4.6. **California's Open Meeting Law.** All meetings of the Committee shall be open to the public and shall be noticed and conducted in strict compliance with the Brown Act.

4.7. **Public Participation.** Any Member of the public present at a meeting may address the Committee. The Chair shall place an equal time limit of three (3) minutes on all speakers.

4.7.1. If a Member of the audience has addressed the Committee on matters which are not on the posted agenda for that meeting, Members shall refrain from discussing such matters. If the non-agenda matter raised by a member of the public concerns an issue that is within the subject matter jurisdiction of the Committee, any Member may request that the Committee vote to place that matter on a future agenda.

4.7.2. Persons addressing the Committee shall address the Committee as a whole and shall not direct comments to individual Members or to members of the audience, including staff.

4.7.3. In the event of disorderly conduct by members of the public, the Committee may order the meeting room cleared pursuant to Government Code section 54957.9.

- 4.8. **Minutes.** Minutes of Committee proceedings and all documents received, and reports issued shall be a matter of public record. The District shall provide administrative services to assist the Committee Secretary in preparation, distribution, and posting of minutes for all Committee meetings. Minutes published before adoption by the Committee shall always be labeled "Unadopted Draft Minutes."
- 4.9. **Attendance.** Regular attendance at Committee meetings is a fundamental obligation of every Member. Absences are disruptive to Committee activity and representation. Failure to attend two (2) consecutive meetings without acceptable reason announced in advance shall constitute cause for Member removal.
- 4.9.1. Members anticipating an absence must call or email the Committee Chair or Secretary no later than 24 hours before the scheduled meeting.
- 4.9.2. Committee attendance reports will be distributed upon request by the Chair.

Section 5. SUBCOMMITTEES

- 5.1. The Committee shall not establish subcommittees for any purpose.

Section 6. COMMITTEE SELECTION AND COMPOSITION

- 6.1. The Board shall have sole discretion to select, appoint and remove Members and to determine its final size. The Committee shall consist of a minimum of seven (7) members and no more than eleven (11) members, appointed by the Board. To be eligible to be a Member, a person must be at least 18 years of age.
- 6.2. Members shall be representative of each of the following:
- a) The ethnic, age group, and socioeconomic composition of the District.
 - b) The business community, such as store owners, managers, or supervisors.
 - c) Landowners or renters, with preference to be given to representatives of neighborhood associations.
 - d) Teachers.
 - e) Administrators.
 - f) Parents of students.
 - g) Persons with expertise in environmental impact, legal contracts, building codes, and land use planning, including, but not limited to, knowledge of the zoning and other land use restrictions of the cities or cities and counties in which surplus space and real property is located.
- 6.3. All members must reside within District boundaries.
- 6.4. A Member originally appointed to serve a term in one of these categories who, during the term, no longer qualifies for that category, must so notify the Board and the Committee immediately. That Member must resign from the Committee if that resignation is necessary to fill that category with another person. The

Member can remain on the Committee only if doing so does not increase the Committee membership past the maximum size.

- 6.5. In the case of a vacancy, removal, or resignation of a Member, the Board shall diligently seek to fill the above-referenced categories.
- 6.6. Any Member shall disclose immediately any possible or potential conflict of interest to the Committee. A Member's failure to disclose any possible or potential conflict of interest when known may result in the Member's removal from the Committee.
- 6.7. A Member shall place the interests of the District above any personal or business interests of the Member.
- 6.8. Not all ethical issues that Members may face are covered in these Bylaws. However, these Bylaws capture some of the critical areas that help define ethical and professional conduct for Members. The provisions of these Bylaws were developed from existing laws, rules, policies, and procedures, as well as from concepts that define generally accepted good business practices. Members are expected to strictly adhere to these Bylaws.

Section 7. TERMS OF OFFICE

- 7.1. Members shall serve for a term of two (2) years, and for no more than two (2) consecutive terms. Members whose terms have expired may continue to serve on the Committee until a successor has been appointed. Should a Member resign her/his position before her/his term matures, the Board will appoint a new Member to complete the term.
- 7.2. The Members shall not be compensated for their services.

Section 8. REMOVAL FROM OFFICE

- 8.1. The Board may remove any Member for any reason, including the failure to attend two (2) consecutive Committee meetings without reasonable excuse, or for failure to comply with the prohibition against conflict of interest as set forth in these Bylaws and for failure to adhere to the Rules of Procedure/Decorum. Upon a Member's removal, her/his seat shall be declared vacant. The Board, in accordance with the established replacement process set forth in these Bylaws, shall seek to fill any vacancies on the Committee as soon as possible.

Section 9. REPLACEMENT OF COMMITTEE MEMBER / VACANCIES

- 9.1. Vacancies on the Committee shall exist on the death, resignation, or removal of any Member. Any Member may resign effective upon giving written notice to the Board, Chair of the Committee, or the Vice-Chair of the Committee, unless the notice specifies a later time for the effectiveness of such resignation.
 - 9.1.1. Vacancies on the Committee may only be filled by the Board through an application process.

- 9.1.2. If a Committee position becomes vacant, the Committee Chair shall request that the Board appoint a replacement.
- 9.2. A replacement Member may be appointed by the Board if one or more of the following events occurs:
 - 9.2.1. A Member submits a written resignation to the Board, with a copy to the Committee Chair.
 - 9.2.2. The Board removes a Member, as further indicated in these Bylaws.

Section 10. COMMITTEE OFFICERS

- 10.1. Officers of the Committee shall be a Chair, a Vice-Chair, and a Secretary.
- 10.2. The Board shall appoint the initial Chair. The Chair and Vice-Chair must be chosen from the Members. Thereafter, the Committee shall elect a Chair, a Vice-Chair. A member of the District's staff will be delegated the duties of Committee Secretary. The Vice-Chair shall act as Chair only when the Chair is absent. Chair and Vice-Chair positions shall continue for one (1) year officer-terms. No person shall serve in a position for more than three (3) consecutive officer-terms at the same position.
- 10.3. The Committee Chair, Vice-Chair, and Secretary shall have the following duties:
 - 10.3.1. Committee Chair Duties
 - 10.3.1.1. The Chair shall call Committee meetings.
 - 10.3.1.2. The Chair shall establish the agenda for each Committee meeting.
 - 10.3.1.3. The Chair shall preside over each Committee meeting and follow the Rules of Procedure.
 - 10.3.1.4. The Chair, or her/his designee shall serve as spokesperson for the Committee in all representations of the Committee to the Board.
 - 10.3.2. Committee Vice-Chair Duties
 - 10.3.2.1. The Vice-Chair shall perform each of the duties of the Chair as necessary in the absence of the Chair.
 - 10.3.3. Committee Secretary Duties
 - 10.3.3.1. Subject to review by the Chair before publishing, the Secretary shall provide oversight in the preparation, recording, and distribution by District-provided administrative services of the following documents in accordance with the Brown Act:
 - 10.3.3.1.1. Committee meeting agendas;

10.3.3.1.2. All reports, materials, and meeting packets as required by or addressed to the Committee;

10.3.3.1.3. The minutes of Committee meetings;

10.3.3.1.4. All written material submitted by the public during Committee meetings;

10.3.3.1.5. All official correspondence addressed to the Committee;

10.3.3.1.6. Reports adopted by the Committee; and

10.3.3.1.7. Committee attendance records.

10.3.3.2. The Secretary shall take and record roll at the beginning of each Committee meeting to determine the existence of a quorum. If a quorum ceases to exist during a meeting, the Secretary shall immediately inform the Chair.

10.4. The Vice-Chair will accede to Chair when a vacancy occurs in that office. In the event of a vacancy in the office of Vice-Chair or Secretary, the position will be filled by election, placed on the agenda at the next Committee meeting, by vote of a majority of the Members.

Section 11. TERMINATION

11.1. The Committee shall automatically terminate and disband concurrently with the Committee's submission of the final report which reflects Committee's final recommendation to the Board.

Section 12. AMENDMENTS

12.1. These Bylaws shall become effective upon approval of the Board.

12.2. These Bylaws may be recommended for amendment by an affirmative vote of not less than two-thirds of the Members present at a Committee meeting at which said amendment has been agendized and a quorum is present. Any amendment of these Bylaws shall only become effective if and when approved by the Board.