

Oakland Unified School District

Board of Education
Paul Robeson Building
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Minutes (Long)

Tuesday, December 08, 2009

6:30 PM

**Board Room, Paul Robeson Building, 1025 2nd Avenue, Oakland, CA
94606-2212**

Rules and Ethics Committee

*Noel Gallo, Chairperson
Gary Yee, Member
Christopher Dobbins, Member*

A. Call To Order

Acting Chairperson Gary Yee called the meeting to order at 6:30 P.M.

B. Roll Call

Acting Chairperson Yee stated that Noel Goel is ill this evening.

C. New Business



09-3363 Amended Board By-Laws - BB 9270 - Conflict of Interest

Adoption by Board of Education of Amended Board By-Laws - BB 9270 - Conflict of Interest.

Attachments: [09-3363 - Amended Board By-Laws - BB 9270 - Conflict of Interest.pdf](#)

General Counsel Jacqueline Minor said her office has modified BB9270 and CG8 to conform with the decision made by this Board to conform its bylaws with exceptions in the Government Code for contracting with a board member who is an executive director of a nonprofit. She has tracked proposed changes into the bylaws that would be required to conform the bylaws with State requirements. Language has been added to say that that exception also applies to a salaried or non-salaried member of a nonprofit, provided that the Board Member, in conformance with State law, could be on the Board and still have contracts directed to his nonprofit. The Board Member cannot participate, be a part of assessing whether or not there is a quorum, and he cannot have any involvement in the negotiations discussion of either the contract or the vote and discussion and he cannot attempt to influence any other Board Member.

A motion was made that this matter be Recommended Favorably. The motion carried.



09-3364 Amended - Coherent Governance - Governance Culture 8 - Conflict of Interest

Adoption by Board of Education of Amended - Coherent Governance - Governance Culture 8 - Conflict of Interest.

Attachments: [09-3364 - Amended - Coherent Governance - Governance Culture 8 - Conflict of Interest.pdf](#)

Jacqueline Minor, General Counsel, said the change in CG8 is on page 2, item 3. A provision has been added that states the Board shall not enter into any contract that would be prohibited by California Government Code 1090 and the Political Reform Act, the common law as it may be amended from time to time by the State Legislature or decision of law. This conforms the Board's GC 8 with State law.

Director Dobbins asked if the policy would apply to a Board Member using space in the

District? General Counsel Minor said the policy would address any financial interests that require action by this Board. If the Board Member had a nonprofit with a lease and it had to be approved by the Board, then the same rules would apply.

Acting Chairperson Yee stated the General Counsel identified a whistle blower component in the Audit Committee and there is recourse should a staff member feel they are unfairly influenced by anyone regarding a contract. General Counsel Minor said the Internal Auditor has entered into a contract with an organization which runs a whistle blower tip line on behalf of the District.

Acting Chairperson Yee asked if the policy relates to staff and contracts. General Counsel Minor said there is a State law that specifically governs the situation with the Superintendent that clearly does not apply to a Board Member. The remote interest exception that we have clarified which will permit a sitting board member to have a firm who has a contract with the Board is okay under State law. It is specifically not okay in the case of the Superintendent.

A motion was made that this matter be Recommended Favorably. The motion carried.



09-3366

Amended Board By-Laws - BB 9325 - Board Budget Development and Other Approval Procedures

Adoption by Board of Education of Amended Board By-Laws - BB 9325 - Board Budget Development and Other Approval Procedures.

Attachments: [09-3366 - Amended Board By-Laws - BB 9325 - Board Budget Development and Other Approval Procedures.pdf](#)

Jacqueline Minor, General Counsel, said this item was initiated based on a conversation she had with our internal auditors. The Board Policies provide that the Superintendent or his designee may provide for advanced funds to cover approved travel for District employees. We did not have a comparable provision in the bylaws that govern travel by Board Members. The board policy is being aligned to board members with the existing policy for District employees.

Acting Chairperson Yee asked who would authorize the advance? General Counsel Minor said it is currently being done by the Executive Secretary for the Board who functions as the Executive Officer for the Board.

Director Dobbins asked if the policy applies to other District expenses? Who makes the call as to the proposed use of District funds? He said board members may have expenses relating to public meetings at school sites. General Counsel Minor read a portion of BB9325 which states the tie in is reasonable District business. The small account that each board member has can be used for capital expenditures, travel/conferences, and miscellaneous expenses. Board Members cannot opt to use their money to support events at individual schools to the extent that an expense would not be authorized for an employee. Generally, we would not authorize such an expense for a board member either.

Acting Chairperson Yee said the first sentence in the policy says the Board President or his/her designee with the advice and consent of Business and Finance Committee shall present a proposed board operating budget to the board each spring. The recourse to the

Executive Officer denying a board member request would be to the Board Committee or Board President. Edgar Rakestraw said the next step would be the Board President. The routine authorization is through the Executive Secretary. The follow up to that would be to the Board President, then the Budget and Finance Committee.

A motion was made that this matter be Recommended Favorably. The motion carried.

D. Adjournment

Acting Chairperson Yee adjourned the meeting at 6:50 P.M.

Prepared By: _____

Approved By: _____