

Board of Education Regular Meeting, October 9, 2024

S.-2 24-1968 Adoption by the Board of Education upon recommendation of the Facilities Committee, of Resolution No. 2425-0176 - Intent to Consider Joint Occupancy Development Proposals for the Former OUSD Administration Buildings at 1025 Second Avenue.

Transcription of Granicus Video Recording from 3:27:08 – 3:44:50

3:27:08 - President Davis: Thank you, so I was wondering what we should do process wise. General Counsel if you can advise us on the rules. Because I know there was a full staff Memo that did do an analysis of the resolution that was the basis for my Amendment, so I feel like I was responding to the analysis. Looked fiscal to me so and sounded fiscal to me because we were talking about dollars and cents. So hopefully that can be determined to be the fiscal analysis and we can move forward tonight rather than having to delay this to next Meeting. General Counsel do you want to comment or, I don't know how it works.

3:27:51 - General Counsel Lindsey: We already heard from the Parliamentarian as to the Board Policy and the By-Law related to this, we also heard from the Superintendent, which, I heard, that there was not a fiscal analysis, so would you like to move forward with a vote on whether to waive that provision or would you like to just move forward with a vote knowing that that is just on the record. You have those two choices.

3:28:17 – President Davis: I think on that bases I move to postpone to the next Board Meeting so that we can make sure that we have the analysis completed, absolutely.

3:28:32 – Director Brouhard: So I'm unclear, I guess I'm asking the General Counsel, with the fiscal analysis, this is asking for an RFP which will layout all of the cost of the project, so I'm unclear where the financial analysis would come in with out - please don't shake your head, okay, thank you – I'm unclear about where the analysis comes without the numbers for the project. And that was the reason I supported the amendment because I think the \$15 Million is there, I agree I don't want to take away from other projects that are being done, but I don't know where we would get the fiscal analysis if we didn't have the RFP reported back, does that make sense?

3:29:37 – General Counsel Lindsey: Yes, and I think, you know, the Staff Memo, not the Staff Memo, the Memo to the Resolution says to be determined, and if we are, as I mentioned, the Board President would like to move forward the you may move forward, but the Parliamentarian is correct in that the Board Policy and By-Law would require a Fiscal Impact Analysis and that

would just be on the record, so you do have the option of moving forward, it's your rule, a Board By-Law is your rule. If you are disregarding that rule, you can take a vote using the Amended language.

3:30:22 – Director Brouhard: So the cost of this Resolution would be the cost of hiring someone to do the RFP or group whoever's doing the RFP, right? The cost isn't in this, the cost, the fiscal analysis is not of the project until the RFP comes back with the numbers for the project. So, is there a money limit, and is that the issue with paying for the RFP, is that where the fiscal analysis needs to come in? Because I don't know that we can do an analysis without knowing the scope of the project.

3:31:07 – General Counsel Lindsey: It's not the fiscal, Ah! And I see Lisa just came on the screen as well. It's not the fiscal impact of the project that we are talking about, there is a fiscal impact analysis that does need to occur even in regard to request for proposals (RFP), you have already a process underway with an expert looking at the properties. And so, I'll turn to Lisa who is the fiscal impact expert.

3:31:40 – Vice President Hutchinson: Can I get a point, hold on, can I get a Point of Clarification, because I thought we had a ruling now twice that the Board By-Law applies, so I don't know what this conversation is now, so can we get a Point of Clarification on where we are in the process and if this is In Order or not to have this discussion around an Amendment to a Resolution.

3:31:59 – President Davis: I think we are still discussing the Resolutions, so I definitely appreciate Ms. Grant-Dawson...

3:32:04 – Vice President Hutchinson: Can I get a ruling from the Parliamentarian on this please?

3:32:15 – Parliamentarian Rakestraw: The Fiscal Impact Analysis is, as I understand it, there is a proposal here to seek information to see what somebody can possibly do this project for. The Board By-Law requires the Superintendent to do a Fiscal Impact Analysis on the project basically that's set forth and then when the proposal come in is it within the scope of the budget for which the District can pay for. The Analysis by the Superintendent has yet to be done with a TBD as to what this project may cost and you don't have that before you and your By-Laws says you may not proceed to do anything along those lines without having received the Fiscal Impact Analysis which is the possible cost of this project from the Superintendent, and the

Superintendent testified she has not yet given it and the Memo from the Staff says it has not yet been given, so procedurally, your Board By-Law applies because you have not complied with the Board By-Law of having the Superintendent give you the Fiscal Impact Analysis.

3:33:45 – President Davis: Thank you, Mr. Rakestraw, but I think the ruling was requested of would you allow the Superintendent and Ms. Grant-Dawson to speak about it. There not actually going to be voting, so, but would you allow them to speak?

3:34:02 – General Counsel Lindsey: Yes, Lisa can move forward with speaking.

3:34:05 – President Davis: Great, that is so good that they have permission to speak, go ahead.

3:34:08 – Chief Business Officer Grant-Dawson: Good Evening again. So this is a great question, and I will just say it points out to why we need to do this analysis. I think earlier there has been several references to the \$15 Million, and also being in the Bond. I think this Board has sat in your seats long enough to understand; those who have been on CBOC and Facilities Committee to know that demolishing a building is not all that it would cost. So it's not just the RFP, right, which there is a cost in time and activity. Then yes, to make sure there is a budget for how much that is going to cost because the RFP is going to inform the cost for whomever is responding to the RFP. There is a budget there that's not in Measure Y. That wouldn't be in Measure Y. Next, then you have to look at the scope of what the proposal and if there was a proposal selected, what that scope would look like. Those cost in addition to the time to manage that piece, that's what the analysis would also speak to; time and resources that would be required. And then next, depending on what the outcomes are from there, there is still a cost that's not related to the direct demolition of the building. So to say, and since, Director Brouhard, I'm responding to your question, and when we say that there isn't a cost beyond the demolishing the building, you haven't even gotten to the soil. You haven't even gotten to other environmental components that would have to go not only with this proposal, but with what is being sought for the proposal after that, that is also listed in this Agenda Item. So, my response is there's multiple tiers of cost which is why we have concern of moving in this direction and at this speed without us doing that analysis so that you are seeing all of the components ahead of you and that you're not leaving something that you didn't know about after we made the decision and then we're stuck. And we been there before, and this is just another area of strong recommendation from your Staff, and what we are seeking in good governance to avoid confusion and to develop a pathway forward. So, I hope that helps in answering your question.

3:36:35 – General Counsel Lindsey: Thank you.

3:36:36 – President Davis: Thank you. Superintendent. Did you want? Oh, that was good enough? Okay. With that, I would just suggest that we Postpone this then until the 23rd, so we can actually move forward.

3:36:50 – Director Brouhard: Clarifying question. Can we get a Fiscal Analysis, Am I? an Impact Analysis by that point.

3:36:58 – President Davis: Um, you know, I think you put this on the Agenda in August, or when was it? So, its [it has] only been two months. So apparently the District moves kind of slowly sometimes, so, but yeah.

3:37:15 – Superintendent Johnson-Trammell: So, just to that point, I just want to prioritize... Hold on... Like the priority between now and December is making sure we are addressing the \$95 Million deficit because if we don't there is no property that's going to be in local control to have this conversation, circuitous conversation about; so, I just want to be clear about priorities, that is where Staff needs to prioritize. It is the will of the Board to say we agree to just go ahead and make the adjustments in the current Bond and have that \$15 Million there if that is something that you want to do. My sense is that probably isn't what you want to do because of the impact that it's going to have on schools. Secondly, we already have an RFP process, we have a consultant and part of what they are doing, 1025 was written into that RFP process to bring to the Board proposals on 1025 as well as other properties. That's not the only that has been vacant in this District we have a slew of them that we are trying to make sure that we're having proposals. So those are supposed to be coming before December so it's not like its some delayed process. I do just want to emphasize that there is an RFP process, and I imagine through that process that with the consultants that have been selected that bided and were selected that there will be some additional Fiscal Analysis before proposal are brought forward to the Board. So, I think my question is, is if this is Postponed to the 23rd, what other information is being requested or asked before it comes before the Board?

3:39:08 – President Davis: I would move to Direct Staff to do the Fiscal Impact Analysis on the Amended Resolution and bring it back for a vote on October 23rd, is that... October 23rd.

3:39:25 – Superintendent Johnson-Trammell: Okay, and my question is for our CBO Lisa Grant-Dawson. If you can come back on screen, please? Thank you. Do you have capacity in term of time to meet that deadline. Given deadlines that you must meet based on County deadlines leading up to Board votes that are non-negotiable?

3:39:55 – Chief Business Officer Grant-Dawson: And so this, the new deadline would be, the next Board Meeting? Is that what I heard?

3:40:03 – President Davis: That is correct.

3:40:04 – Chief Business Officer Grant-Dawson: I definitely have to say no. And I think we would need to confer as to when. We already looked at this and started some of the framework which is why there's so many components to it, but definitely not by the next Board Meeting. Because technically that means we have to finish by next week. So, we'd have less, seven days or less to provide a thorough analysis and I just don't think that's reasonable. And I think because of the magnitude of this project, and it's importance, I do think that we should have the proper opportunity to provide that and I think that we could provide to the Superintendent an update of when we would project we would be able to complete it.

3:40:53 – President Davis: Well, I made a Motion, is there, is that, is there a Second or how does this work Mr. Parliamentarian, I made a Motion.

3:41:01 – Parliamentarian Rakestraw: Some disposition has to be made of the Motion that's pending on the floor as of right now and you can do that by various means. As Counsel has said you can move forward, or you can Postpone this Matter and you were initially making a proposal subsequent to the Main Motion to Postpone which I didn't hear a Second on.

3:41:28 – President Davis: Well, that Motion dies for lack of a Second...

3:41:29 – Director Williams: Second. Second.

3:41:30 – President Davis: Wait, sorry go ahead.

3:42:31 – Director Williams: I Second your Motion.

3:41:34 – President Davis: I've lost track... I withdraw the Motion. I'm hearing from, I'm understanding that we can move forward is that what Staff is saying? Because I don't think, okay. I would like to move forward. Let's take a vote on the Main Motion as Amended.

3:41:59 – Parliamentarian Rakestraw: Okay, on the Motion as Amended. And, Director Brouhard.

3:42:07 – Director Brouhard: Yes.

3:42:09 – Parliamentarian Rakestraw: Director Williams.

3:42:10 – Director Williams: Yes.

3:42:12 – Parliamentarian Rakestraw: Director Lerma.

3:42:14 – Director Lerma: No.

3:42:16 – Parliamentarian Rakestraw: Director Bachelor.

3:42:17 – Director Bachelor: Yes.

3:42:18 – Parliamentarian Rakestraw: Director Thompson.

3:42:19 – Director Thompson: Abstain.

3:42:20 – Parliamentarian Rakestraw: Vice President Hutchinson.

3:42:24 – Vice President Hutchinson: No.

3:42:25 – Parliamentarian Rakestraw: President Davis.

3:42:27 – President Davis: Yes.

3:42:29 – Parliamentarian Rakestraw: The vote will be recorded as affirmative with all of the record attached thereto.

3:42:40 – President Davis: Thank you.

3:42:41 - Vice President Hutchinson: Wait, can we get a point of clarification; it required a unanimous vote under this Board Bylaw to pass. That's what the Bylaw says.

3:42:50 – Parliamentarian Rakestraw: That was my read of the Bylaw, and I shared that, and the Board has voted to proceed with this and what I just said is that the record will be attached thereto. And my recommendation will be, under attorney client privilege, that you talk to your General Counsel about the impact on this Board vote on this Matter.

3:43:19 - Vice President Hutchinson: Okay, so can we get a ruling from the General Counsel, because I'm confused. And if the Board Bylaw says it requires a unanimous vote pass, we didn't have a unanimous vote, so it shouldn't be recorded as passing, General Counsel?

3:43:33 - General Counsel Lindsey: Yes, the Board Bylaw would actually require the Board to waive the fiscal impact, the Board has moved forward in disregarding that Bylaw, and so we will provide advice, again, and not on the Dias, as to how to move forward, with this Amended item.

3:43:56 - Vice President Hutchinson: Okay, I'm sorry, disregard the Bylaw? Because the Bylaw says that the Board can vote, but it requires a unanimous vote to pass, so I don't see that as disregarding a Bylaw; that Bylaw still applies. And so, unless there was a unanimous vote, which we didn't have, it shouldn't be recorded as passing according to this Board Bylaw, because of a lack of fiscal impact.

3:44:15 – Parliamentarian Rakestraw: Mr. Hutchinson, excuse me, Vice President Hutchinson, Member of the Board, I said as much in my summary, based on when I made reference to the record; so that's, in essence, what is being said. The record is attached to the vote, and under the Bylaw it would be interpreted, if correct, the Bylaw says this has to be a unanimous vote, so I'm just referencing the record, as established by this Board, by its action tonight in relation to, against the Bylaw.