

CLARK COUNTY SCHOOL DISTRICT
SPECIAL MEETING OF THE BOARD OF SCHOOL TRUSTEES
BOND OVERSIGHT COMMITTEE
EDWARD A. GREER EDUCATION CENTER, BOARD ROOM
2832 EAST FLAMINGO ROAD
LAS VEGAS, NEVADA 89121

TUESDAY, September 24, 2024

12:30 p.m.

Roll Call: Members Present

Blackman Taylor, Jeana
Camejo, Abraham
DeFalco, Matthew
Flatt, David

Gurdison, Robert
Lopez, Alfonso

Members Absent

Konrad, Chad
Goynes, Byron
Petersen, Todd
Williams, Yvette

Trustee Brooks

A recording of this meeting can be obtained by contacting the Facilities Services Unit at 702-799-0591.

Roll Call.

Mr. Lopez called the meeting to order at 12:30 p.m.

Flag Salute.

Mr. Lopez led the pledge of allegiance.

1.02 Adoption of the Agenda.

Motion to adopt the September 24, 2024 agenda.

Motion: Gurdison

Second: Flatt

Vote: Unanimous

2.01 Approval of the Minutes.

Motion to approve the minutes from the August 20, 2024 meeting.

Motion: Gurdison

Second: Blackman Taylor

Vote: Unanimous

2.02 Reports by Chair and/or Liaison Representatives.

Nothing to report at this time.

2.03 Bond Oversight Committee Bylaw Review.

Mr. DeFalco stated that this is an important conversation but cautioned the committee on timing considering that we have an interim superintendent, an interim CFO, and upcoming elections for the Board of School Trustees (board).

Mr. Camejo suggested several changes to the bylaws and questioned why some of the verbiage was crossed out.

Mr. McLaughlin stated that staff contributed to some of the changes but are not recommending or strong arming any of the changes. This was started with the trustee and the Bond Oversight Committee (committee) executive committee. Staff is here to support whatever changes recommended by the committee for the trustees to ultimately approve.

Trustee Brooks stated that the executive committee made their changes and then she made her changes and exchanged documents. Changes were made based on board policy. The committee bylaws are not in compliance. This committee does not represent the community; they provide an advisory opinion to the board. The board is responsible for engaging with the community and representing the committee directly. The committee members' job is to provide an advisory opinion to the people who appointed them. This group should not be helping vendors or contractors get contracts with the district. That is not a function of your role. There are specific government finance practices that need to be followed, including policies outlined in the appendix. Proposed changes were not made without purpose or intention. They are based on a formally adopted board policy that the board unanimously approved. It wasn't even a point of contingent at that point in time. She wants to make sure that the committee has the tools available for to help maintain the focus, but also that there's clarity in what the committee members are not wasting their time doing things that the board's already engaged in or the board doesn't find to be a priority. The intent is to help legitimize this committee and nothing else.

Ms. Blackman Taylor said that the committee has a responsibility and an obligation to make sure that they are in compliance with the governance policies as set by the board. There is a mechanism in the rewritten bylaws to review bylaws yearly. We are trying to craft bylaws that allows us to actually respond more nimbly to whatever the makeup is of the board in the future and whatever their goals are presently, but also creating a mechanism so that our work provides the most value to the public and to the board when it comes to their decision making process. That was the motivation behind some of these changes. We are eliminating all of the liaisons because one of the policy procedures in GP14 or GP15 expressly disallows direct action and coordination with staff. That is the biggest piece of our bylaws that are in violation of those policies. The way that we looked to address that very issue is because not wanting to get rid of the elements that are a part of the liaison role is instead trying to use that language and shift it into places where we actually maintain the oversight that those liaisons provided, but do it in a way that actually comes before the entire board.

Mr. DeFalco asked staff and legal for their opinion in regards to the current bylaws are not incongruent with the board policies, what exactly they're talking about and what needs to know in regards to that.

Ms. Pugh said that with respect to legal opinion her understanding is that this committee was created as an advisory committee for the benefit of the trustees. Based on their governance policies, this committee is by extension subject to those policies that were created by the board that would be applicable to the

2.03 Bond Oversight Committee Bylaw Review. (cont.)

committees. It appears as though governance policies GP14 and GP15 are applicable to the committees and therefore the bylaws need to be in conformity with those governing policies.

Mr. Camejo does not agree with getting rid of the liaisons' roles.

Ms. Blackman Taylor said that in her opinion, this actually strengthens the ability of the committee to weigh in on more topics to be able to give more valid recommendations to the board. It creates a mechanism for requiring the board to be more explicit in their goals for this committee, our purpose, and how this committee can be of most use to the board who created it. It also allows for a reporting structure that goes back to the board. This committee can have our chair present to the board in a capacity that goes beyond public comment that talks about that can contextualize that conversation and how that happens.

Trustee Brooks said that the liaison part that this committee has been operating under is valuable, but it also only leaves one person informed about a topic. The goal is to have this group be on equal footing when it comes to receiving information to provide an informed decision. You can't provide an informed decision if you're largely out of the conversation and only a single person has the information. A lot of what is in here is just reframing your work to make sure that you're all solid and strong as a unified entity and that you can provide oversight because it's impossible to provide oversight if only one person has the information.

Mr. DeFalco asked about the phrasing regarding removing the ability to form committees and speak to the public. He does not think the committee should remove items that reduces transparency and accountability on behalf of the public.

Ms. Blackman agreed that having transparency is very important and that it is the key part of the committee's ability to function and to serve a purpose to the board, which again in terms of the liaison roles, moving these into an open meeting actually increases public transparency. She said that there's a fundamental disagreement about what these bylaws do, but these bylaws increase public transparency.

Trustee Brooks stated that one way you could frame this that would be within the scope, would to say something like ensuring that the staff has a process in place for community engagement and that there is some sort of engagement from this group. You can fold it in. You just have to frame it a little bit differently.

Mr. Camejo supports community meetings and the formation of subcommittees.

Trustee Brooks stated that she was pushing back on this because if a subcommittee is formed, staff would have to allocate their time and resources on that subcommittee that may or may not be on task. There's a lot of resources that staff already puts in to maintain this committee. It's very important that this committee be mindful of the fact that their job is to build and maintain schools. This is where I want their focus to be. If it does not bring actual value and additional oversight and it takes focus away from serving students, then it is not a priority for me personally. That's really why I'm pushing back. Is it fair to staff for them to be at the mercy of a committee who may want to add four additional subcommittees? When would they ever do their jobs? I guess that's my question.

2.03 Bond Oversight Committee Bylaw Review. (cont.)

Mr. DeFalco asked Mr. McLaughlin if there was something that this committee had been doing that takes too much of time and effort away from you job.

Mr. McLaughlin responded that this committee creates additional challenges and directly aligns with Trustee Brooks' sentiment that this committee is a commitment in and of itself. It's a large portion of what he and his staff does each and every month. To have additional of that would further pull staff away from constructing and designing high-quality learning environments sand anything that that detracts from that is a distraction in his eyes.

Mr. DeFalco stated that he thinks that the community is desperate for oversight and transparency but he doesn't want to do anything that takes more time and effort away from staff. He said that it's really important to not take away from the role and mission of this committee moving forward and oversight is the crux of that.

Mr. McLaughlin said that he agreed 100% and that he is not stating that staff's time is a hindrance to being transparent. He's just stating that there is a balance governance, which is the virtue of the board's policies in and of themselves that we believe there's a healthy balance of reporting and being transparent, but also conducting the work.

Mr.Camejo suggested hiring more staff to accommodate the committees' requests.

Trustee Brooks stated that this could be addressed in the quarterly report that goes to the board. The chair could ask for those resources because the board is the only one that can allocated resources. This committee cannot form a committee and allocate staff time without some mechanism coming to the board.

Mr. Lopez asked if the committee could meet and discuss proposed changes amongst themselves.

Ms. Pugh said 'no' and that it was explained previously in her open meeting law presentation. The committee is here today to discuss proposed changes. Her suggestion is to allow the committee members to digest these proposed changes and come back with additional proposed changes to the next committee meeting.

Ms. Blackman Taylor said that this language seems to lose the ability to have oversight of other funds that might go into capital improvement processes. She believes that the committee should have 15 members instead of 11 and she would like to remove the stipulation of having a child currently enrolled in Clark County School District. She asked if that is the reason that these items were suggested for removal.

Mr. McLaughlin responded that has been a limiting factor in soliciting, not that there wouldn't be an available pool of it, but within the subject matter expertise this committee is charged with, it does limit our ability to nominate. The expertise factor is required of this committee.

Mr. DeFalco stated that attendance in these committee meetings is important and feels the committee should be more strict in regards to this. He feels that if a member misses a certain amount of meetings and those absences are unexcused, they are not telling us in advance, then maybe that member needs to go.

2.03 Bond Oversight Committee Bylaw Review. (cont.)

He said that the process of removal of a committee member could be tightened up, and that many people interested in joining this committee. If members don't show up and participate in these conversations then this committee should figure out a way to get that person out of the way.

Mr. Camejo stated that he has four children in the school district and that everyone is different in their family structures. He feels that it is okay to leave the section as it is.

Mr. Lopez stated that there are a few members absent today and that participation is critical. He said that he has had discussions with members that have an absence problem in the past. He discusses the reason for the absences and make sure that they want to continue being on this committee.

Ms. Blackman Taylor suggested there be more clear language on committee member's onboarding.

Mr. Lopez said that the committee will have to table this topic so that members can review the proposed changes and continue the discussion at the next meeting and hopefully wrap this up.

Ms. Blackman Taylor asked if the committee could continue their work without the bylaws being ratified.

Ms. Pugh said that the committee could maintain the items that are currently on the agenda. Regarding new requests or additions to the agenda that are known not to be in conformity with the governance policy, those would be more problematic.

Ms. Blackman Taylor stated that her understanding is that the committee can take all of this information and revise the bylaws and bring it back to the next committee meeting. They can be voted on and then be sent to the board for approval, at which time the bylaws will be approved.

Mr. DeFalco suggested strengthening the liaison relationship through the bylaws.

Trustee Brooks said that this topic was not previously in the bylaws so she tried to map it out to show what this engagement is supposed to look like in order for the committee to provide an advisory opinion to the board. There's some engagement for the full board when the committee would go to the board and present on a quarterly basis. There would then be a feedback mechanism. This is something that the committee has never had.

Ms. Blackman Taylor stated that part of the language is regarding what members can speak to and anything that could come up to the board. Committee members are not supposed to promote our personal point of view as a committee point of view. If they are discussing issues that are facing the committee, speaking in public might be violation of open meeting law in terms of having a discussion that should be a part of a public meeting. However, there was a spot about how any topics might come up for the board and felt like this committee needs clarifying language so that bond members would be allowed to speak on issues that weren't likely to come up in front of committee members as a member of the general public and that would still have the freedom to do so. If it is about curriculum and it is not about a capital improvement project, she feels like members have a right as a private citizen to speak their mind or say their opinion

2.03 Bond Oversight Committee Bylaw Review. (cont.)

about that to the media or whomever as long as we are not representing ourselves as a bond oversight committee member.

Mr. Camejo stated that he does not want a gag order on this committee like the board has that they fall under their policy and their language where they can't even do an interview nor speak to the public and they send everything to the chair.

Mr. Lopez said that in some instances your issues would probably be better received directly by the trustees, as a parent of that has children in the district.

Mr. McLaughlin stated that he does not disagree with whether it came before the committee or not. Board policy stipulates what the committee is adhering to or not adhering to. The trustees designated that this committee is not a part of that decision-making tree.

Ms. Blackman Taylor said that she thinks that a lot of this has to do with what the committee does with that information and how they process that most effectively as a board. She said that going back to this bylaws conversation, Lundy as a perfect example of where the policy on schools closure does not have a mechanism that involves this committee in any way, shape or form. There is a policy that is written on school closures. Now we have a mechanism in our bylaws and that is maintained in the bylaws as they go forward that allows this committee to make recommendations on changes to policies and regulations.

Trustee Brooks stated that there's a lot of narrative out there that the board's under a gag order. We're not under a gag order. Our board policy is very similar to every city charter, every other school district's policies. When you have a large bureaucratic organization, it's important to know what the chain of communication is. The board president has been delegated the responsibility to speak on behalf of the board. The intent is to make sure that the message that's going out to the public, is clear and in alignment with what the board has agreed on versus an individual member who is exploiting the media for their own purposes to undermine the will of the board. It's not a gag order. Every city charter operates like this. Every school district in Nevada actually has a similar process and it's just to be clear about who is supposed to be communicating with the public so they're not confused about conflicting information.

Mr. DeFalco said that he thinks that the committee should have the ability to speak on behalf of themselves and their roles the way that we find to be appropriate. He sees that as a gag order and that it specifically says committee members shall referring from commenting to the media or online.

Trustee Brooks said that the language came directly from the Attorney General's (AG) office. In the absence of clarity, people do things that don't align with the law. There's no reason to exclude it. Since this committee legally has to adhere to open meeting law in this case, it's really easy for you to break this. It happens frequently. It happens frequently enough on our board that we actually get a phone call about it. So just this conversation for instance, it's clear that maybe it's something that you're not aware of.

Mr. DeFalco said that if the intention here is to make sure that this committee is following what the AG is requiring us to follow, then he think that that's what we write down and we don't go any further in order to restrict our ability to communicate.

2.03 Bond Oversight Committee Bylaw Review. (cont.)

Ms. Blackman Taylor that there should be no restriction on our ability to speak as a private individual on matters that are facing the board that do not deal directly with the committee.

Mr. Lopez stated that when making these statements, if members do it on public comment during the trustees, they have to start it off saying that they're speaking on behalf of being a parent and they're not speaking on behalf of the committee. If members have comment or you have opinion on something, do it here within our meeting. Don't do it on social media in case there's any disagreements.

Mr. Lopez said that it seems this committee is going to need to table this and continue any further discussion in the next month's meeting because obviously some pushback and members need to get all on the same page.

2.04 Questions and/or Removal of Items on Motions/Liaison Taskings.

Analysis of District Cost Savings and Options to Provide Access to a Larger Population of Students.

Motion to keep this item on the Motions and Taskings list.

Motion: Lopez

Second: DeFalco

Vote: Unanimous

2.05 Future Agenda Planning.

Ms. Blackman Taylor reminded the committee that there are two items that are already been a part of a future agenda planning. One of those is construction costs, the other one is in HVAC status of the systems districtwide and the need for replacement. As this committee goes along between those two things and the bylaws, she feels like this committee has a robust set of goals already coming up. However, that is not to preclude if somebody has another report or request, but within what we are trying to accomplish.

Mr. Lopez requested that a future agenda item should be oversight of the committee bylaws, discussion for possible action to send forward to the trustees.

Motion to add Oversight of Committee Bylaws for discussion and possible action.

Motion: Lopez

Second: Camejo

Vote: Unanimous

3.01 Public Comment on Items Not Listed as Action Items on the Agenda.

There was no public comment.

4.00 Adjourn

Motion to adjourn the meeting at 2:48 p.m.

Motion: Camejo

Second: DeFalco

Vote: Unanimous