

DRAFT



# BOND OVERSIGHT COMMITTEE CHARTER



DRAFT September 2024



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## Purpose of Committee

The Bond Oversight Committee Charter ("Charter") articulates the mission, purpose, structure, membership, duties, responsibilities, and expectations. The goal is to ensure transparency in the Bond projects in the 2024 Bond.

The committee's charge is to monitor the progress of all applicable Bond-funded projects and provide the Houston Independent School District community with information and updates on the progress of construction and renovation projects in the District.

## Committee Structure and Membership:

1. The Committee has up to 11 voting members, including a Chairperson and Vice Chairperson. Interested community leaders will apply via the HISD website. Written applications will be reviewed by members of the District's Executive Leadership team for each applicant's experiences and qualifications.
2. A slate of prospective committee members will be recommended by the Superintendent after review of the applications submitted. The Board of Managers will then have the opportunity to deliberate and vote on the proposed slate of committee members as well as the Charter at a public meeting.
3. Appointments will last until the Bond is fully executed and complete. However, if a Committee Member is unable and/or unwilling to continue with the appointment at any point in time, the member must provide the Superintendent written notice of their intent to no longer serve on the committee and their date of resignation.
4. If a member resigns or is no longer available to serve, the Board has the discretion to approve another member.
5. The Committee will approve meeting minutes, review and approve the reports from the District, and provide regular updates to the HISD community on progress tracking relative to the Bond proposal.
6. All meetings of the Committee will be open to the public.
7. Membership on the Committee is open to anyone in the HISD community, and includes but is not limited to:
  - a. Members with expertise or knowledge in public school design/engineering, construction, construction project management, and/or finance.
  - b. Business leaders and employer representatives in the HISD community.
  - c. Parents or guardians of a child enrolled in the District.
  - d. Taxpayers and other Houstonians invested in the success of HISD.
8. The Committee members shall not receive direct or indirect compensation for their services as members of the Committee.

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9. The Committee members do not have an active contract or be seeking a contract with the District or with any contractor or sub-contractor associated with the Bond projects. The same standard is held for their family members.
10. The Committee may not include any employee or official of the District or any vendor, contractor or consultant of the District.
11. A Committee member must serve the general interest of the public as opposed to any personal interest or special interest group.
12. If a Committee member moves outside of the District's geographic boundaries, resigns, violates the Ethics Policy contained herein, fails to attend two consecutive Committee meetings without reasonable excuse, or otherwise becomes unable to serve on the Committee, the Superintendent may declare the position on the Committee to be vacant and begin the process to designate a new member.

## Committee Duties and Responsibilities:

The Committee shall provide updates to the Superintendent, Board, and general public concerning the District's overall project management of all Bond projects, including but not limited to:

1. Monitor progress of Bond projects authorized by voters and provide regular quarterly updates and annual reports to the Superintendent and Board of Managers.
2. Review periodic financial reports produced by the District to verify effective and efficient use of Bond proceeds and compliance with the purposes set forth in the Bond projects as approved by the Board.
3. Review copies of other Bond reports published by the District.
4. Disclose and sign an annual conflict of interest statement for existing conflicts and re-submit if any conflicts arise during a Committee Member's tenure.
5. Communicate any perceived allegation of wrongdoing; potential waste, fraud, misuse or abuse; or non-compliance with Local, State, or Federal laws/regulations, or District policies that become known to the Committee. This communication shall be directed to the Superintendent, who shall refer such matters as required by HISD Board Policy.
6. Provide counsel and input to the administration and the Board. (\*Note: This Committee does not have a fiduciary responsibility related to the District, and this charter does not create any personal liability for member of the Committee.) The Committee does NOT have the authority to:
  - a. Approve of construction contracts or change orders;
  - b. Approropriate of construction funds;
  - c. Approve of construction plans and schedules;

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- d. Approve of the District's maintenance plan;
- e. Approve of the sale of bonds;
- f. Establish of priorities and order of construction for the Bond projects;
- g. Select of architects, engineers, construction managers, project managers, and other professional service firms;
- h. Approve of the design for each project including exterior materials, paint color, interior finishes, site plan and construction means or methods;
- i. Select of independent audit firm(s), performance audit consultants and such other consultants as are necessary to support the performance of the Bond projects;
- j. Set or approve schedules of design and construction activities;
- k. Investigations of allegations of wrongdoing; potential waste, fraud, misuse or abuse; or non-compliance with Local, State, Federal laws/regulations, or District policies.
- l. Direct the activities of staff or consultants; or
- m. Manage activities, roles or responsibilities that have been delegated to staff or consultants by the Superintendent or his designee.

## Committee Meetings:

1. The Committee shall meet at least quarterly to review the District's Bond projects' status and related information, and to perform other duties as provided herein.
2. All Committee meetings shall be held within the District's geographic boundaries.
3. Minutes will be prepared by a representative of the District and will be distributed to the Committee within 15 business days. The minutes will be voted upon for the record at the next scheduled Committee meeting.
4. Formal action from the Committee requires a majority vote of the quorum present. Individual members of the Committee shall not exercise authority for the Committee as a whole and shall not act independently of the Committee.
5. The District shall provide staff support to the Committee, create channels for communication, and provide necessary technical information and administrative assistance in a timely fashion to allow the Committee to do its work.

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## Ethics Policy:

This Ethics Policy provides general guidelines for Committee members to follow in carrying out their roles. Not all ethical issues that Committee members face are covered in this Policy. However, this Policy captures some of the critical areas that help define ethical and professional conduct for Committee members. The provisions of this Policy were developed from existing laws, rules, policies and procedures as well as from concepts that define generally accepted good business practices. Committee members are expected to strictly adhere to the provisions of this Ethics Policy.

## Policy:

**COMMITMENT TO DISTRICT.** A Committee member shall place the interests of the District above any personal or business interest of the member.

**CONFLICT OF INTEREST.** A Committee member shall not make or influence a District decision related to (1) any contract funded by Bond proceeds or (2) any construction project that will benefit the Committee member's outside employment, or business, or provide a financial benefit to the Committee member or a family member, such as a spouse, child, parent, or sibling.

**OUTSIDE EMPLOYMENT.** A Committee member shall not use his or her knowledge of a particular matter to negotiate future employment with any person or organization that relates to: (1) any contract funded by Bond proceeds; or (2) any construction project. A Committee member shall not make or influence a District decision related to any construction project involving the interest of a person with whom the member has an agreement concerning current or future employment, or remuneration of any kind. For a period of one (1) year after leaving the Committee, a former Committee member may not represent any person or organization for compensation in connection with any matter pending before the District that, as a Committee member, he or she participated in personally and substantially.

**COMMITMENT TO UPHOLD LAW.** A Committee member shall uphold the federal and Texas Constitutions, the laws and regulations of the United States and the State of Texas, and the policies, procedures, rules, and regulations of the Houston Independent School District.

**MEMBER CERTIFICATION.** A Committee member shall certify his or her understanding of Committee's Ethics Policy and disclose and sign an annual conflict of interest statement for existing conflicts and re-submit if any conflicts arise during their tenure.

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