

ATTACHMENT B

**December 12, 2018 Orcutt Union School District Board of Trustees Regular Meeting
Minutes, including amended Conflict of Interest in strikethrough format.**

**ORCUTT UNION SCHOOL DISTRICT
BOARD OF TRUSTEES
REGULAR MEETING MINUTES
December 12, 2018**

CALL TO ORDER

A regular meeting of the Board of Trustees of the Orcutt Union School District was held on Wednesday, December 12, 2018, beginning with Dr. Peterson calling Public Session to order at 6:45 p.m. The Pledge of Allegiance was led by Bob Hatch. Members Present: Peterson, Hatch, Phillips, Morinini, Steller, Waffle and Henderson. Administrators Present: Blow, Con, Edds, Salucci and Fell.

SWEARING IN OF NEW ELECTED BOARD MEMBERS

Dr. Peterson introduced Dr. Susan Salcido, Superintendent of the Santa Barbara County Education Office, who administered the Oath of Office to Newly Elected Board Members, Mark Steller, Melanie Waffle and Shaun Henderson.

ELECTION OF THE BOARD PRESIDENT

It was moved by Jim Peterson, seconded by Liz Phillips and carried to elect Lisa Morinini as the Board President. Ayes: Phillips, Morinini, Steller, Waffle and Henderson.

ELECTION OF THE BOARD CLERK

It was moved by Mark Steller, seconded by Shaun Henderson and carried to approve Liz Phillips as the Board Clerk. Ayes: Phillips, Morinini, Steller, Waffle and Henderson.

DESIGNATION OF SUPERINTENDENT AS SECRETARY TO THE BOARD

It was moved by Melanie Waffle, seconded by Liz Phillips and carried to approve Dr. Deborah Blow as the Secretary to the Board. Ayes: Phillips, Morinini, Steller, Waffle and Henderson.

SETTING OF DATE, TIME AND PLACE FOR ALL REGULAR BOARD MEETINGS IN 2019

It was moved by Liz Phillips, seconded by Melanie Waffle and carried to approve dates, time and place for all Regular Board Meetings in 2019, as submitted. Ayes: Phillips, Morinini, Steller, Waffle and Henderson.

SELECTION OF A REPRESENTATIVE TO THE COUNTY COMMITTEE ON SCHOOL DISTRICT ORGANIZATION

It was moved by Melanie Waffle, seconded by Shaun Henderson and carried to approve Liz Phillips at the Representative to the County Committee on School District Organization. Ayes: Phillips, Morinini, Steller, Waffle and Henderson.

ADJOURN TO CLOSED SESSION

It was moved by Liz Phillips seconded by Melanie Waffle and carried to adjourn to Closed Session at 6:57p.m. Ayes: Phillips, Morinini, Steller, Waffle and Henderson.

RECONVENE TO PUBLIC SESSION

The meeting reconvened to Public Session at 7:25 p.m. Lisa Morinini reported that no action was taken in closed session. It was moved by Liz Phillips, seconded by Melanie Waffle and carried to adopt the December 12, 2018, agenda as presented. Ayes: Phillips, Morinini, Steller, Waffle and Henderson.

SUPERINTENDENT'S REPORT

Lee Ann Luongo, Director of the Orcutt Children's Arts Foundation (OCAF), gave an OCAF update. She showed the board some sample of art gifts that students painted for OCAF supporters. She showed the "Save the Date Card" for the OCAF Gala that will be held in February. Jonathan Dollahite, Lakeview Principal introduced his new choir director, Sarah Slezak. The Lakeview Choir sang two holiday songs. Scott Gustafsson, Senior Partner with our audit firm, Vavrinek, Trine, Day & Co. (VTD) gave a presentation on our 2017-18 Audit. Donnie Miller, Construction Manager with Diani Building Corp. gave a Bond Facilities update.

PUBLIC COMMENT

Phyllis Jackson welcomed the new board members and informed the board she was re-elected as CSEA President for another two-year term. Monique Segura welcomed the new board members and gave an OEA update. She thanked the board and Dr. Blow for arranging the Vaping parent meetings.

Written Communication

Santa Barbara County Office of Education sent a written communication stating they reviewed the district's Public Disclosure of Proposed Collective Bargaining Agreement. Dr. Blow received an email from a Parent regarding Excellent Faculty. She complimented Ms. Kozel, Ms. Naess and Ms. De Palma-Steed at Patterson Elementary School.

December 12, 2018

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CONSENT AGENDA ITEMS

- A. Classified Personnel Action Report
- B. Certificated Personnel Action Report
- C. Approval of Warrants
- D. Minutes, Regular Board Meeting, November 14, 2018
- E. 2018 Local Agency Biennial Notice Amendment to Conflict of Interest Code
- F. Board Policy 1400, Relations Between Other Governmental Agencies and the schools, for second reading
- G. Board Policy 3320, Claims and Actions Against the District, for second reading
- H. Board Policy, 0415, Equity for second reading
- I. Board Policy 3515.21, Unarmed Aircraft Systems (Drones), for second reading

It was moved by Liz Phillips, seconded by Melanie Waffle, and carried to approve Consent Agenda Items A through I, as submitted. Ayes: Phillips, Morinini, Steller, Waffle and Henderson.

ACTION AGENDA ITEMS

Acceptance of Gifts:

It was moved by Liz Phillips, seconded by Mark Steller, and carried to approve the Patterson Road gift of assorted boxes of school supplies from Cal Poly University Store, and the gift of the use of the Full of Life Flatbread restaurant for Olga Reed and the District Culinary Class. The board ask that a letter of acceptance and appreciation be forwarded to the Cal Poly University Store and the Full of Life Flatbread Restaurant. Ayes: Phillips, Morinini, Steller, Waffle and Henderson.

First Interim Report, Orcutt Union School District General Fund 2018/19

It was moved by Liz Phillips, seconded by Melanie Waffle and carried to approve the First Interim Report, Orcutt Union School District General Fund for 2018/19 as submitted. Ayes: Phillips, Morinini, Steller, Waffle and Henderson.

2017/18 Audit Report

It was moved by Melanie Waffle, seconded by Mark Steller and carried to accept the audit report ending June 30, 2018, as presented. Ayes: Phillips, Morinini, Steller, Waffle and Henderson.

2018/2019 Resolution No. 7, Delegation of Authority to District Staff

It was moved by Melanie Waffle seconded by Liz Phillips and carried to approve Resolution No. 7, Delegation of Authority to District Staff. Ayes: Phillips, Morinini, Steller, Waffle and Henderson.

Elementary Furniture Surplus

It was moved by Liz Phillips, seconded by Shaun Henderson and carried to approve the surplus of all the Alice Shaw, Joe Nightingale, Patterson Road, Pine Grove, Ralph Dunlap, Olga Reed and Orcutt Academy Charter K-8 student desks and chairs as submitted. Ayes: Phillips, Morinini, Steller, Waffle and Henderson.

Surplus Items

It was moved by Melanie Waffle, seconded by Liz Phillips and carried to surplus the list of items, as submitted. Ayes: Phillips, Morinini, Steller, Waffle and Henderson.

Award Bid of Removal of Playground Structure Sand Project

It was moved by Mark Steller, seconded by Melanie Waffle and carried to award the bid for the Sand Removal around Playground Structures project to Herrera Corporation, for \$205,580, as they were the only responsive bidder. Ayes: Phillips, Morinini, Steller, Waffle and Henderson.

Board Policy 6170.1, Transitional Kindergarten

It was moved by Liz Phillips, seconded by Shaun Henderson and carried to adopt the revisions to Board Policy 6170.1, Transitional Kindergarten for the first reading and that it be placed on the next Consent Agenda for the second reading. Ayes: Phillips, Morinini, Steller, Waffle and Henderson.

Board Policy 6190, Evaluation of the Instructional Program

It was moved by Melanie Waffle, seconded by Mark Steller and carried to adopt the revisions to Board Policy 6190, Evaluation of the Instructional Program for the first reading and that it be

placed on the next Consent Agenda for the second reading. Ayes: Phillips, Morinini, Steller, Waffle and Henderson.

Ratification of Agreement with California School Employees' Association (CSEA) and its Orcutt Chapter #255

It was moved by Melanie Waffle, seconded by Shaun Henderson and carried to ratify the negotiated agreement with California School Employees' Association (CSEA) and its Orcutt Chapter #255 to replace existing language in Article 3 to the new language agreed upon on October 17, 2018. Ayes: Phillips, Morinini, Steller, Waffle and Henderson.

Antioch University Student Teaching Agreement

It was moved by Melanie Waffle, seconded by Shaun Henderson and carried to approve the Antioch University Student Teacher Agreement for Multiple and Single Subject and Education Specialist Credentials with the Orcutt Union School District, as submitted. Ayes: Phillips, Morinini, Steller, Waffle and Henderson.

ITEMS FROM THE BOARD

Non

GENERAL ANNOUNCEMENTS

Unless otherwise noticed, the next regular board meeting is scheduled for Wednesday, January 16, 2019, with Closed Session beginning at 6:45 p.m. followed by Public Session at 7:15 p.m. in the District Office Board Room, 500 Dyer Street, Orcutt, CA.

ADJOURN

It was moved by Liz Phillips, seconded by Shaun Henderson and carried to adjourn the meeting at 8:30 p.m.



Deborah L. Blow, Ed.D. Board Secretary



Liz Phillips, Clerk, Board of Trustees

Conflict of Interest Code EXHIBIT A

Entity: School District

Agency: Orcutt Union School Dist

Position	Disclosure Category	Files With	Status
Assistant Superintendent	Cat-99	County of Santa Barbara	Unchanged
Assistant Superintendent - Business Services Delete	Cat-99	County of Santa Barbara	Unchanged
Assistant/Associate Superintendent Delete	Cat-99	County of Santa Barbara	Unchanged
Board of Trustees	Cat-99	County of Santa Barbara	Unchanged
Chief Technology Officer	Cat-99	County of Santa Barbara	Unchanged
Director - Child Nutrition	Cat-99	County of Santa Barbara	Unchanged
Director of Educational Technology Delete	Cat-99	County of Santa Barbara	Unchanged
Director of Fiscal Services	Cat-99	County of Santa Barbara	Unchanged
Director of Maintenance, Operations and Transportation	Cat-99	County of Santa Barbara	Unchanged
Maintenance and Operations Director Delete	Cat-99	County of Santa Barbara	Unchanged
Principal	Cat-99	County of Santa Barbara	Unchanged
Superintendent	Cat-99	County of Santa Barbara	Unchanged

Total: 12

Disclosure Descriptions

EXHIBIT B

Entity: School District
Agency: Orcutt Union School Dist

Disclosure Category	Disclosure Description	Status
Cat-99	See your Agency Conflict of Interest Code.	Unchanged

Grand Total: 1

EXHIBIT A

MSRB G-42

2018 AUG -8 PM 1:06

COUNTY OF SHERBORN
CLERK OF THE
SUPERIOR COURT
2018

CLIENT DISCLOSURE Potential Conflicts of Interest With Financial Advisory Compensation

The Municipal Securities Rulemaking Board requires us, before acting as your municipal advisor, to provide written disclosure to you about the actual or potential conflicts of interest presented by various forms of compensation. The attached contract contains a provision for special consulting services that could potentially include activities that might be deemed municipal advisory services now or in the future. We believe we are obligated to provide this disclosure unless you have required that a particular form of compensation be used. After considering these potential conflicts, the DISTRICT should consider whether the form of compensation in our contract represents an acceptable potential conflict.

Forms of compensation; potential conflicts. The forms of compensation for municipal advisors vary according to the nature of the engagement and requirements of the client, among other factors. Various forms of compensation present actual or potential conflicts because they may create an incentive for an advisor to recommend one course of action over another if it is more beneficial to the advisor to do so. This document discusses various forms of compensation and the timing of payments to the advisor.

Fixed fee. Under a fixed fee form of compensation, the municipal advisor is paid a fixed amount at the outset of the transaction. The amount is usually based upon an analysis by the client and the advisor of, among other things, the expected duration and complexity of the transaction and the agreed-upon scope of work that the advisor will perform. This form of compensation presents a potential conflict of interest because, if the transaction requires more work than originally contemplated, the advisor may suffer a loss. Thus, the advisor may recommend less time-consuming alternatives, or fail to do a thorough analysis of alternatives. There may be additional conflicts of interest if the municipal advisor's fee is contingent upon the successful completion of a financing, as described below.

Hourly fee. Under an hourly fee form of compensation, the municipal advisor is paid an amount equal to the number of hours worked by the advisor times an agreed-upon hourly billing rate. This form of compensation presents a potential conflict of interest if the client and the advisor do not agree on a reasonable maximum amount at the outset of the engagement, because the advisor does not have a financial incentive to recommend alternatives that would result in fewer hours worked. In some cases, an hourly fee may be applied against a retainer (e.g. a

retainer payable monthly), in which case it is payable whether or not a financing closes. Alternatively, it may be contingent upon the successful completion of a financing, in which case there may be additional conflicts of interest, as described below.

Fee contingent upon the completion of a financing or other transaction. Under a contingent fee form of compensation, payment of an advisor's fee is dependent upon the successful completion of a financing or other transaction. Although this form of compensation may be customary for the client, it presents a conflict because the advisor may have an incentive to recommend the unnecessary financings or financings that are disadvantageous to the client. For example, when facts or circumstances arise that could cause the financing or other transaction to be delayed or fail to close, an advisor may have an incentive to discourage a full consideration of such facts and circumstances, or to discourage consideration of alternatives that may result in the cancellation of the financing or other transaction.

Fee paid under a retainer agreement. Under a retainer agreement, fees are paid to a municipal advisor periodically (e.g. monthly) and are not contingent upon the completion of a financing or other transaction. Fees paid under a retainer agreement may be calculated on a fixed fee basis (e.g., a fixed fee per month regardless of the number of hours worked) or an hourly basis (e.g. a minimum monthly payment with additional amounts payable if a certain number of hours worked is exceeded). A retainer agreement does not present the conflicts associated with a contingent fee arrangement (described above).

Fee based upon a principal or notional amount and term of transaction. Under this form of compensation, the municipal advisor's fee is based upon a percentage of the principal amount of an issue of securities (e.g. bonds) or, in the case of a derivative, the present value of or notional amount and term of the derivative. This form of compensation presents a conflict of interest because the advisor may have an incentive to advise the client to increase the size of the securities issue or modify the derivative for the purpose of increasing the advisors' compensation.

CONFLICT OF INTEREST CHECKLIST

- Employee has existing employment or consulting relationship with the Client;
- Employee has been a past employee of the Client;
- Family member of an employee is an employee or past employee of the Client;
- District employee or Board member has a contractual relationship with the CFS or any of its subdivisions;
- Employee has made a political contribution to an elected official of the Client in the last five years;
- Employee has made a gift in excess of \$150 (excluding meals) to a Client staff member or Board member in any of the last three years;
- Employee receives compensation that is directly related to and contingent upon the issuance of debt by the Client;

- Client has a pre-existing relationship with CFS for services that would be directly related to and contingent upon the issuance of debt by the District;

Explanation of any conflicts:

Acknowledgement

The undersigned hereby acknowledges that he/she has received this disclosure and that he/she has been given the opportunity to request an additional copy of the contract for review, if needed, as well as raise questions and discuss the foregoing matters with the DISTRICT'S counsel or other advisors.

Orcutt Union School District

By

Deborah L. Blaw