

A California Public Benefits Corporation

Corporation formed September 19, 2019

Corporation Number 4319346

Internal Revenue Service Approved Exempt Federal Income Tax Effective September 19, 2019

Donations tax deductible to the fullest extent allowed by law.

**3 Board Minutes March 14, 2020**

Approved June 13, 2020, Anton Jungherr, Secretary



**MINUTES OF QUARTERLY  
BOARD OF DIRECTORS MEETING**

**Saturday, March 14, 2020, 10:00 AM to 2:00 PM**

As required by Bylaws of the California Association of Bond Oversight Committees, Article 8, Section 4 you are hereby noticed that the quarterly Board of Directors meeting will be held on Saturday, March 14, 2020 starting at 10:00 AM at City of Hercules Press Room, 2001 Refugio Valley Road, Hercules, CA 94547.

The agenda and supporting written materials are attached to this notice.

You can attend this meeting in person, via Zoom at meeting ID 412 822 2265 or by calling 1.669.900.6833 and entering the meeting ID 412 822 2265.

Please respond to me at [ajungherr@aol.com](mailto:ajungherr@aol.com) on how you plan to participate in this meeting or the reason you are unable to attend this meeting.

Professional Advisors are welcome to attend this meeting but are not required to attend this meeting.

Anton Jungherr, Secretary, Board of Directors

March 7, 2020

Distribution: Board of Directors and Professional Advisors

**California Association of Bond Oversight Committees**

8/7/2020 6:54 PM

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**3 Board Minutes March 14, 2020**

**Purpose Statement:** "The specific purpose of this corporation is to provide training, assistance, and encouragement to California School Proposition 39 Citizens' Bond Oversight Committee Members through development of training materials, delivery of online training, conferences, workshops, formation of regional groups of California Citizens' Bond Oversight Committees and representing common interest at the statewide level." (Articles of Incorporation, Section 4)

**To participate remotely using Zoom:** Log into Zoom from your laptop, PC, desktop or tablet and enter the meeting ID 412 822 2265. If you are calling in only, you'll also need the Meeting Phone: 1.669.900.6833, after which you'll be prompted for the Meeting ID.

Refer to "CABOC Zoom Account Sign Up" and "CABOC Zoom Protocol" for more detailed instructions.

Please silence your cell phone.

**MINUTES FIRST QUARTERLY BOARD OF DIRECTORS MEETING<sup>1</sup>**

Date: Saturday, March 14, 2020

Time: 10:00 AM to 2:00 PM (including a working lunch provided by CABOC)

Place: City of Hercules Press Room, 2001 Refugio Valley Road, Hercules, CA 94547

<sup>1</sup> The initial four Directors (Jack Weir, Anton Jungherr, Nick Marinovich and Gregg Visineau) held the first Board of Directors meeting on November 12, 2019. On November 19, 2019 the Board of Directors elected eight additional Directors (Judith Box, Leon Brauning, Carolyn /Castillo, Andrea Dawson, Dena Florez, Chris Hanson, Steve Mick and Ouranar Riddle). Therefore, this is the third Board of Directors meeting, but is the First Quarterly Board of Directors meeting with all 12 Board Members.

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**OPENING PROCEDURES (10:00 AM to 10:15 AM)**

55 Call to Order – Jack Weir, President at 10:06 AM

56 Welcome and Meeting Procedures – Jack Weir

57 Safety Minute – Gregg Visineau

58 Roll Call – Anton Jungherr

Name	County	Term Expires <sup>2</sup>	In Person	Zoom	Absent
Judith Box	Contra Costa	12.31.20	x		
Carolyn Castillo	Los Angeles	12.31.20		x	
Andrea Dawson	Alameda	12.31.20	x		
Dena Florez	Los Angeles	12.31.20		x	
Chris Hanson	San Francisco	12.31.20		x	
Anton Jungherr	Contra Costa	12.31.21	x		
Nick Marinovich	San Diego	12.31.21		x	
Steve Mick <sup>3</sup>	Contra Costa	12.31.20			x
Ourania Riddle	Solano	12.31.21		x	
Amadeo Rodriguez	Los Angeles	12.31.21		x	
Gregg Visineau	Contra Costa	12.31.21	x		
Jack Weir	Contra Costa	12.31.21		x	

59

60 Of the twelve Board Directors, eleven were present, four in person and seven by Zoom, and  
61 one Board Member was absent. A quorum of Directors was present for this meeting.62 Several of the Directors who attended on Zoom either left the meeting early and/or left the  
63 meeting for a period and returned to the meeting.

64

<sup>2</sup> See minutes below, Selection by Lot of Board of Directors Terms of Office (Bylaws Article 6, Section 5) for determination of term expiration date.

<sup>3</sup> Resigned March 15, 2020 for family reasons.

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66 Professional Advisors – Anton Jungherr

Name	County	Term Expires	In Person	Zoom	Absent
Sallie DeWitt	Contra Costa	none		X	
Lorraine Humes	Contra Costa	none			X
Marcus Crawley	Alameda	none	X		
Vanessa Hill	Contra Costa	none			X
Linda Lozito	Contra Costa	none			X
Lori Chinn	Contra Costa	none			X
Tom Panas	Contra Costa	none			X
Ben Steinberg	Contra Costa	none		X	
Dennis Clay	Contra Costa	none			X

67

68 Nancy Rieser, The Carquinez School H.E.A.R.T Alliance, attended in person this meeting as  
69 a guest.

70 **CABOC ORIENTATION (10:15 AM to 12:30 PM)**71 **10:15 AM to 11:15 AM, including break**

72 CABOC Organizational Structure – Anton Jungherr - reviewed

73 Roles and Responsibilities – Gregg Visineau - reviewed

74 **11:15 AM to 12:30 PM, including working lunch**

75 “To Do” List and Skills – Gregg Visineau - review and comprehensive discussion.

76 Need list of new Proposition 39 school bond measures approved March 3, 2020. Anton  
77 Jungherr to follow up.

78 Need clarification if a March 3, 2020 measure is new or the district had a prior CABOC that  
79 will continue with the new measure. .

80 Need an agreed upon “CABOC education” packet for liaisons and CABOC recruiters. Nick  
81 Marinovich and Andrea Dawson to follow-up

82 CABOC to audit/access CABOC’s as to what they might or might not need from CABOC to be  
83 a successful CABOC.

84 Review CaLBOC training syllabus.

85 Standing Committees to do the “the bulk” of CABOC development work.

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87 "Google Group" with "Google Docs" for offline collaboration work.

88 Recruit four new Southern California CABOC Board members. Andrea Dawson to follow-  
89 up.

90 A "CABOC member" is an individual, not a full CBOC.

91 Need a "quick start guide" on director liability insurance.

92 Recruit an attorney as a Professional Advisor to CABOC. Ourania Riddle to follow-up.

93 Need biographies and picture of Board members for website. Ourania Riddle to follow-up.

94 What is the value of a face-to-face Board of Directors meeting vs. going solely to Zoom and  
95 Google Docs?

96 Objectives 2020, motion made to approve the four 2020 objectives listed below: M/S/C <sup>4</sup>

97 1. Assign a liaison to each of the about 90-100 new CBOCs as a result of March 3, 2020  
98 General Election

99  
100 2. Recruit 2,000 CABOC Members

101  
102 3. Recruit four Central/Southern California Board Directors

103  
104 4. Prepare educational documents for display on the website. (This objective was added  
105 to this motion at the meeting.)

106

107 **APPROVE BOARD POLICIES (12:30 PM to 1:20 PM)**

108 Approve Board Policy 1, Board Standing and Ad Hoc Committees – M/S/C

109 Approve Board Policy 2, Conflict of Interest – M/S/C

110 Approval of Board Policy 3, Directors Duties - M/S/C

111 Approval of Board Policy 4, Professional Advisor – M/S/C

112 Approval of Board Policy 5, Partnership Program - M/S/C as amended, see below.

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<sup>4</sup> M/S/C abbreviation use in minutes to communicate Motion made, Seconded, Carried.

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114 Page 38, line 9 of the Partnership Program Board Policy in the agenda packet was amended as  
115 follows: "It is proposed that our initial the performance auditor strategic partnership  
116 agreement be with Moss Adams, LLP."

117

118 **ROUTINE BUSINESS (1:20 PM to 1:50 PM)**

119 **Consensus Items**

120 Approval of Minutes First Directors Meeting, November 12, 2019 - M/S/C <sup>5</sup>

121 The balance on the consensus items listed below were approved by one motion – M/S/C

122 Approval of Minutes Second Directors Meeting, November 19, 2019 <sup>6</sup>

123 Ratification Standing Committee Chairpersons appointments - Bylaws Article 9, Section 2 (c)

- 124 • Training Materials – Dena Florez
- 125 • Membership Recruitment - Anton Jungherr
- 126 • Legislation - Andrea Dawson
- 127 • Member Customer Services – Nick Marinovich
- 128 • Public Relations – Ourania Riddle

129 Ratification of President Jack Weir's appointment to the Board of Directors of Amadeo A.  
130 Rodriguez to fill the unexpired term of Leon Brauning, who resigned on December 12, 2019

131 Ratify the appointment of Carolyn Castillo as a member of the Executive Committee in  
132 accordance with Bylaws Article 9, Section 1

133 **Treasurer's Report**

- 134 • Balance Sheet as of February 29, 2020
  - 135 • Statement of Activities by Class, September 2019 to February 2020
- 136

<sup>5</sup> Only the four original Directors (Jack Weir, Anton Jungherr, Nick votes Marinovich and Gregg Visineau) voted on this motion, all the other Directors abstained as they were not Directors at the time of this meeting.

<sup>6</sup> Roberts Rules of Order provide, "It should be noted that a member's absence from a meeting for which minutes are being approved does not prevent the member from participating in their correction or approval."

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138 **Action Items**

139 Selection of Board of Directors Terms of Office (Bylaws Article 6, Section 5) – M/S/C

- 140     • Initial four (4) Directors (Jack Weir, Anton Jungherr, Nick Marinovich and Gregg  
141       Visineau) have two-year terms ending December 31, 2021.
- 142     • Two Year Term: select two (2) with terms ending December 31, 2021 – Ourania  
143       Riddle and Amadeo Rodriguez each volunteered to accept a two-year appointment.
- 144     • One Year Term: balance of six (6) current Directors without term designations, with  
145       terms ending December 31, 2020. See Roll Call above for term expiration dates for all  
146       Directors.

147 Approval of Budget September 2019 to December 2020 – M/S/C

148

149 **ADJOURNMENT (1:50 PM to 2:00 PM)**

150 Board Meeting, what worked and what should be changed for future meetings – Gregg  
151 Visineau

152       Plus. What worked? What went well? On-time and Zoom.

153       Delta. What could be improved? More laptops and I Phones so we can see more  
154       pictures, popping on and off Zoom, and Zoom experience.

155 Next Meetings (see details below) – Anton Jungherr


156 CABOC Board of Directors Certificate of Membership were distributed to Board Members in  
157 attendance. After the meeting the Certificates of Membership were mailed to the other Board  
158 Members.

159 Adjournment – Anton Jungherr at 2:05 PM

160

161

162 Date of minutes: March 26, 2020

163 Minutes prepared by Anton Jungherr, Secretary 

164 Distribution: Board of Directors and Professional Advisors

165

**California Association of Bond Oversight Committees**

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**NEXT MEETINGS**

168 Executive Committee (weekly meetings on Tuesday's at 9:00 AM, unless canceled by  
169 President)

- 170 • March 17, 2020  
171 • March 31, 2020  
172 • Every Tuesday thereafter, unless canceled by President Weir

173 **Board of Directors Quarterly Meetings** – tentative

174 The Executive Committee was requested to consider have all future Board Meeting via Zoom.

- 175 • June 13, 2020  
176 • September 12, 2020  
177 • December 12, 2020

178 **First Annual Membership Meeting** - tentative

- 179 • June 2021 (date/time/place TBD)  
180



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**FOLLOW UP ACTIONS**

No.	Action	Owner	Status 3.28.20
1	Prepare final version of five approved Board Policies and file in CABOC Minutes Book.	Anton Jungherr	done
2	Provide a system for Directors to review the Conflict of Interest Policy in March of each year starting in March 2021.	Anton Jungherr	done
3	Executive Committee consider having quarterly Board meeting via Zoom	Anton Jungherr	done
4	Prepare first discussion draft Objectives 2020 Implementation Plan for Executive Committee approval.	Anton Jungherr	
5	Mail Certificate of Membership to Directors who were not in person at this meeting.	Anton Jungherr	done
6	Have Zoom meeting of Standing Committee Chairpersons.	Jack Weir	
7	Negotiate a strategic partnership agreement with Moss Adams, LLP.	Nick Marinovich	started
8	Negotiate Partnership Agreement with California Grand Jury Association.	Ourania Riddle	
9	Research grant opportunities at City of Berkeley Library using their grant software.	Ben Steinberg	
10	Prepare a list of successful Proposition 39 school bond measures approved by the votes on March 3, 2020.	Anton Jungherr	started
11	Prepare "education packets" for liaisons and CABOC recruiters.	Nick Marinovich Andrea Dawson	started
12	Recruit four new Central/Southern California CABOC Board members.	Andrea Dawson	
13	Recruit an attorney as a Professional Advisor to CABOC.	Ourania Riddle	started
14	Collect and edit biographies of Board members for website.	Ourania Riddle	started
15	Collect pictures of Board members for website.	Ourania Riddle	Started

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## **CABOC Organizational Structure**

### **Executive Summary**

Jack Weir and I started CABOC to provide training and support to California Proposition 39 School Citizens' Bond Oversight Committee and implement The Little Hoover Commission recommendations that CalBOC was not willing or able to do.

CABOC was formed as a California Public Benefits Corporation, by Jack Weir and Anton Jungherr filing Articles of Incorporation with the California Secretary of State on September 19, 2019.

A corporation is a separate legal entity. The laws treats a corporation as a separate "person," distinct from the people who own, manage, or operate it.

The Articles of Incorporation states the name of the corporation, as California Association of Bond Oversight Committees

"The specific purpose of this corporation is to provide training, assistance, and encouragement to California School Proposition 39 Citizens' Bond Oversight Committee Members through development of training materials, delivery of online training, conferences, workshops, formation of regional groups of California Citizens' Bond Oversight Committees and representing common interest at the statewide level."

The bylaws adopted November 12, 2019 has the following key provisions:

- CABOC is membership corporation whose members elect a board of directors.
- Election of directors by region.
- The corporation may authorize the formation of chapters.
- No more than 50 directors.
- Executive Committee whose duty if to conduct business between Board meetings.

First Annual Membership Meeting June 2021 (tentative)

The bylaws require an annual meeting of the membership. Voting membership is limited to individuals who are serving or have served on a regular Proposition 39 Citizens' Bond Oversight Committee. Voting members are not required to pay dues at this time but are encouraged to make a voluntary contribution.

Voting members have all the rights and privileges of membership including the right to vote on:

- The election of directors.
- Amendments to the bylaws that materially and adversely affect the rights of members or member voting rights.
- A change in the number of directors or the length of directors' terms.
- Amendments to the Articles of Incorporation.

## CABOC Organizational Structure

### Why CABOC?

Jack Weir and I meet at Jack's Pleasant Hill, CA home on July 2, 2019 and agreed that we would incorporate a California Public Benefit Corporation to provide training resources and help to School Proposition 39 citizens' bond oversight committees in California. That started the adventure that bring us to today's first meeting of the California Association of Bond Oversight Committees Board of Directors.

I was a Co-Founder with Michael Day of the California League of Bond Oversight Committees (CaLBOC) which was incorporated on December 5, 2008 as a California Public Benefit Corporation. Jack Weir is an organizational consultant and was a prior CaLBOC Board Member.

The Little Hoover Commission is a bipartisan independent California oversight agency to promote economy and efficiency in state and local government. The Little Hoover Commission in their February 2017 report made several recommendations as regards oversight of School Proposition 39 bonds. As representatives of CaLBOC both Nick Marinovich and I testified at the Little Hoover Commission's September 22, 2016 public hearing which was the basis for their February 2017 report.

The Little Hoover Commission February 2017 recommendations will inform the focus and work of CABOC.

The CaLBOC Board of Directors, at its June 26, 2017 meeting, approved the preparation of Business Plan 2017. Jack Weir (CABOC Co-Founder and President) and Nick Marinovich (CABOC Vice President) were appointed as co-chairs of the Business Plan Committee. Linda Lozito (CABOC Professional Advisor) and Anton Jungherr (CABOC Co-Founder, Secretary and Treasurer) were members of the Business Plan Committee.

Jack Weir provided the following assessment of CaLBOC: "CaLBOC has a **mission statement** that is clear and coherent but has no formal set of **organizational goals** nor documented **business plan**. The mission of the Business Plan team is to present a draft Business Plan in advance of the November 20, 2017 Board meeting."<sup>1</sup>

The Business Plan Committee held seventeen (17) meetings in preparing the plan. On November 20, 2017 the CaLBOC Board of Directors unanimously approved the Business Plan 2017 (30 pages plus 16 appendices).

---

<sup>1</sup> California League of Bond Oversight Committees, Business Plan 2017, page 4.

The June 25, 2018 CaLBOC Board of Directors agenda had the following agenda items:

- Directors Recruitment
- Southern California Conference
- Appointment of Executive Committee

Without notice or cause the Board of Directors at its June 25, 2018 meeting fired me from the Board of Directors by a 6 yes and 4 no vote.

On September 27, 2019 I sued the CaLBOC Board of Directors over my wrongful termination. This matter is currently pending resolution in the Superior Court of the State of California, County of Contra Costa, Case No. MSN19-1927.

Jack and I started CABOC to provide training and support to California Proposition 39 School Citizens' Bond Oversight Committee and implement The Little Hoover Commission recommendations that CaLBOC was not willing or able to do.

### **Formation of California Nonprofit Corporations**

Deciding to form a nonprofit corporation is a big step for any group. It involves paperwork and government forms, on both state and federal level; and you'll have to conduct your business within the legal framework of various state and federal laws.

Fortunately, there are many benefits including the ability to attract donors and grant funds and avoid corporate income taxes.

A for-profit corporation can be formed for any lawful purpose. Nonprofit corporations, however, must be established under California law for one of three broad purposes:

- for the benefit of the public (a public benefits corporation)
- for religious purposes (a religious corporation)
- for mutual benefit of the members of the nonprofit (a mutual benefit corporation)

CABOC was formed as a California Public Benefits Corporation, by Jack Weir and Anton Jungherr filing Articles of Incorporation with the California Secretary of State on September 19, 2019.

A corporation is a separate legal entity. The laws treats a corporation as a separate "person," distinct from the people who own, manage, or operate it.

### **Articles of Incorporation (California Corporation Number C4319346)**

The Articles of Incorporation, filed on September 19, 2019, state the name of the corporation, California Association of Bond Oversight Committees and:

- Address: 121 Ash Court, Hercules, CA 94547

**California Association of Bond Oversight Committees (CABOC)**  
**Public Benefits Corporation**  
**Organizational Structure**

March 14, 2020  
printed: 3/5/2020 11:29 PM

- Service of Process: Anton Jungherr
- Purpose Statement: "The specific purpose of this corporation is to provide training, assistance, and encouragement to California School Proposition 39 Citizens' Bond Oversight Committee Members through development of training materials, delivery of online training, conferences, workshops, formation of regional groups of California Citizens' Bond Oversight Committees and representing common interest at the statewide level."

In addition, the Articles provide:

- This corporation is organized and operated exclusively for the purposes set forth hereof within the meaning of Internal Revenue Code section 501(c)(3).
- "No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation."
- "The property of this corporation is irrevocable dedicated to ... ."
- Upon the dissolution assets shall be distributed to a nonprofit fund.

**Nonprofit Public Benefit Corporation Law (California Corporations Code, Sections 5110-5160)**

These sections of the Corporations Code provide for the formation and operations of public benefit corporations including:

- Requirements and process for filing of articles of incorporation.
- The incorporators (Jack Weir and Anton Jungherr) may do whatever is necessary and proper to start the organization, including adoption of bylaws, until the directors are elected.
- Have all the powers of a natural person, subject articles, bylaws, corporation code and any other applicable laws.
- Requirements for bylaws.

**First Board of Directors Meeting, November 12, 2019**

The first meeting of the Board of Directors was held on November 12, 2019. Present were the two incorporators (Jack Weir and Anton Jungherr) and two directors elected by the incorporators (Nick Marinovich and Gregg Visineau). The following actions were taken at this meeting:

- Approved bylaws.
- Election of officers: Jack Weir, President; Nick Marinovich, Vice President; Anton Jungherr, Secretary; Anton Jungherr, Treasurer.
- Established principal office at 121 Ash Court, Hercules, CA 94547.
- Provided for membership corporation.
- Approved Bank of America as bank.

**California Association of Bond Oversight Committees (CABOC)  
Public Benefits Corporation  
Organizational Structure**

March 14, 2020  
printed: 3/5/2020 11:29 PM

- Initial number of directors shall be 18, with 9 from Northern California and 9 from Central/Southern California.
- Added Gregg Visineau to Executive Committee.
- Established five standing committees.
- Established Professional Advisors.
- Planned visioning meetings.
- Established weekly Executive Committee meetings.
- Agreed to use Loomio software to facilitate communications.
- Considered design of membership application.
- Considered a logo design at the next Executive Committee meeting.

**Bylaws**

The bylaws adopted November 12, 2019 have the following key provisions:

- CABOC is a membership corporation whose members elect a board of directors.
- Election of directors by region.
- The corporation may authorize the formation of chapters.
- No more than 50 directors.
- Power and duties of directors. Gregg Visineau will discuss in more detail during his presentation.
- Executive Committee whose duty is to conduct business between Board meetings.

**Second Board of Directors Meeting, November 19, 2019**

The second meeting of the Board of Directors was held on November 19, 2019, at which time eight additional directors were elected to the Board of Directors.

**First Quarterly Board of Directors Meeting, March 14, 2020**

Today's Board meeting is technically the third Board meeting, but the first quarterly meeting with all 12 Directors.

**Federal Tax Exemption**

CABOC applied to the Internal Revenue Service as an educational organization under Section 501(c)(3) and was approved on November 5, 2019 effective September 19, 2019. "We're pleased to tell you we determined you're exempt from Federal income tax under Internal Revenue Code (IRS) Section 501(c)(3). Donors can deduct contributions they make to you under IRS Section 170." Our Employer Identification Number I 84-3416221.

**California Tax Exemption**

On November 15, 2019 CABOC applied for California tax exemption based on receiving the Federal Tax Exemption. That request is currently pending approval.

### **California Secretary of State Information Filing**

All California Corporations are required to file with the California Secretary of State a bi-annual Statement of Information with the following information:

- Corporation Name: California Association of Bond Oversight Committees.
- Principal office address: 121 Ash Court, Hercules, CA 94547.
- Officers: Chief Executive Officer, Jack Weir; Secretary, Anton Jungherr; Chief Financial Officer, Anton Jungherr.
- Agent for service of process: Anton Jungherr.

CABOC's initial statement was filed on October 18, 2019.

### **California Attorney Registration**

Every California charitable public benefit corporation must register with the California Attorney General, Registry of Charitable Trusts within thirty days after receipt of assets (cash or other forms of property) for the charitable purposes for which it is organized. CABOC registered on November 12, 2019 and was assigned State Charity Registration Number CT0267634 on February 19, 2020.

### **Annual Tax Returns**

CABOC pays no Federal or California income tax. However, annual tax returns are required on or before May 15 as follows:

- Federal Form 990-N.
- California Form FTB 199N.
- California Attorney General form RRF-1.

### **First Annual Membership Meeting June 2021 (tentative)**

The bylaws require an annual meeting of the membership. Voting membership is limited to individuals who are serving or have served on a regular Proposition 39 Citizens' Bond Oversight Committee. Voting members are not required to pay dues at this time but are encouraged to make a voluntary contribution.

Voting members have all the rights and privileges of membership including the right to vote on:

- The election of directors.
- Amendments to the bylaws that materially and adversely affect the rights of members or member voting rights.
- A change in the number of directors or the length of directors' terms.
- Amendments to the Articles of Incorporation.



California Association of Bond Oversight Committees (CABOC)

# Roles & Responsibilities

CABOC Board of Directors Meeting, Saturday, March 14th, 2020

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**What should CABOC be doing now?**

**What should the Board be doing?**

Gregg Visineau  
Developed in February 2020

# California Association of Bond Oversight Committees (CABOC)

## I. CABOC's Bylaws: ARTICLE 6. DIRECTORS, Sections 3 and 4

**Section 1:** NOT SHOWN HERE

**Section 2:** NOT SHOWN HERE

QUOTE

### **Section 3. Powers**

Subject to the provisions of California law and any limitations in these bylaws, the business and affairs of this corporation shall be conducted, and all corporate powers shall be exercised by or under the direction of the board of directors. The board of directors may adopt, use, and at will alter a corporate seal and a logo.

### **Section 4. Duties**

It shall be the duty of the directors to:

- a) Perform any and all duties imposed on them collectively or individually by law, or pursuant to these bylaws and the board's adopted policies.
- b) Assume fiduciary responsibility for the corporation as required by law.
- c) Prescribe the duties and fix the compensation (if any) of all officers, agents, and employees of the corporation, except as otherwise provided in these bylaws.
- d) Supervise all officers, agents, and employees of the corporation to assure that their duties are performed properly.
- e) Meet at such times and places as required by these bylaws or the policy manual.
- f) Register their address, including any email address, with the secretary of the corporation.
- g) Approve the proposed annual ballot that includes a slate of qualified candidates or director.
- h) Elect officers of the corporation.

END OF QUOTE

**Section 5:** NOT SHOWN HERE

**Section 6:** NOT SHOWN HERE

**Section 7:** NOT SHOWN HERE

## California Association of Bond Oversight Committees (CABOC)

### QUOTE

#### **II. DIRECTOR DUTIES**

In addition to the duties defined in CABOC Bylaws Article 6, Section 4 the association has the following expectations for Directors:

- Attend quarterly board meetings in person or via Zoom, except when excused by the president for good cause, at their own expense.
- Attend annual membership meeting in person, except when excused by the president for good cause, at their own expense.
- Read agenda packet documents prior to board meetings and engage in passionate and informed discussion at the meetings.
- Be active on one or more standing committee(s).
- Recruit CABOC members.
- Recruit CABOC professional advisors.
- Act as CABOC liaison to assigned CBOC's.
- Make an annual contribution to CABOC.
- Share in paying the cost of a Directors & Officers liability insurance policy.
- Sign an annual conflict of interest statement as prescribed by Board Policy.

END OF QUOTE

Reference: "Director Duties – 1.7.20 -- aj.docx"

## California Association of Bond Oversight Committees (CABOC)

### III. Quick Start Guide for "Board Member Roles and Responsibilities"

#### ARTICLE 6. DIRECTORS

GV emphasis

##### Section 3. Powers

The business and affairs of CABOC shall be conducted, and all corporate powers shall be exercised, by or under the direction of the Board of Directors.

##### Section 4. Duties

- a) Follow CABOC's bylaws and its Board policies.
- b) Exercise your fiduciary responsibility for CABOC.
- c) Tell people working for CABOC what they're supposed to do.
- d) Supervise them while they're doing it.
- e) Attend regular Board meetings.
- f) Provide your contact info.
- g) Approve the proposed annual ballot, including a slate of qualified candidates for director.
- h) Elect your corporate officers.

#### DIRECTOR DUTIES

In addition to the duties defined above in CABOC Bylaws Article 6, the association has the following expectations for its Directors:

- ✓ Attend quarterly board meetings in person or via Zoom.
- ✓ Attend the annual membership meeting in person.
- ✓ Read agenda packet material prior to board meetings and engage in passionate and informed discussion at the meetings.
- ✓ Be active on one or more standing committees.
- ✓ Recruit CABOC members.
- ✓ Recruit CABOC professional advisors.
- ✓ Act as a CABOC liaison to assigned CBOC's.

## California Association of Bond Oversight Committees (CABOC)

What should CABOC be doing now?

What should the Board be doing?

## California Association of Bond Oversight Committees (CABOC)

1. To help CABOC succeed over the next 6-months, what do you plan to do as a member of the Board (or as a Professional Advisor) to contribute to that success?
2. What skills or expertise do you have (or can access elsewhere) to help “deliver the goods” where you think you can help CABOC succeed?
3. What other tasks do you see as essential over the next 6-months for CABOC to succeed?

California Association of Bond Oversight Committees (CABOC)

# "To Do" List and Skills

CABOC Board of Directors Meeting, Saturday, March 14th, 2020

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Gregg Visineau  
Compiled in February 2020

## California Association of Bond Oversight Committees (CABOC)

### I. CABOC's "To Do" List

#	Project	Objective
<b>① Staffing/Recruiting "To Do's"</b>		
1	Assign liaisons to new CBOC's from 3.3.20 General Election	Estimated at 90 new CBOC's
2	Recruit CABOC members	2,000 over the 1 <sup>st</sup> year
3	Recruit four Central/Southern California CABOC Directors	ASAP
4	Assign liaisons to existing CBOC's	Estimated at 600 CBOC's
5	Recruit additional Professional Advisors	200 over 1 <sup>st</sup> year
Sub-Total: 5 Projects		
<b>② Organizational Development/Organizational Capabilities/Operational Excellence "To Do's"</b>		
6	Staff and operationalize five CABOC Standing Committees	ASAP; SEE NOTE A
7	Use Zoom for statewide meetings	In process
8	Quarterly Board of Director meetings	3.14.20
9	Conduct Northern California Visioning Workshop	2.8.20
10	Conduct Southern California Visioning Workshop	March/April 2020
11	Annual CABOC membership meeting	Elect Directors
12	Annual Conference, Northern California	
13	Annual Conference, Southern California	
14	Annual Conference, Central California	
15	Organize Regional Groups	
16	Execute Strategic Partnership Agreement with Moss Adams	
17	Execute Cooperation Agreement with CGJA	
18	Develop and Implement a Fundraising Plan	
19	Submit Grant Application to Chamberlain Family Foundation	
20	Update online listing of District's operating with CBOC's	
21	Prepare and deploy Continuous Improvement Program	
22	Deploy Baldrige Framework for Performance Excellence	For CABOC's organization
23	Do Succession Planning for key CABOC positions	
24	Prepare Job Descriptions (JD's) and hire paid employees	SEE NOTE B
25	Develop and maintain CABOC "Operational Guidelines"	SEE NOTE C
26	Capture and catalog performance metrics	For CABOC's business
27	Conduct a SWOT analysis for CABOC business planning	See "Glossary" re SWOT
28	Develop CABOC Strategic Plan	
29	Deliver Annual Strategic Updates to the CABOC Board	
Sub-Total: 24 Projects		



#	Project	Objective
<b>③ Public Relations/Marketing "To Do's"</b>		
30	Build CABOC website	ASAP
31	Populate Website document libraries	District & other documents
32	Prepare FAQ's and responses for CABOC website	
33	Establish process to respond to online help requests via the CABOC website	
34	Start monthly Newsletter, tentatively named " <i>The Digest</i> "	ASAP
35	Enter Newsletter subscribers into "Constant Contact"	4,000 over 1-year
36	"Introduction to CABOC" (documents & videos), including Vision and Mission statements	Next 6-months
	Sub-Total: 7 Projects	
<b>④ CABOC Training for CBOC's "To Do's"</b>		
37	Catalog and prioritize Training Modules	
38	Prepare training documents and videos	
39	Work with California State Treasurer and FCMAT to design online training program	See "Glossary" re FCMAT
40	Test-drive training documents and videos	
41	Conduct Regional Training Workshops	
42	Deliver training to individual CBOC's, all modes	
43	Publish eight CABOC "Best Practice Guides"	SEE NOTE D
44	What does "Governance" mean?	
45	What does "fiduciary responsibility" mean?	
46	Capture and catalog appropriate benchmarks	Construction costs, others (?)
47	Identify "Worst in Class" and "Best in Class"	CBOC's, School Districts, Boards of Education, Superintendents, Auditors, Annual Reports, etc
48	Conduct Learning/Lookbacks for CABOC effectiveness	
49	Root Cause Analysis, as part of Learning/Lookbacks	
50	Catalog statewide recommendations made by CBOC's to their Districts a/o their Boards, with their current status	
	Sub-Total: 14 Projects	
<b>⑤ Legislation "To Do's"</b>		
51	Prepare legislative program	
	Grand Total ① - ⑤	51 Projects
<b>Establish &amp; Maintain Networks for an Effective CABOC</b>		
	<b>Organizations shown in alphabetical order</b>	<b>See "Acronyms" for:</b>
52	Association of California Community College Administrators	ACCCA
53	Association of California School Administrators	ACSA
54	California Assessors' Association	CAA
55	California Association of County Treasurers and Tax Collectors	CACTTC
56	California Association of School Business Officials	CASBO
57	California Association of State Auditors	CASA
58	California City School Superintendents	
59	California Council of School Attorneys	CCSA

#	Project	Objective
Continued: Establish & Maintain Networks for an Effective CABOC		
	<b>Organizations shown in alphabetical order</b>	<b>See "Acronyms" for:</b>
60	California County Boards of Education	CCBE
61	California County Superintendents Educational Services Association	CCSESA
62	California Debt and Investment Advisor Commission	CDIAC
63	California Grand Juror's Association	CGJA
64	California Public Securities Association	CalPSA
65	California School Boards Association	CSBA
66	California State Treasurer's Office	
67	California Taxpayers Association	CalTax
68	Division of the State Architect	DSA
69	Fiscal Crisis Management Assistance Team	FCMAT
70	Howard Jarvis Taxpayers Association	HJTA
71	State Department of Education (the DoE)	
72	State Legislators	
73	Taxpayers Associations	
	<b>Grand Total</b>	<b>22 Organizations</b>

### **Acronyms for Networking** (in alphabetical order)

- 1) ACCCA = Association of California Community College Administrators (established 1975).
- 2) ACSA = Association of California School Administrators (established 1971).
- 3) CAA = California Assessors' Association (established 2002).
- 4) CACTTC = California Association of County Treasurers and Tax Collectors (established 1981).
- 5) CalPSA = California Public Securities Association (established 1982).
- 6) CalTax = California Taxpayers Association (established 1926).
- 7) CASBO = California Association of School Business Officials (established 1928).
- 8) CASA = California Association of State Auditors.
- 9) CCBE = California County Boards of Education (a section of CSBA; established 1958).
- 10) CCSA = California Council of School Attorneys (established 1991).
- 11) CCSESA = California County Superintendents Educational Services Association.
- 12) CDIAC = California Debt and Investment Advisor Commission (California State Treasurer's Office).
- 13) CGJA = California Grand Jurors' Association (established 1982).
- 14) CSBA = California School Boards Association.
- 15) DSA = Division of the State Architect (California Department of General Services).
- 16) FCMAT = Fiscal Crisis Management Assistance Team (California Department of Education).
- 17) HJTA = Howard Jarvis Taxpayers Association (originally California Tax Reduction Movement, established 1978).

## **NOTES for CABOC's "To Do" List**

- A. Five CABOC Standing Committees: Training Materials; Membership Recruitment; Legislation; Membership Customer Services; and Public Relations.
- B. Paid positions could be, but are not limited to, Executive Director; Administrator; Librarian; IT Manager; HR Manager; etc.
- C. CABOC "Operational Guidelines" could cover, e.g., Library document management; FAQ and answer management; training delivery; Board meeting preparation and conduct; etc.
- D. Eight CABOC "Best Practice Guides": Board of Education Policy; CBOC Bylaws; CBOC Annual Report; Bond Fund Financial Audit; Bond Program Performance Audit; CBOC Website; District Financial Reports; and Best Practices Checklist.

## **Glossary of Terms** (in alphabetical order)

- 1) CABOC = California Association of Bond Oversight Committees (established 2019).
- 2) CaLBOC = California League of Bond Oversight Committees (established 2008).
- 3) CBOC = Citizens' Bond Oversight Committee.
- 4) CMMI = Capability Maturity Model Integration.
- 5) "Constant Contact" is an e-mail marketing service.
- 6) IT = Information Technology.
- 7) Pro Per: A petitioner "in pro per" is a person who appears before a Court without a lawyer or other legal representative.
- 8) PTA = Parent Teacher Organization.
- 9) PTSA = Parent, Teacher, Student Organization.
- 10) Six Sigma is a disciplined, data-driven approach and methodology for eliminating defects in any process – from manufacturing to transactional and from product to service.
- 11) SWOT = Strengths, Weaknesses, Opportunities and Threats.
- 12) "Zoom" is an interactive online meeting tool for remote participation.

## **Legend for CABOC Skills** (self-assessed skills & expertise for CABOC Board members)

AD = Andrea Dawson	JB = Judith Box
AJ = Anton Jungherr (62)	JW = Jack Weir
AR = Amadeo Rodriguez	LL = Linda Lozito (2), currently under contract to CABOC.
CC = Carolyn Castillo (25)	NM = Nick Marinovich
CH = Chris Hanson	OR = Ourania Riddle
DF = Dena Florez	SM = Steve Mick
GV = Gregg Visineau (27)	

## California Association of Bond Oversight Committees (CABOC)

### II. CABOC's Skills & Expertise for Success: "Necessary" and "Nice-to-Have"

#	Direct Expertise, Skillset or Access to Same	Necessary?	Nice-to-Have?	CABOC Skills
<b>① Staffing/Recruiting "Skills"</b>				
1	Networking & Recruiting Personnel	✓		AJ
2	Community Organizing	✓		AJ
3	Strategic Partner(s) Liaison(s)	✓		AJ
4	Little Hoover Commission Liaison		✓	AJ
5	501(c)(3) Compliance Officer	✓		AJ
6	501(c)(4) Compliance Officer	✓		AJ
7	Safety Officer		✓	
	Sub-Total: 7 Skills Needed	5	2	6
<b>② Organizational Development/Organizational Capabilities/Operational Excellence "Skills"</b>				
8	Office Administration, Record-Keeping	✓		AJ
9	Budget Preparation and Tracking	✓		AJ
10	Accounting, Bookkeeping	✓		AJ
11	Office Supplies and Inventory Management	✓		AJ
12	Organizational Scheduling	✓		AJ
13	Event Planning & Operations	✓		AJ, CC
14	Workshop, Seminar and Board Facilitation	✓		AJ
15	IT Hardware		✓	
16	IT Applications & Operations	✓		AJ
17	Microsoft Office skills	✓		AJ, GV
18	Apple iWorks skills	✓		
19	Cloud computing skills, general		✓	
20	Google Docs skills		✓	
21	Procurement & Contracting, Supply Chain Mgmt		✓	GV
22	Forensic Accounting		✓	
23	CPA (Certified Public Accountant)		✓	
24	CCA (Certified Construction Accountant)		✓	
25	Auditor		✓	CC
26	Taxpayer Association, working knowledge	✓		
27	Parcel Taxes: General		✓	AJ
28	Grand Jury Experience		✓	AJ
29	CalBOC, working knowledge	✓		AJ, CC
30	Little Hoover Commission, working knowledge	✓		AJ
31	Fundraising for a Non-Profit	✓		AJ
32	Grant Sources and Grant Writing	✓		AJ
33	CABOC Performance Metrics & Accountability	✓		AJ
34	Operational Excellence, working knowledge	✓		AJ, CC, GV
35	Operational Excellence, deployment to CABOC		✓	AJ, CC

#	Direct Expertise, Skillset or Access to Same	Necessary?	Nice-to-Have?	CABOC Skills
Continued: Organizational Development/Organizational Capabilities/Operational Excellence				
36	CABOC Best Practices: Gathering & Recording		✓	AJ, CC
37	Knowledge Management		✓	AJ, CC
38	Cyber Security	✓		CC
39	Baldrige Framework for Performance Excellence		✓	CC
40	Process Management (Six Sigma/CMMI)		✓	CC
41	Database Management	✓		AJ
42	Performance Management		✓	AJ, GV
43	Asset Management, working knowledge		✓	AJ, GV
44	Cash Flow Forecasting		✓	AJ
45	Cash Flow Analysis		✓	AJ
46	Market Intelligence, gathering & analysis	✓		GV
47	Competitor Analysis/SWOT Analysis		✓	GV
48	Mergers and Acquisitions		✓	GV
Sub-Total: 41 Skills Needed		20	21	33
<b>③ Public Relations/Marketing "Skills"</b>				
49	Market Research & Strategy		✓	AJ
50	Marketing Operations	✓		AJ
51	Social Media Research & Strategy		✓	
52	Social Media Operations	✓		
53	Videography	✓		
54	Still Photography	✓		GV
55	Fotoshop (by Adobe)		✓	GV
56	Graphic Design & Deployment	✓		LL
57	Website Design & Deployment	✓		AJ, LL
58	Information Design	✓		GV
59	Publication Design & Production	✓		
60	Publication Distribution Channels		✓	
61	Media Relations & Communication		✓	
62	Press Release Composition		✓	
63	Press Release Distribution		✓	AJ
Sub-Total: 15 Skills Needed		8	7	8
<b>④ CABOC Training for CBOC's "Skills"</b>				
64	California Ed Code, working knowledge	✓		AJ
65	Proposition 39, working knowledge	✓		AJ
66	CBOC, working knowledge	✓		AJ, GV
67	Training Material Design & Production	✓		AJ, CC
68	Training Material Deployment & Delivery	✓		AJ, CC
69	Audit Analysis, Financial and Performance	✓		AJ, CC, GV
70	Reading & Interpreting a District's "Long Range Facilities Master Plan"	✓		CC, GV
71	Bond Finance: General		✓	CC, GV
72	Local School Bonds: Theory & Practice	✓		CC, GV
73	"Refunding Bonds", working knowledge		✓	GV
74	Review a Local School Bond Prospectus		✓	GV

#	Direct Expertise, Skillset or Access to Same	Necessary?	Nice-to-Have?	CABOC Skills
Continued: CABOC Training for CBOC's				
75	State Facilities Grants: Theory & Practice	✓		
76	Annual Report Writing	✓		AJ, CC, GV
77	Annual Report Analysis		✓	AJ, CC, GV
78	Board of Education, working knowledge		✓	AJ, CC
79	School District Administrator, Staff		✓	AJ
80	School Teacher		✓	
81	PTA/PTSA Membership		✓	
82	Election Pamphlet, reviewing		✓	AJ
83	Ballot Measure Language, writing		✓	AJ, CC
84	Ballot Measure Language, reviewing	✓		AJ, GV
85	SEC Investigation, reviewing		✓	AJ, GV
	Sub-Total: 22 Skills Needed	11	11	19
⑤ Legislation "Skills"				
86	State Legislature Liaison		✓	AJ
87	State Agency Liaison		✓	AJ
88	Drafting Legislation		✓	AJ, CC
89	Reviewing Legislation	✓		AJ
	Sub-Total: 4 Skills Needed	1	3	4
⑥ Planning and Analysis "Skills"				
90	CABOC Business Planning	✓		AJ, CC, GV
91	CABOC Strategic Planning	✓		AJ, CC, GV
92	Risk Analysis		✓	AJ, CC, GV
93	Economic Analysis		✓	GV
94	Decision Support Analysis		✓	AJ, CC, GV
95	Budget Analysis		✓	AJ
	Sub-Total: 6 Skills Needed	2	4	6
⑦ CABOC Library "Skills"				
96	Library Management, systems & practice	✓		AJ
97	Archives: Development, Production & Maintenance	✓		AJ
98	Document Cataloguing and Indexing	✓		AJ
	Sub-Total: 3 Skills Needed	3	0	3
⑧ Legal "Skills"				
99	Legal Counsel	✓		
100	Legal Training re "pro per" (see "Glossary")		✓	AJ
	Sub-Total: 2 Skills Needed	1	1	1
	<b>GRAND TOTAL: 100 Skills</b>	<b>51</b>	<b>49</b>	<b>80</b>

## California Association of Bond Oversight Committees (CABOC)

### III. Establish & Maintain Networks for an Effective CBOC

Prioritize those Organizations where CABOC needs a named liaison to facilitate a meaningful network.

	Organizations shown in alphabetical order	CABOC Liaisons to-be-named
1	Association of California Community College Administrators	
2	Association of California School Administrators	
3	California Assessors' Association	
4	California Association of County Treasurers and Tax Collectors	
5	California Association of School Business Officials	
6	California Association of State Auditors	
7	California City School Superintendents	
8	California Council of School Attorneys	
9	California County Boards of Education	
10	California County Superintendents Educational Services Association	
11	California Debt and Investment Advisor Commission	
12	California Grand Juror's Association	
13	California Public Securities Association	
14	California School Boards Association	
15	California State Treasurer's Office	
16	California Taxpayers Association	
17	Division of the State Architect	
18	Fiscal Crisis Management Assistance Team	
19	Howard Jarvis Taxpayers Association	
20	State Department of Education (the DoE)	
21	State Legislators: - Named legislator - Named legislator - Named legislator - Etc.	- Named liaison - Named liaison - Named liaison - Etc.
22	Taxpayers Associations: - Named association - Named association - Named association - Etc.	- Named liaison - Named liaison - Named liaison - Etc.

## California Association of Bond Oversight Committees (CABOC)

### IV. DATA ANALYSIS: Skills for Success and Availability inside CABOC

Skills Category	Necessary's	Nice-to-Have's	Totals
① Staffing/Recruiting (7 skills)	5	2	7
CABOC Skills	5	1	6
② Org Dev/Org Cap/Op Excel (41 skills)	20	21	41
CABOC Skills	18	15	33
③ Public Relations/Marketing (15 skills)	8	7	15
CABOC Skills	5	3	8
④ CABOC Training for CBOC's (22 skills)	11	11	22
CABOC Skills	10	9	19
⑤ Legislation (4 skills)	1	3	4
CABOC Skills	1	3	4
⑥ Planning and Analysis (6 skills)	2	4	6
CABOC Skills	2	4	6
⑦ CABOC Library (3 skills)	3	0	3
CABOC Skills	3	0	3
⑧ Legal (2 skills)	1	1	2
CABOC Skills	0	1	1
<b>GRAND TOTAL (100 skills)</b>	<b>51</b>	<b>49</b>	<b>100</b>
<b>CABOC Skills</b>	<b>44</b>	<b>36</b>	<b>80</b>

### V. DATA ANALYSIS: Matching CABOC Skills against its "To Do" List

Skills and "To Do" List Categories →	①	②	③	④	⑤	*	Total
# of PROJECTS "To Do"	5	24	7	14	1	22	73
SKILLS: Necessary	5	20	8	11	1	--	45
CABOC Skills	5	18	5	10	1	--	39
SKILLS: Nice-to-Have	2	21	7	11	3	--	44
CABOC Skills	1	15	3	9	3	--	31
<b>SKILLS: GRAND TOTAL</b>	<b>7</b>	<b>41</b>	<b>15</b>	<b>22</b>	<b>4</b>	<b>--</b>	<b>89</b>
<b>CABOC Skills</b>	<b>6</b>	<b>33</b>	<b>8</b>	<b>19</b>	<b>4</b>	<b>--</b>	<b>70</b>

#### Legend

① "Staffing/Recruiting".

② "Organizational Development/Organizational Capabilities/Operational Excellence".

③ "Public Relations/Marketing".

④ "CABOC Training for CBOC's".

⑤ "Legislation".

\* "Establish & Maintain Networks for an Effective CABOC". These need CABOC liaisons to-be-named.



## Board Standing and Ad Hoc Committees

### Bylaws Section 2. Standing and Ad Hoc Committees; Appointment and Removal of Chairs

- (a) The board of directors shall establish such standing committees to work under the president's direction as it shall determine necessary to accomplish the goals of the corporation. The board of directors shall notify the membership by letter, email, or notice in the corporation's newsletter, if it establishes or dissolves a standing committee.
- (b) The president may establish and dissolve ad hoc committees as determined necessary, with ratification by the board.
- (c) The president shall appoint a chair of each committee, upon ratification of the board. The chair of the committee shall appoint the vice chair and other members of the committee except as otherwise provided by the policy manual. When a new president is elected by the board, the president may appoint new chairs upon ratification of the board or reappoint incumbent committee chairs without ratification by the board.
- (d) The board, or the president upon ratification by the board, may remove a committee chair with or without cause.

### Bylaws Section 3. Committee Responsibilities

- (a) Committees shall keep regular minutes of their proceedings and disseminate a copy to the board with the agenda packet for the next regular meeting and cause an approved copy to be filed with the corporation's records
- (b) No committee shall have power or authority to take any action on behalf of the corporation, unless specific power and authority is delegated to that committee by the policy manual, a resolution, or other action of the board of directors.
- (c) A committee can take no action except when a quorum is present.

On November 12, 2019 the Board of Directors established five (5) Board standing committees:

- Training Materials
- Membership Recruitment
- Legislation
- Member Customer Services
- Public Relations

**1.00 General Provisions**

**1.10 Formation of Standing and Ad Hoc Committees**

A. Only the board of directors may authorize the formation or termination of a standing committee.

B. The president may establish and dissolve ad hoc committees as determined necessary, with ratification by the board.

C. The president shall appoint a chair of each committee, upon ratification of the board.

D. The chair of the committee shall appoint the vice chair and other members of the committee.

E. The board, or the president upon ratification by the board, may remove a committee chair with or without cause.

F. The members of a standing committee may form subcommittees. A subcommittee may include members who are not members of the parent committee.

G. All actions affecting the formation, functions, or termination of standing committees, subcommittees or ad hoc committees shall be reported to the board of directors,

H. It the intent that the main work of the association will be performed by the standing committees.

**1.20 Chairpersons and Committee Members**

A. The Chairperson of each standing committee and ad hoc committee shall be a member of the CABOC Board of Directors.

B. Chairpersons shall appoint the members of their committees.

C. Any qualified person may be appointed as a committee member.

**1.30 Chairperson Responsibilities**

A. Each chairperson is responsible for the smooth running of his or her committee including the preparation of agendas, maintenance of proper minutes, coordination with other committees and related association activities.

B. Each chairperson shall appoint a vice chairperson and report such to the president and secretary.

C. Each chairperson shall maintain a current roster of the members of that committee. Promptly after a change occurs the chairperson shall submit an up-to-date roster to the secretary.

69

70 D. The chairperson shall arrange for the minutes of each meeting to be prepared and  
71 transmitted to the secretary within ten (10) days after the meeting.

72 **1.40 Committee Procedures**

73 A. Each committee shall adopt its own set of written internal procedures for committee  
74 operations and file a copy with the secretary.

75 B. A committee can take no action except when a quorum is present.

76 C. No committee shall have power or authority to take any action of behalf of the  
77 corporation.

78

79 **2.00 Training Materials Committee**

80 The Training Materials Committee shall develop, document, acquire and continually  
81 improve all materials to train up CBOC's and their members. It shall arrange for the  
82 effective delivery of this training, including assessing its effectiveness from time-to-time  
83 and from location-to-location. And it shall develop, stock, retain and update as necessary  
84 a repository of reference materials for use by CABOC members as well as by CBOC's  
85 across the state.

86 **2.10 Committee Functions and Duties**

87 A. All aspects of the development and delivery of the CABOC training program  
88 curriculum and content to train new and current Citizens' Bond Oversight  
89 Committees members, school board members and staffs.

90 B. Coordinate the development and delivery of training with California Debt and  
91 Investment Advisory Commission and Fiscal Crisis & Management Assistance  
92 Team.

93 C. Development of training program curriculum, in particular training manuals,  
94 handouts, PowerPoint presentation, videos, online presentations and other  
95 electronic training tools.

96 D. All written training materials produced shall be protected by copyright.

97 E. Posting of training materials on the association's website.

98 F. Maintain and index of California Grand Jury Association reports relating to  
99 CBOCs.

100 G. Maintain an index of California State Controller and California State Auditor  
101 reports relating to CBOCs.

102 H. Maintain an online database of selected performance audit reports.

03

104

I. Maintain an online database of training materials produces by other organizations and agencies.

105

106

107

### **3.00 Membership Recruitment Committee**

108

The Membership Recruitment Committee shall attract, sign up and document new members to CABOC.

109

110

#### **3.10 Committee Functions and Duties**

111

A. Establish and execute a program of member recruitment, and membership renewal.

112

113

B. Maintain a database of members.

114

C. Provide information, guidance, and assistance to groups who wish to form a new chapter.

115

116

D. Design and produce a membership application.

117

E. Design and produce a certificate of membership.

118

F. Assign directors as liaison to CBOCs in their area

119

G. Prepare and maintain a policy on director liaison role and responsibilities

120

121

### **4.00 Legislation Committee**

122

The Legislation Committee shall be CABOC's eyes and ears for laws and regulations currently affecting CBOC's; those upcoming or pending which might affect CBOC's; and those ideas which the membership feels should be considered by authorities to better facilities effective, independent oversight by CBOC's.

123

124

125

126

#### **4.10 Committee Functions and Duties**

127

A. Maintain a compendium of School Proposition 39 law.

128

B. Advise the association of development in state legislative matters.

129

C. Be informed by the Little Hoover Commission Report # 236, February 2017 recommendations on local bonds.

130

131

D. Assist the board in formulating and disseminating the association's positions on legislation.

132

33

34

135

### **5.00 Member Customer Services Committee**

136

The Member Customer Services Committee shall work to retain members of CABOC by providing those ongoing, regular services which effectively facilitate retention. And those individualized services which, from time-to-time, may also be requested by members.

137

138

139

#### **5.10 Committee Functions and Duties**

140

A. Maintain a database of CBOCs.

141

B. Response to website help desk requests.

142

C. Perform surveys of CBOC members.

143

144

### **6.00 Public Relations Committee**

145

The Public Relations Committee shall work to effectively and efficiently project CABOC's business to its members, its customers and its stakeholders.

146

147

#### **6.10 Committee Functions and Duties**

148

A. Design and maintain a website.

149

B. Design, produce and distribute a newsletter.

150

C. Develop and maintain a Constant Contact database.

151

D. Prepare and maintain a media distribution list.

152

E. Prepare and issue press releases.

153

F. Design and produce other public relations materials.

154

F. Develop a marketing plan.

155

G. Use Zoom as communications platform.

156

H. Design and produce business cards, letter-headed stationary for letters & faxes, tri-fold brochures, name tags, common signature format.

157

158

I. Social media strategy.

159

J. Design logo.

160

K. Prepare slogan.

161

L. Design membership pin.

Subject: **Draft Conflict of Interest Policy**

Date: 2/3/2020 4:53:19 AM Pacific Standard Time

From: jweir39@aol.com

To: AJungherr@aol.com, gvisineau@gmail.com, nickmarinovich52@gmail.com

Having reviewed a number of non-profit organizations' COI policies, I suggest we adopt the following:

"The reputation and public image of CABOC is vital to its non-profit goals and mission.

Members are prohibited from engaging in any affiliation with organizations or movements whose purpose is at odds with those CABOC.

Members are prohibited from entering into any financial transaction that results in any personal or familial financial gain or benefit, except by approved contract.

Members are required to review this policy upon membership application and annually thereafter.

Members are required to immediately disclose any actual or potential conflict to the Secretary, who will notify the governing board for disposition.

Members are required to refrain from voting on any motion or proposal before the body that represents any actual or potential conflict."

Jack

Sent from my iPad

# California Association of Bond Oversight Committees (CABOC)

## Director Duties

February 11, 2020

### DIRECTOR DUTIES

In addition to the duties defined in CABOC Bylaws Article 6, Section 4 the association has the following expectations for Directors:

- Attend quarterly board meetings in person or via Zoom, except when excused by the president for good cause, at their own expense.
- Attend annual membership meeting in person, except when excused by the president for good cause, at their own expense.
- Read agenda packet documents prior to board meetings and engage in passionate and informed discussion at the meetings.
- Be active on one or more standing committee(s).
- Recruit CABOC members.
- Recruit CABOC professional advisors.
- Act as CABOC liaison to assigned CBOCs.
- Make an annual contribution to CABOC.
- Share in paying the cost of a Directors & Officers liability insurance policy.
- Sign an annual conflict of interest statement as prescribed by Board Policy.

Anton Jungherr

## **Professional Advisor**

### **About California Association of Bond Oversight Committees (CABOC) Professional Advisors**

Professional Advisors are citizens who are passionate about Citizens' Bond Oversight Committees (CBOC) having independent training and the capacity to provide independent oversight of Proposition 39 school bond construction projects.

Professional Advisors are subject matter experts who can assist and support the mission of CABOC.

Many Professional Advisors have served on or are now serving on Citizens' Bond Oversight Committees and/or have expertise in training, school governance, school construction or auditing.

Professional Advisors are appointed by the CABOC Executive Committee. Members' pictures and biographic information will be displayed on the CABOC website and various publications

There are no meeting requirements for Professional Advisors. Members will be requested to provide advice from time to time on various training courses, programs, website, newsletters, proposed legislation and publications.

Professional Advisors are encouraged to participate in the work of one or more of the five Board Standing Committees:

- Training Materials
- Membership Recruitment
- Legislation
- Member Customer Services
- Public Relations

Professional Advisors may also serve as the CABOC liaison to assigned CBOCs. In this role they would:

- Monitor the activities of the CBOC through review of website and visits to meetings.
- Provide access to CABOC resources.
- Recruit CABOC members.
- Recruit Professional Advisors.
- Maintain CABOC email database of CBOC members.



Communication will be via email and occasional conference calls. Members will be invited to participate in Executive Committee, Board and annual membership meetings in person or via Zoom (online meeting software) based on their passion for the subject matter under discussion.

Professional Advisors who are current or former CBOC members are CABOC voting members including the right to vote on election of directors and amendments to the bylaws and other governance matters. Professional Advisors who have an interest in the affairs of CABOC who are not current or former CBOC members can join CABOC as Associate Members but are not entitled to vote on corporation matters.

### **About California Association of Bond Oversight Committees (CABOC)**

CABOC was co-founded by Jack Weir and Anton Jungherr in 2019 as a California Public Benefits Corporation, corporation number 4319346. CABOC is exempt from Federal income tax under Internal Revenue Code Section 510(c)(3), identification number 84-3416221. Donors can deduct contributions they make to CABOC under IRS Section 170 to the fullest extent allowed by law.

The specific purpose of this corporation is to provide training, assistance, and encouragement to California School Proposition 39 Citizens' Bond Oversight Committee Members through development of training materials, delivery of online training, conferences, workshops, formation of regional groups of California Citizens' Bond Oversight Committees and representing common interest at the statewide level.

Anton Jungherr, Co-Founder/Secretary/Treasurer, [ajungherr@aol.com](mailto:ajungherr@aol.com), 510.697.7212 cell

**Partnership Program**

CABOC proposed Partnership Program has two components, discussed below:

- Strategic Partnership Agreements Commercial Companies
- California Educational Associations and Organizations Cooperation Agreements

**Strategic Partnership Agreement with Moss Adams, LLP**

It is proposed that our initial strategic partnership agreement be with Moss Adams, LLP. They would serve as though leaders for our members by sharing valuable information that promotes their professional development. As a trusted advisor, Moss Adams LLP receives exclusive and first rights to promotional opportunities to ensure that their message reaches our members directly.

CABCO partners are carefully vetted to ensure they are of the upmost value to CABOC members and are committed to CABOC mission to proving solutions to the challenges our members face.

It is proposed that CASBO offers a Board-approved long-term Strategic Alliance Partnership to Moss Adams, LLP. The benefit of such a Strategic Alliance Partnership will be negotiated including, but not limited to the following:

- Present CABOC-promoted educational content and webinars to our community
- Present workshops at the CABOC annual conference and regional workshops.
- Submit professional development articles in CABOC publications.
- Selection of CABOC annual event sponsorships.
- Year-long visibility and recognition in CABOC monthly newsletter.
- Year-long visibility on CABOC website.
- Exclusive use of CABOC Strategic Alliance Partnership brand indicia.
- Full-page color ad in our "Annual Conference Program Guide"
- Term of partnership to be negotiated.
- Amount annual contribution to be negotiated.

The Strategic Alliance Partnership agreement shall be approved by the CABOC Board of Directors, upon recommendation of the Executive Committee.

This policy authorizes the Executive Committee to negotiate a Strategic Alliance Partnership agreement with Moss Adams, LLP, subject to ratification by the Board of Directors.

36

37 **California Educational Associations and Organizations Cooperation Agreements**

38 It is proposed that CABOC execute cooperation agreements with various California Associations  
39 and Organizations whose activities relate to our purpose. Such an agreement could provide, but  
40 not be limited to, the following provisions:

- 41 • Sharing newsletters
- 42 • Attendance at workshop and conferences
- 43 • Joint articles
- 44 • Joint publications
- 45 • Joint training
- 46 • Sharing mailing lists
- 47 • Joint conference presentations
- 48 • Presentations at conferences/workshops

49 Each cooperation agreement would be negotiated by the Executive Committee and ratified by the  
50 Board of Directors. Listed below are possible candidates for cooperation agreements:

- 51 • Association of California Community College Administrators
- 52 • Association of California School Administrators
- 53 • California Assessors' Association
- 54 • California Association of County Treasurers and Tax Collectors
- 55 • California Association of School Business Official
- 56 • California Association of State Auditors
- 57 • California City School Superintendents
- 58 • California Council of School Attorneys
- 59 • California County Boards of Education
- 60 • California County Schools Superintendents Educational Services Association
- 61 • California Debt and Investment Advisory Commission
- 62 • California Grand Jury Association
- 63 • California Public Securities Association
- 64 • California School Board Association
- 65 • California Tax
- 66 • Fiscal Crisis & Management Assistance Team
- 67 • Howard Jarvis Taxpayers Association
- 68 • Taxpayer Associations
- 69 • California State Treasurer

70

71 It is proposed that our initial cooperation agreement be with the California Grand Jury  
72 Association.

73

74 Gregg Visineau/AntonJungherr/Sallie DeWitt

**Minutes of First Meeting of Board of Directors  
of  
California Association of Bond Oversight Committees**

**Waiver of Notice and Consent to Holding  
of First Meeting of Board of Directors  
of  
California Association of Bond Oversight Committees  
A California Nonprofit Public Benefit Corporation**

We, the undersigned, being all the directors of California Association of Bond Oversight Committees, a California nonprofit public benefit corporation, hereby waive notice of the first meeting of the board of directors of the corporation and consent to the holding of said meeting at Jack Weir's home, 31 Bandridge Place, Pleasant Hill, CA 94523, California, on November 12, 2019, at 9:00 AM., and consent to the transaction of any and all business by the directors at the meeting, including, without limitation, the adoption of bylaws, the election of officers, location of principal office, issuance of memberships, initial number of directors, initial Executive Committee members and establishment of stranding committees.

Dated: November 12, 2019

/S/ Jack Weir

Jack Weir, Director

/S/ Anton Jungherr

Anton Jungherr, Director

/S/ Jack Weir as authorized by Nick Marinovich

Nick Marinovich, Director

/S/ Gregg Visineau

Gregg Visineau, Director

Minutes of First Meeting of Board of Directors  
of  
California Association of Bond Oversight Committees  
A California Nonprofit Public Benefit Corporation

The board of directors of California Association of Bond Oversight Committees held its first meeting on November 12, 2019 at Pleasant Hill California. Written waiver of notice was signed by all of the directors.

The following directors, constituting a quorum of the full board, were present at the meeting:

Jack Weir

Anton Jungherr

Nick Marinovich (via telephone)

Gregg Visineau

There were absent:

None

Also present was Judith Box, Candidate Board of Directors

On motion and by unanimous vote, Jack Weir was elected temporary chairperson and then presided over the meeting. Anton Jungherr was elected temporary secretary of the meeting.

The chairperson announced that the meeting was held pursuant to written waiver of notice signed by each of the directors. Upon a motion duly made, seconded, and unanimously carried, the waiver was made a part of the records of the meeting; it now precedes the minutes of this meeting in the corporate records book.

BYLAWS

There was then presented to the meeting for adoption a proposed set of bylaws of the corporation. The bylaws were considered and discussed and, on motion duly made and seconded, it was unanimously:

RESOLVED, that the bylaws presented to this meeting be and hereby are adopted as the



30 bylaws of the corporation;

31 RESOLVED FURTHER, that the secretary insert a copy of the bylaws in the corporate  
32 records book and see that a copy of the bylaws is kept at the corporation's principal  
33 office, as required by law.

34  
35 ELECTION OF OFFICERS

36 The chairperson then announced that the next item of business was the election of  
37 officers. Upon motion, the following persons were unanimously elected to the offices  
38 shown after their names:

39 Jack Weir, President

40 Nick Marinovich, Vice President

41 Anton Jungherr, Secretary

42 Anton Jungherr, Treasurer

43  
44 PRINCIPAL OFFICE

45 After discussion as to the exact location of the corporation's principal office for the  
46 transaction of business in the county named in the bylaws, upon motion duly made and  
47 seconded, it was:

48 RESOLVED, that the principal office for the transaction of business of the corporation  
49 shall be at 121 Ash Court, in Hercules, California.

50  
51 ISSUANCE OF MEMBERSHIPS

52 The board next took up the matter of issuance of memberships in the corporation.

53 Upon motion duly made and seconded, it was unanimously:

54 RESOLVED, that upon signing a membership application, members shall be admitted to  
55 the corporation and shall be entitled to all rights and privileges and subject to all the  
56 obligations, restrictions, and limitations applicable to such membership in the corporation  
57 as set forth in the articles of incorporation and bylaws of the corporation and subsequent  
58 amendments and changes thereto, and subject to any further limitations as resolved from



time to time by the board of directors.

RESOLVED FURTHER, that the secretary of the corporation shall record the name and address of each member in the membership book of the corporation and, upon the termination of any membership in accordance with the termination procedures specified in the bylaws of the corporation, the secretary shall record the date of termination of such membership in the membership book.

#### BANK ACCOUNT

Upon motion duly made and seconded, it was:

RESOLVED, that the funds of this corporation shall be deposited with Bank of America.

RESOLVED FURTHER, that the treasurer of this corporation be and hereby is authorized and directed to establish an account with said bank and to deposit the funds of this corporation therein.

RESOLVED FURTHER, that any officer, employee, or agent of this corporation be and is authorized to endorse checks, drafts, or other evidences of indebtedness made payable to this corporation, but only for the purpose of deposit.

RESOLVED FURTHER, that all checks, drafts, and other instruments obligating this corporation to pay money shall be signed on behalf of this corporation by any one of the following:

President

Secretary

Treasurer

RESOLVED FURTHER, that said bank be and hereby is authorized to honor and pay all checks and drafts of this corporation signed as provided herein.

RESOLVED FURTHER, that the authority hereby conferred shall remain in force until revoked by the board of directors of this corporation and until written notice of such revocation shall have been received by said bank.

RESOLVED FURTHER, that the secretary of this corporation be and hereby is authorized to certify as to the continuing authority of these resolutions, the persons



88 authorized to sign on behalf of this corporation, and the adoption of said bank's standard  
89 form of resolution, provided that said form does not vary materially from the terms of the  
90 foregoing resolutions.

91  
92 OTHER MATTERS

93 The following matters were discussed and unanimously approved:

94 **Initial Number of Directors:** The initial number of directors shall be eighteen (18) with  
95 nine (9) from Northern California and nine (9) for Central/Southern California. See  
96 attached Founding Board of Directors Status Report.

97 **Initial Executive Committee:** The initial Executive Committee shall include the officers  
98 per the bylaws and Director Gregg Visineau.

99 **Standing Committees:** The following initial standing committees are hereby established  
100 with their roles and responsibilities and initial work plans to be determined by the  
101 Executive Committee:

- 102 • Training Materials
- 103 • Membership Recruitment
- 104 • Legislation
- 105 • Member Customer Services
- 106 • Public Relations

107 **Professional Advisors:** It was agreed that the position of Professional Advisor is hereby  
108 established. Professional Advisors would be subject matter experts and could be  
109 assigned to various standing committees. The Executive Committee is hereby granted  
110 authority to appoint Professional Advisors and make assignments to standing  
111 committee(s).

112 **Attorney:** It was agreed to consider engaging an attorney, by pro bono or nominal  
113 retainer. Jack Weir and Anton Jungherr will follow up on this matter.

114 **Visioning Meetings:** It was agreed that persons interested in being Founding Board of  
115 Directors will be invited to attend a visioning meeting in Northern California, Central  
116 California or Southern California prior to their nomination for Board membership.



117

118 **Weekly Executive Committee:** Weekly Executive Committee meeting on Tuesdays at  
119 9:00 AM, except when no business as determined by President Weir.

120 **Loomio Software:** Agreed to use Loomio software to facilitate communications and  
121 decision making.

122 **Membership Application:** Consider the design of the Membership Application at the  
123 next Executive Committee meeting.

124 **Logo:** Consider a logo design at the next Executive Committee meeting.

125

126

127

128 Since there was no further business to come before the meeting, on motion duly made  
129 and seconded, the meeting was adjourned at 10:00 AM

130

131 Dated: November 12, 2019

132

133

134 /S/ Anton Jungherr

135 Anton Jungherr, Secretary

136



Minutes of Second Meeting of Board of Directors  
of  
California Association of Bond Oversight Committees

Waiver of Notice and Consent to Holding  
of Second Meeting of Board of Directors  
of  
California Association of Bond Oversight Committees  
A California Nonprofit Public Benefit Corporation

We, the undersigned, being all the directors of California Association of Bond Oversight Committees, a California nonprofit public benefit corporation, hereby waive notice of the first meeting of the board of directors of the corporation and consent to the holding of said meeting at Jack Weir's home, 31 Bandridge Place, Pleasant Hill, CA 94523, California, on November 19, 2019, at 10:25 AM., and consent to appoint Board of Directors.

Dated: November 19, 2019

Jack Weir, Director

Anton Jungherr, Director

Nick Marinovich, Director

Gregg Visineau, Director

1 Minutes of Second Meeting of Board of Directors  
2 of  
3 California Association of Bond Oversight Committees  
4 A California Nonprofit Public Benefit Corporation  
5

6 The board of directors of California Association of Bond Oversight Committees held its  
7 second meeting on November 19, 2019 at Pleasant Hill California. Written waiver of  
8 notice was signed by all of the directors.

9 The following directors, constituting a quorum of the full board, were present at the  
10 meeting:

11 Jack Weir

12 Anton Jungherr

13 Nick Marinovich (via Zoom)

14 Gregg Visineau

15 There were absent:

16 None

17 Also present was Board Candidates: Judith Box

18 Also present by Zoom were Board Candidates: Carolyn Castillo, Andrea Dawson and  
19 Dena Florez  
20

21 President Jack Weir called the meeting to order at 10:25 AM.

22 On motion and by unanimous vote, the following were appointed to the Board of  
23 Directors in accordance with Bylaws, Article 5 (e):

24 Judith Box, Contra Costa County

25 Leon Brauning, Napa County

26 Carolyn Castillo, Los Angeles County

27 Andrea Dawson, Alameda County

28 Dena Florez, Los Angeles County

29 Chris Hanson, San Francisco County

30

31 Steve Mick, Contra Costa County

32 Ourania Riddle, Solano County

33 Bylaws Article 6, Section 5 (a) provides the term of office for directors will be two years.

34 Article 6, Section (b) provides "One-half of the directors shall be elected each year."

35 This section further provides, "The terms for the Founding Board of Directors shall be  
36 determined by lot."

37 Each of the four (4) initial Directors (Jack Weir, Anton Jungherr, Nick Marinovich and  
38 Gregg Visineau) were elected at the November 12, 2019 Board meeting for two-year  
39 terms.

40 Therefore, at the next Board of Directors meeting, terms for the eight (8) Directors  
41 appointed November 19, 2019 will be determined by lot:

- 42 • Two (2) Directors with two-year terms
- 43 • Six (6) Directors with one-year terms.

44 This action will result in six Directors with one-year terms and six Directors with two-  
45 year terms.

46 Since there was no further business to come before the meeting, on motion duly made  
47 and seconded, the meeting was adjourned at 10:35 AM by President Weir.

48

49 Dated: November 20, 2019

50

51

52 Anton Jungherr, Secretary

53



California Association of Bond Oversight Committees  
**Balance Sheet**  
As of February 29, 2020

	<u>Feb 29, 20</u>
<b>ASSETS</b>	
Current Assets	
Checking/Savings	
Bank of America	4,555
Total Checking/Savings	4,555
Other Current Assets	
Due for Amazon Gift Card	20
Total Other Current Assets	20
Total Current Assets	4,575
Other Assets	
Deposits	78
Total Other Assets	78
<b>TOTAL ASSETS</b>	<b>4,653</b>
<b>LIABILITIES &amp; EQUITY</b>	
Liabilities	
Current Liabilities	
Other Current Liabilities	
Due to Anton Jungherr	434
Total Other Current Liabilities	434
Total Current Liabilities	434
Total Liabilities	434
Equity	
Unrestricted Net Assets	5,046
Net Income	(827)
Total Equity	4,218
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<b>4,653</b>

8:35 PM

03/06/20

Accrual Basis

**California Association of Bond Oversight Committees**  
**Statement of Activities by Class**  
**September 2019 through February 2020**

	1 Program	2 In Kind Cash	3 In Kind Vol...	TOTAL
<b>Income</b>				
<b>Contributions</b>				
Corporations	0	20	0	20
Individuals	6,800	0	0	6,800
Individuals Gifts in Kind Cash	0	278	0	278
Individuals In Kind Volunteers	0	0	41,500	41,500
<b>Total Contributions</b>	<u>6,800</u>	<u>298</u>	<u>41,500</u>	<u>48,598</u>
<b>Total Income</b>	6,800	298	41,500	48,598
<b>Expense</b>				
<b>Mailing Lists</b>				
Constant Contact	76	0	0	76
<b>Total Mailing Lists</b>	<u>76</u>	<u>0</u>	<u>0</u>	<u>76</u>
<b>Membership Recruitment</b>				
Contract Services	210	0	0	210
<b>Total Membership Recruitment</b>	<u>210</u>	<u>0</u>	<u>0</u>	<u>210</u>
<b>Program Management</b>				
Board Meetings	104	0	0	104
Memberships	30	0	0	30
Office Expenses	0	158	0	158
Registration Fees	225	0	0	225
Software Licenses	10	0	0	10
Zoom	60	0	0	60
<b>Total Program Management</b>	<u>429</u>	<u>158</u>	<u>0</u>	<u>587</u>
<b>Visioning Workshops</b>				
Northern California				
Food	296	120	0	415
Materials	338	0	0	338
Rental	176	0	0	176
<b>Total Northern California</b>	<u>810</u>	<u>120</u>	<u>0</u>	<u>930</u>
<b>Total Visioning Workshops</b>	810	120	0	930
<b>Website</b>				
Contract Services	235	0	0	235
Developer	10	0	0	10
Hosting	271	0	0	271
<b>Total Website</b>	<u>516</u>	<u>0</u>	<u>0</u>	<u>516</u>
<b>y Volunteers Time</b>	0	0	41,500	41,500
<b>z Startup (one time)</b>				
CA Secretary of State	76	0	0	76
Internal Revenue Services	275	0	0	275
Logo	210	0	0	210
<b>Total z Startup (one time)</b>	<u>561</u>	<u>0</u>	<u>0</u>	<u>561</u>
<b>Total Expense</b>	<u>2,602</u>	<u>278</u>	<u>41,500</u>	<u>44,379</u>
<b>Net Income</b>	<u>4,198</u>	<u>20</u>	<u>0</u>	<u>4,218</u>

50

Summary

	A	B	C
1	<b>Program</b>	<b>Objective</b>	<b>Budget</b>
2	<b>Revenue</b>		
3	Contributions	See Revenue Detail worksheet	9,000
4	Directors & Officers Liability Insurance Reimbursement	12 Directors x \$37	446
5	<b>Total Revenue</b>		<b>9,446</b>
6			
7	<b>Expenses (See Expenses Detail worksheet)</b>		
8	Membership Recruitment	recruit 2,000 members	510
9	Professional Advisor Recruitment	recruit 200 professional advisors	75
10	Visioning Workshops	Northern * and Southern CA	1,625
11	Website	build and maintain	2,371
12	Newsletters	monthly	300
13	Mailing List	2,500	1,766
14	CBOC Database	600 CBOCs	30
15	Social Media	start program	210
16	Program Management	normal operations **	1,841
17	Startup (one time)	setup new public benefits corporation	471
18	<b>Total Expenses</b>		<b>9,199</b>
19			
20	<b>Revenue less Expenses</b>		<b>247</b>
21			
22			
23	See revenue and expenses details on next pages.		
24			
25	*Northern California Visioning Workshop conducted February 8, 2020.		
26			
27	**Includes \$446 budget expenses for Directors & Officers liability insurance. Offsetting reimbursement by Directors of \$446 is shown in revenue above.		
28			
29			
30			
31			
32			
33	Anton Jungherr		
34	Secretary & Treasurer		
35	March 6, 2020		

Revenue Detail

	A	B	C	D
1	Account	Source	Assumption	Budget
2	Contributions	Anton Jungherr	received 11.22.19	1,000
3		Lori Chinn	received 1.8.20	1,000
4		Schwab Charitable Donor	received 12.17.19	4,800
5		Board Members	11x200 estimated	2,200
6		Chamberlin Family Foundation	pending submission of grant application	-
7		Moss Adams, LLP	pending negotiations	-
8		Total Contributions		9,000
9				
10	Insurance Reimbursement			
11		Board Members Directors & Officers liability insurance, \$1,000,000 limit, provides duty to defend, Travelers Casualty and Surety Company of America, Quote option # 1, March 5, 2020.	Each Director will be requested to pay \$37 to cover the cost of this insurance for one year. (12 x \$37 = \$446)	446
12				
13			Total Revenue	9,446
14				
15		Actual cash received through 2.20.20		6,800

52



## Expenses Detail

	A	B	C	D	E
1	Program/Account	Assumption	Unit Cost	No. Units	Budget
2	<b>Membership Recruitment</b>				
3	<b>Membership brochure</b>				
4	design	3 panel 8.5" x 11 " - Linda Lozito (actual)	35	3	105
5	printing	1,000 copies (Vista Press)			250
6	<b>Membership certificate</b>				
7	design	Linda Lozito (actual)	35	2	70
8	distribution	PDF via email	0	0	-
9					
10	<b>Membership application</b>				
11	design	Linda Lozito (actual)	35	1	35
12	printing	1,000 copies (estimate)			50
13					
14				<b>Total</b>	<b>510</b>
15					
16	<b>Professional Advisor Recruitment</b>				
17	Computer Assistant	independent contractor	15	5	75
18					
19	<b>Visioning Workshops</b>				
20	<b>Northern California (done February 8, 2020)</b>				
21	number participants	20			
22	hours	8:30 AM to 3 PM - 6.5 hours			
23	space	rental (actual)			180
24	breakfast, lunch, refreshment	catering	20	20	400
25	materials				100
26	program	design Linda Lozito (actual)	7	35	245
27	travel	no travel			-
28	<b>Total</b>				<b>925</b>
29	<b>Southern California</b>				
30	number participants	20			
31	hours	8:30 AM to 3 PM - 6.5 hours			
32	space	rental			200
33	breakfast	catering	5	20	100
34	lunch	catering	10	20	200
35	refreshments	catering	5	20	100
36	materials	including program (use existing)			100
37	travel	Directors pay			-
38	<b>Total</b>				<b>700</b>
39		<b>Grand Total</b>			<b>1,625</b>
40					

## Expenses Detail

	A	B	C	D	E
1	Program/Account	Assumption	Unit Cost	No. Units	Budget
41	<b>Website</b>				
42	design	design website and populate Linda Lozito/additional developer	35	50	1,750
43	hosting	FXDomains Business Website Builder 1 year			108
44	domain names	FX domain registration 2 years for 3 domains: bondoversight.net, bondoveright.org, bondoversight.com			83
45	Standard SSL	FX 2 years			80
46	maintenance	monthly maintenance Linda Lozito	50	6	300
47	Anedot	credit card processing fees			50
48		Total			2,371
49					
50	<b>Newsletters</b>				
51		production and distribution - Linda Lozito - monthly, start July 2020	50	6	300
52					
53	<b>Mailing List</b>				
54	Computer Assistant	populate, independent contractor	15	100	1,500
55	Constant Contact	email marketing started November 2019	19	14	266
56	Total				1,766
57					
58	<b>CBOC Database</b>				
59	Computer Assistant	build and populate	15	2	30
60					
61	<b>Social Media</b>				
62	Maintenance	Linda Lozito - start July 2020	35	6	210
63					

Expenses Detail

	A	B	C	D	E
1	Program/Account	Assumption	Unit Cost	No. Units	Budget
64	<b>Program Management</b>				
65	legal services	attorney pro bona			-
66	Directors & Officers liability insurance	offset by Director payments prorated share, see revenue above			446
67	CA Grand Jury Association	individual membership Anton Jungherr			30
68	Loomio software	Board decision making software			100
69	Statement of Information	Secretary of State			20
70	CA Department of Justice	Registration fee			25
71	bank account maintenance fee	Bank of America - 2 free months. free if balance minimum 3,000	16	10	160
72	Quarterly Board meetings	space rental for 3.14.20 only (actual)	150	1	150
73	Quarterly Board meetings	lunch for 3.14.20 only	15	10	150
74	Quarterly Board meetings	travel (Directors pay)			-
75	Zoom	Start November 2019	15	14	210
76	Anedot (credit card processing service)	4% + \$0.30/transaction			100
77	Office Expenses	paper, printer cartridges			250
78	CA Association School Business Officials	Conference registration fee (to have access to conference presentations and library)			200
79					
80	Total				<b>1,841</b>
81					
82	<b>Startup (one time)</b>				
83	Articles of Incorporation	CA Secretary of State			56
84	Federal tax exemption fee	IRS Form 1023 EZ tax exemption processing fee			275
85	Logo design	Linda Lozito (actual)			140
86	Total				<b>471</b>
87					
88	<b>Grand Total Expenses Budget</b>				<b>2,312</b>

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## HOW TO GET STARTED WITH YOUR OWN ZOOM ACCOUNT

It's easy...5-minutes...just follow these many-but-simple steps:

1. Search on **"Zoom"** using your web browser and select **"Sign up, It's Free"**.
2. Click on: **Sign up, It's Free** in the upper righthand corner.
3. This will put you on a page labeled **"Sign Up Free"**.
4. Enter **your email address** in the box labeled **"Your work email address"**.
5. Click on: **Sign Up** in the box immediately below where you entered your email.
6. This will pop up a white box labeled **"Welcome! Please confirm your email below to get started"**. Immediately below this will be the email address you entered in Step #4.
7. You'll then see a statement **"By signing up, I agree to the Terms of Service"**.
8. Click on: **Sign Up** in the box immediately below this statement.
9. You'll be greeted with **"We've sent you an email to [your email address from Step #4]."** Followed below it by **"Click the confirmation link in that email to begin using Zoom."** You'll also see a checkbox for **"I'm not a Robot"** and a blue box for **"Resend email"**. **DO NOTHING** with the **"robot"** checkbox or with the blue box.
10. Instead, check your email inbox for a note from **"Zoom"** headed **"Zoom account activation"**. Open that email.
11. Click on: **Activate Account** which will send you to a page labeled **"Welcome to Zoom"**.
12. You'll be greeted with **"Hi, [your email address from Step #4]. Your account has been successfully created. Please list your name and create a password to continue"**. Four (4) input boxes follow below it:

Excellent resource: [youtube.com](https://www.youtube.com/watch?v=...)  
"How to create a free ZOOM account  
...super easy! - YouTube"  
(3:13 minutes)

13. Fill in your **first name** and **last name** in the first two (2) boxes, respectively. Create a **password** for your Zoom account in the third box and then **confirm it** – retype it – in the fourth box. Below that fourth box, you'll also see a statement *"By signing up, I agree to the Terms of Service."*

14. Click on:

15. This will put you on a page labeled "Don't Zoom Alone."

16. If you're using **Google Chrome** as your web browser, in the upper righthand corner you'll be asked "Do you want Google to save your password for this site". You have two choices:

Choose "Save" if you don't want to re-enter your password every time you log on to your Zoom account. This is what I choose. Otherwise choose "Never". This is more secure.

17. After that, skip down and this time **check** the "I'm not a Robot" checkbox. You'll see two (2) boxes below that, one in orange labeled "Invite" and one in white labeled "Skip this Step".

18. Click on:

19. This will put you on a page labeled "Start your test meeting." Skip all of the remaining stuff on this page. There' Zoom. You're going to use Zoom for REAL meetings. **Leave Zoom.**

## THAT'S IT: YOU NOW HAVE YOUR OWN ZOOM ACCOUNT

**USING YOUR ZOOM ACCOUNT:** Any time you want to participate in a Zoom meeting, **log onto Zoom** from your device – desktop, PC, laptop or tablet, smart phone, etc. Here's how:

- Use your favorite web browser (Google Chrome, Apple Safari, Microsoft Internet Explorer or Microsoft Edge, Opera, etc) and **search on the word "Zoom"**.
- Google Chrome returns "Zoom: Video Conferencing, Web Conferencing, Webinars...". Under it, select **"Sign In"**.
- If queried, enter your **Userid** (email address) and **Password** from Step #12. **You're now in Zoom.**
- You're looking for a box in the upper righthand corner: **"Join a Meeting"**. **Click on it.** You'll need your "Meeting ID" and "Meeting Password" to join the meeting online.

## Getting Started on ZOOM

- \* **First-time users:** Download the free Zoom app onto your desktop a/o PC a/o laptop-tablet a/o phone. You'll **create your own Userid and your own Password** for logging on in future. This can usually be completed in < 5-minutes. This step is NOT covered by this Protocol.
- \* Someone – the Board President, the Board Secretary or some other Member – will **schedule a meeting on Zoom**. This step is NOT covered by this Protocol.
- \* The resulting Zoom meeting **call-in phone number, meeting ID and password** will be communicated to the prospective Zoom meeting attendees. This step is NOT covered by this protocol. Examples only:
  - Call-in phone number: 1 699 900 6833: Needed if you're ONLY calling in, i.e., NOT using a device with a video display screen.
  - Meeting ID: 483 227 641: Everyone needs this, including "call-in-only's".
  - Password: 989031: And everyone needs this, including "call-in-only's".
- \* **Connect to the local internet** from wherever you plan to participate in the Zoom meeting. This step is NOT covered by this protocol:
  - A CABOC "office" (w/other conferees).
  - Another office location (w/one or more conferee).
  - A hotel room or lobby, an internet hotspot, or your own living room.

## ZOOM Meeting Protocol for CABOC Members

### JOIN A MEETING

1. **For "call-in-only's"**: Dial the call-in phone number (in Step 3 above) and enter the meeting ID and password (in Step 3 above) when prompted. ~~You're in the meeting!~~ And you're done with this protocol; standby while all the other attendees work their ways into the meeting.
2. **For all others:** **Log onto Zoom** from your device – desktop, PC, laptop or tablet, smart phone, etc.
  - Use your favourite web browser (Google Chrome, Apple Safari, Firefox, Microsoft Internet Explorer or Microsoft Edge, Opera, etc) and **search on the word "Zoom"**.
  - Google Chrome returns "Zoom: Video Conferencing, Web Conferencing, Webinars...".
  - Under it, **select "Sign In"** and enter your **Userid and Password** from Step 1 above.

3. You're now in Zoom! To get into the meeting: On the upper righthand side, find the "JOIN A MEETING" text block. **Click on it.**
4. "Join a Meeting" will appear in the center of your screen, showing two boxes: One with "Meeting ID or Personal Link Name" in it and a "Join" box immediately below that first box. **Enter the meeting ID (from Step 3 above) into the first box, then click the "Join" box.**
5. Be patient while Zoom finds your meeting; then, when queried next, **enter the meeting Password (from Step 3 above) and click on "Join Meeting".** ~~You're in the meeting!~~

### VIDEO

6. **If your device has a camera**, it will now be showing you live on your device's screen (and on the screens of others who are also logged into the same Zoom meeting with cameras on their devices, too). If it does NOT have a camera, no problem: A simple black & white "proxy image" will appear on your screen and on everyone else's screen, too.
7. In the lower righthand side, you'll see a choice between "Join with Video" and "Join without Video". Go ahead and **click on "Join with Video"**.

### AUDIO

8. In the middle of your screen, you'll now be prompted to "Join with Computer Audio" or "Test Speaker and Microphone".
  - IF YOU'RE BY YOURSELF AT A LOCATION: **Select "Join with Computer Audio"**.
  - IF YOU HAVE MULTIPLE ATTENDEES at your location: **ONLY ONE** attendee at that site should "Join with Computer Audio", to avoid adverse "echoing" and obnoxious audio feedback/screeching for all those on the "call".
9. However, if more than one such attendee (at a location with multiple attendees) accidentally selects "Join with Computer Audio", no harm no foul:
  - Move your cursor anywhere on the Zoom screen to display the toolbar across the bottom of the screen.
  - Find the "Mute" icon on the lower left-hand side of the toolbar. To the immediate right of it, find the "^" symbol, click on it to get a dropdown menu, and **click on "Leave Computer Audio"**.

**That's it: All the attendees should now be able to hear the others when they talk, to talk and be heard by the others; and to be seen on screen (for those with cameras on their devices).**

## SHARE DESKTOP

For example: If the Board President wants to share the meeting agenda online (for those with devices having display screens logged onto the Zoom meeting) and scroll thru it as he/she leads the meeting;

Or if the Board Secretary wants to share agenda attachments online with the other attendees to the Zoom meeting;

Or if a remote presenter wants to control his/her presentation online with the other attendees as they work thru it;

Or if the group wants to view document editing/updating in real time as they work together to high-grade a draft document;

Then SHARE DESKTOP is the ticket!

**What does this mean?** Whoever chooses to "share their desktop" with the rest of the Zoom meeting attendees can pull up any agenda, any file, any worksheet, any document, any presentation or anything else on to their desktop and show it to the (Zoom meeting) world! They can scroll through it while talking, they can edit it in real time for others to see, etc. Anything you'd do on your desktop, by yourself, you can likewise do for others to see.

**But beware:** This also means, quite literally, that **everything** on your desktop is visible to the other attendees while you share. So once you are "sharing your desktop", if you move around on your machine – for example, to your family photo album; or to your divorce decree; or to your Medicare prescription drug formulary; or to your IRA account; or to your New Year's Eve after-party photos – everyone online in the meeting will see exactly what you see.

10. Recommended (but not crucial or required): Enlarge the Zoom screen to fill your device's screen.

11. **Move your cursor** anywhere on the screen to display the toolbar across the bottom of the screen. Note the icons that appear across the bottom of the screen. From left to right:

- "Mute", then a "^" symbol to the right of it.
- "Stop Video", then a "^" symbol to the right of it.
- "Invite".
- "Participants". A number appears just to the upper right of the icon to show how many participants are in the meeting.
- "Share".
- "Chat".
- "Record".
- "Leave Meeting".



12. Click on **"Share"**. You'll see a screen titled "Select a window or an application that you want to share" across the top. Immediately below it will be 3 boxes:

- "Screen".
  - "Whiteboard".
  - "iPhone/iPad".
- } Do nothing with these.

13. Below those will be boxes with all the files that are open on your desktop. Click on the one you want to share with the rest of the Zoom meeting attendees.

14. Then click the blue **"Share"** button on the lower righthand side of your screen.

15. Can't find the item you wish to share? No problem: Just click on any of them anyway, click the blue **"Share"** button, and carry on with your desktop to find the item you DO want to share.

16. A green box with "ID: xxx-xxx-xxx" in it; and a red box right next to the green box, with "Stop Share" in it, will show up at the top. The meeting "ID" should be the number for your meeting.

17. The rest of the screen will be your desktop. And it will be EXACTLY what everyone else sees on their screen, too. You can now manoeuvre wherever you want on your desktop and do whatever you want or others to see as you do it. When you want to stop sharing, merely click on the red box for **"Stop Share"**.

18. At that point, any other Zoom meeting attendee can jump in and take over sharing what they want from their desktop. EASY PEASY!



PATCH T (FILE A)

