

**EXECUTIVE/ GOVERNANCE SUBCOMMITTEE**

**TIME and DATE:** 4:00 p.m., December 7, 2011  
**PLACE:** Physical Plant and Operations Center, Training room A  
 4860 Ruffner Street, San Diego, 92111

**AGENDA**

**Subcommittee Members: Gordon, Johnson, Pinson, Spehn**

<b>AGENDA ITEMS</b>	<b>ASSIGNMENTS/UNDERSTANDINGS</b>
Meeting Called to Order: (Johnson)	Chair Johnson called the meeting to order at 4:00 p.m.
Roll Call: (Champy) (Action)	<b>Subcommittee members in attendance:</b> J. Gordon (via telephone), G. Johnson, L. Pinson, D. Spehn <b>ICOC Support Staff:</b> A. Champy, L Goshorn <b>Media:</b> E. Alpert (VofSD)
<b>Public Testimony</b>	Chair Johnson called for public testimony and there was none
1. Approval of minutes for 11-2-11 ( <b>Exhibit</b> ) (Action)	<b>APPROVAL OF DECEMBER 7, 2011 MEETING MINUTES</b> <b>Motion:</b> L. Pinson <b>Second:</b> J. Gordon <b>Vote:</b> (3-0); passed
2. Update by District Executive Director on Bond Advisor and Board Workshop (Dulgeroff) (Action)	The subcommittee expressed concerns that actions may have been taken in meetings that were “information only.”  Mr. Gordon had two questions of concern: <ol style="list-style-type: none"> <li>1. Why did Keygent disappear?</li> <li>2. Why didn't Keygent look at Loop Capital's report again?</li> </ol> <b>SEND A MEMO/LETTER TO THE BOE WITH A CC TO MARK YOUNG CLARIFYING THAT KEYGENT IS NOT THE ICOC'S FINANCIAL ADVISOR</b> <b>Motion:</b> D. Spehn <b>Second:</b> Pinson <b>Vote:</b> (4-0); passed
3. Update on reviewing the two Audits and the Audit Subcommittee Schedule (Spehn)(Information)	Ms. Spehn requested that Ms. Champy email the following documents—as soon as it is made available—to the full ICOC: <ol style="list-style-type: none"> <li>1. District response of Prop. S Audits</li> <li>2. Copy of Boards District Audit Report</li> </ol>
4. Annual Report Ad Hoc Subcommittee, Annual	The subcommittee accepted the annual report

AGENDA ITEMS	ASSIGNMENTS/UNDERSTANDINGS
Report Schedule (Goshorn)( <b>Exhibit</b> )(Information)	scheduled as presented by Mr. Goshorn
5. Draft Annual Report (Goshorn)( <b>Exhibit</b> )(Action)	Subcommittee agreed to forward the draft ICOC Annual Report for approval of content to the 12-15-11 full ICOC meeting
6. Status of Trustee Barnett's Proposal to close the funding gap (Johnson)(Information)	<p>The subcommittee wanted to know if there would be any impact on Prop. S from Trustee Barnett's proposal. District Executive Director Mr. Dulgeroff informed the subcommittee that there would be on impact on Prop. S</p> <p>Mr. Pinson also asked Mr. Dulgeroff if Trustee Barnett's proposal will affect MRR; the current (2011-2012) and future (2012-2013) year. He requested a read out of current MRR money by the next scheduled construction subcommittee meeting</p>
7. ICOC Attendance – Next Quarterly Update March 2, 2012 (Johnson)( <b>Exhibit</b> )(Action)	The subcommittee accepted the ICOC attendance record as presented
8. ADJOURNMENT (Action) Meeting adjourned at 5:25 p.m. to the next meeting date and place stated  <b>Next Meeting:</b> January 4, 2011, at 4:00 p.m. in Physical Plant and Operations Center, Training room A, San Diego, CA 92111	

AC  
12-9-11