

**CAPISTRANO UNIFIED SCHOOL DISTRICT SCHOOL FACILITIES CORPORATION
MEETING OF THE BOARD OF DIRECTORS
33122 Valle Road
San Juan Capistrano, CA 92675**

NOVEMBER 14, 2012

**Immediately Following the Regular Meeting of the
Capistrano Unified School District Board of Trustees**

AGENDA

CALL TO ORDER

PLEDGE OF ALLEGIANCE

ADOPTION OF THE AGENDA – ROLL CALL

- A. Adoption of Corporation Resolution No. 2012-01, Resolution of the Board of Directors of the Capistrano Unified School District School Facilities Corporation Holding an Annual Meeting, Electing Officers of the Corporation and Approving Amendment of Corporate Bylaws:**
- DISCUSSION/
ACTION
Page 1
EXHIBIT A**

The Capistrano Unified School District School Facilities Corporation (Corporation) was incorporated to assist the Capistrano Unified School District (District) in financing and refinancing public schools and school facilities by, among other things, participating with the District in the execution and delivery of certificates of participation.

By adopting Corporation Resolution No. 2012-01, the Board of Directors revises its bylaws to specify that the position of President of the Corporation shall be held by the President of the District Board of Trustees (Board of Trustees), the position of Chief Financial Officer of the Corporation shall be held by the Vice President of the Board of Trustees, and the position of Secretary of the Corporation shall be held by the Clerk of the Board of Trustees. The revised bylaws also specify that the person holding the position of Superintendent of the District shall hold the position of Vice President of the Corporation, the person holding the position of Chief Business Officer of the District shall hold the position of Assistant Chief Financial Officer of the Corporation, and the person holding the position of Assistant Superintendent Education Services of the District shall hold the position of Assistant Secretary of the Corporation, unless otherwise specified by the Corporation's Board of Directors.

A copy of the updated bylaws is attached and the revisions are in red. Per the bylaws, the Trustees are already appointed as the Board of Directors. The current members of the Board of Trustees are the current members of the Board of Directors of the Facilities Corporation.

Recommendation: Adoption of Resolution No. 2012-01, Resolution of the Board of Directors of the CUSD Facilities Corporation holding an annual meeting; electing officers of the Corporation; and Approving Amendment of Corporate Bylaws.

Motion by _____

Seconded by _____

ROLL CALL:

Director Addonizio _____

Director Bryson _____

Director Alpay _____

Director Hatton _____

Director Brick _____

Director Palazzo _____

Director Pritchard _____

B. Approval of the minutes of the October 24, 2012, Board of Directors' meeting.

**DISCUSSION/
ACTION
Page 15
EXHIBIT B**

Motion by _____

Seconded by _____

OTHER MATTERS

ADJOURMENT

Motion by _____

Seconded by _____