



AGENDA REGULAR MEETING GOVERNING BOARD

2:00 P.M. January 26, 2023

Ed Tech JPA will hold a Board meeting on January 26, 2023, at 2:00 PM at the Irvine Unified School District Office: 5050 Barranca Parkway, Irvine, CA 92604, Fullerton School District Office: 1401 W. Valencia Drive, Fullerton, CA 92883, Capistrano Unified School District Office: 33122 Valle Road, San Juan Capistrano, CA 92675, Clovis Unified School District Office: 1450 Herndon Avenue, Clovis, CA 93611, El Dorado County Office of Education Office: 6767 Green Valley Road, Placerville, CA 95667, San Juan Unified School District Office: 3738 Walnut Avenue, Carmichael, CA 95608, San Ramon Valley Unified School District Office: 3280 Crow Canyon Road, San Ramon, CA 94526.

Board agendas may be viewed at <https://edtechjpa.org/department/board-meetings>

The meetings of the Board at which official action is taken shall be public meetings, and no person shall be excluded therefrom.

The agenda will be published at least 72 hours prior to the meeting. Supporting documentation will be provided at the meeting or emailed electronically to members prior to the meeting as it becomes available.

President	Brianne Ford
Vice-President	Jeremy Davis
Secretary	David Seabury
Treasurer	Michael Johnston

Board of Directors Founding Members

Irvine Unified	Founding Member	Brianne Ford/alternate Michelle Bennett
Capistrano Unified	Founding Member	Sean Rozell/alternate Stephanie Avera
Clovis Unified	Founding Member	Michael Johnston/alternate Susan Rutledge
Fullerton	Founding Member	Jeremy Davis/alternate Mike McAdam
El Dorado County of Education	Founding Member	David Seabury/alternate Kevin Monsma
San Juan Unified	Founding Member	Peter Skibitzki/alternate vacant
San Ramon Valley Unified	Founding Member	Stella Kemp/alternate Kelly Hilton

Agenda

1. Determination of a quorum and call to order - roll call
2. Approve the Minutes of the previous regular meeting
3. Public Comment

Anyone may address the Board on any item that is within the Board's subject matter jurisdiction. However, the Board may not take action on any item not on this agenda except as authorized by Government Code section 54954.2. Each topic or item is limited to 30 minutes; each speaker is limited to 3 minutes.

4. Approval of the Agenda



5. Board Member and Staff Reports

6. Treasurer Report

Michael Johnston will provide an update to the board.

7. Standing Reports

- 7.a. Membership
- 7.b. Communications
- 7.c. Procurement
- 7.d. Goals and Objectives

8. Consent Agenda

All matters of the Consent Agenda are considered to be routine and will be enacted by the Board in one motion, without prior discussion. At this time an item may be removed from the consent calendar by the Board, staff, or community for discussion.

Recommendation: Approve all items on the Consent Agenda.

Motion:

9. Items Removed from Consent Agenda

- 9.a.

10. Items of Business (Action)

10.a. Approve the Minimum Price Guarantee related to upcoming contract negotiations.

Background Information: At the December 5, 2019 board meeting Brianne Ford and Michael Johnston were authorized to establish criteria for the Minimum Price Guarantee.

Recommendation: Approve the Minimum Price Guarantee as presented with the understanding that terms may be negotiated on a case-by-case basis.

Motion:

10.b. Approve the Administrative Fee related to upcoming contract negotiations.

Background Information: At the December 5, 2019 board meeting Brianne Ford and Michael Johnston were authorized to develop an Administrative Fee. A revision to the Administrative Fee was approved by the Board at the January 23, 2020 board meeting. The board desires to update the Administrative Fee to include additional tiers.

Recommendation: Approve the existing Administrative Fee as presented through June 30, 2023; Approve the updated Administrative Fee as presented effective July 1, 2023, with the understanding that terms may be negotiated on a case-by-case basis. The updated Administrative Fee shall be retroactive for all previous procurements and contracts as of July 1, 2023.

Motion:

10.c. Approve Bylaws.



Background Information: Ed Tech JPA Bylaws were initially approved by the Board at the May 10, 2019 board meeting. Revisions to the Bylaws were approved by the Board at the February 25, 2021 board meeting. The Board desires to review the Bylaws annually.

Recommendation: Approve the Bylaws as presented.

Motion:

10.d. Approve Operating Procedures and Host Agency Fee Proposals.

Background Information: Ed Tech JPA Operating Procedures and Host Agency and Fee Proposal revisions were approved by the Board at the September 8, 2022 board meeting. The Board desires to review the Operating Procedures and Host Agency Fee Proposals annually.

Recommendation: Approve the Operating Procedures and Host Agency Fee Proposals as previously approved.

Motion:

10.e. Approve primary and secondary designees for Irvine Unified School District, Capistrano Unified School District and Clovis Unified School District.

Background Information: On February 7, 2019 the Board approved:
Brianna Ford as the primary designee and Michelle Bennett as the secondary designee for Irvine Unified School District;
Michael Johnston as the primary designee and Susan Rutledge as the secondary designee for Clovis Unified School District; and
John Morgan as the primary designee and Stephanie Avera as the secondary designee for Capistrano Unified School District.

On January 28, 2021 the Board approved Sean Rozell as the primary designee for Capistrano Unified School District due a resignation from John Morgan.

The Board desires to re-evaluate director assignments every four (4) years pursuant to section V.B. of the Bylaws. The current primary and secondary designees have performed well and staff proposes their re-election.

Recommendation: Approve:

Brianna Ford as the primary designee for Irvine Unified School District;
Michelle Bennett as the secondary designee for Irvine Unified School District;
Michael Johnston as the primary designee for Clovis Unified School District;
Susan Rutledge as the secondary designees for Clovis Unified School District;
Sean Rozell as the primary designee for Capistrano Unified School District;
Stephanie Avera as the secondary designee for Capistrano Unified School District.



Motion: Approve primary and secondary designees for Irvine Unified School District, Capistrano Unified School District and Clovis Unified School District as presented.

10.f. Approve Laura Fry as the secondary designee for San Juan Unified School District

Background information: The secondary board member designee for San Juan Unified School District, Susan Kane, has relocated resulting in a vacancy in the board. San Juan Unified School District wishes to appoint Laura Fry as their new secondary designee.

Recommendation: Approve Laura Fry as secondary designee for San Juan Unified School District

Motion:

11. Items for Discussion

11.a. Prior Board Approval for expenditures exceeding \$2,500.00

11.b. Discuss CASBO Expo participation and support

Closing Items

12. Adjournment

Future Meetings

February 23, 2023



Consent Agenda **REGULAR MEETING GOVERNING BOARD**

2:00 P.M. January 26, 2023

1. Ratify Approval of New Associate Members

Background Information: The following organizations have applied for associate membership and, pursuant to Ed Tech JPA's Associate Member Operating Procedures, were granted provisional approval:

- Baldwin Park Unified School District

The Board must formally ratify the approval of their membership.

Recommendation: Ratify associate membership for the organizations listed.

*Ratify

2. Approve Issuance of Security and IT Administration Solutions RFP

Background Information: Irvine USD has volunteered to run a Request for Proposal (RFP) for: **Security and IT Administration Solutions.**

Recommendation: Approve Resolution No. 22-23-03 authorizing issuance of the RFP with scoring criteria as presented and the administrative fee as approved at the January 26, 2023 board meeting.

3. Approve Extension of Vendor Agreement.

Background Information: Ed Tech JPA awarded RFP No. 19/20-02 Assessment Platform to Edcite, Inc. ("Edcite") at the December 5, 2019 board meeting. Edcite would like to extend the term of the current agreement for an additional two (2) year term for a total of five (5) years, in accordance with Education Code Section 17596.

Recommendation: Approve an amendment to the existing agreement with Edcite to extend the term for a total of five (5) years.

*Ratify

4. Approve Extension of Vendor Agreement and Update Pricing.

Background Information: Ed Tech JPA awarded RFP No. 19/20-02 Assessment Platform to Instructure, Inc. ("Instructure") at the December 5, 2019 board meeting. Instructure would like to extend the term of the current agreement for an additional two (2) year term for a total of five (5) years, in accordance with Education Code Section 17596.

The Master Agreement specifies Vendor may add products introduced to the market by the manufacturer that added products are either a direct replacement or are substantially equivalent to original products listed in the RFP, Vendor's proposal, the Master Agreement and/or any Purchase Agreements or Added Products are enriched capabilities, new modules, technology advancements, and/or service categories within the solution that Vendor did not have at the time the proposal was submitted.



Recommendation: Approve an amendment to the existing agreement and updated pricing with Instructure to extend the term for a total of five (5) years.

*Ratify

5. Approve Extension of Vendor Agreement.

Background Information: Ed Tech JPA awarded RFP No. 19/20-03 Education Intelligence and Analytics Solution to Innive Inc (“Innive”) at the January 23, 2020 board meeting. Innive would like to extend the term of the current agreement for an additional two (2) year term for a total of five (5) years, in accordance with Education Code Section 17596.

Recommendation: Approve an amendment to the existing agreement with Innive to extend the term for a total of five (5) years.

*Ratify

6. Approve Extension of Vendor Agreement and Update Pricing.

Background Information: Ed Tech JPA awarded RFP No. 19/20-03 Education Intelligence and Analytics Solution to Hoonuit I, LLC (“Hoonuit”) at the January 23, 2020 board meeting. On February 25, 2021 the Board approved a name change, resulting from an acquisition, from Hoonuit to PowerSchool Group, LLC (“PowerSchool”). PowerSchool would like to extend the term of the current agreement for an additional two (2) year term for a total of five (5) years, in accordance with Education Code Section 17596. The Master Agreement specifies Vendor may add products introduced to the market by the manufacturer that added products are either a direct replacement or are substantially equivalent to original products listed in the RFP, Vendor’s proposal, the Master Agreement and/or any Purchase Agreements or Added Products are enriched capabilities, new modules, technology advancements, and/or service categories within the solution that Vendor did not have at the time the proposal was submitted.

Recommendation: Approve an amendment to the existing agreement and updated pricing with PowerSchool to extend the term for a total of five (5) years.

*Ratify

7. Approve Amendment to Rethinked Agreement and Pricing.

Background Information: Ed Tech JPA awarded RFP No. 20/21-03 Social and Emotional Learning Assessment Solution to Rethink Autism, Inc. (Rethinked”) at the May 27, 2021 board meeting. The Master Agreement specifies Vendor may add products introduced to the market by the manufacturer that added products are either a direct replacement or are substantially equivalent to original products listed in the RFP, Vendor’s proposal, the Master Agreement and/or any Purchase Agreements or Added Products are enriched capabilities, new modules, technology advancements, and/or service categories within the solution that Vendor did not have at the time the proposal was submitted.

Recommendation: Approve an amendment to the existing agreement and updated pricing with Rethinked.

*Ratify

8. Approve Extension of Vendor Agreement.



Background Information: Ed Tech JPA awarded RFP No. 19/20-05 Student Information System to Edupoint Educational Systems, LLC (“Edupoint”) at the February 3, 2020 board meeting. Edupoint would like to extend the term of the current agreement for an additional two (2) year term for a total of five (5) years, in accordance with Education Code Section 17596.

Recommendation: Approve an amendment to the existing agreement with Edupoint to extend the term for a total of five (5) years.

*Ratify

9. Approve Extension of Vendor Agreement and Update Pricing.

Background Information: Ed Tech JPA awarded RFP No. 20/21-02 Web Design & Hosting to Active Internet Technologies, LLC dba Finalsight (“Finalsite”) at the March 25, 2021 board meeting. Finalsite would like to extend the term of the current agreement for an additional two (2) year term for a total of five (5) years, in accordance with Education Code Section 17596.

The Master Agreement specifies Vendor may add products introduced to the market by the manufacturer that added products are either a direct replacement or are substantially equivalent to original products listed in the RFP, Vendor’s proposal, the Master Agreement and/or any Purchase Agreements or Added Products are enriched capabilities, new modules, technology advancements, and/or service categories within the solution that Vendor did not have at the time the proposal was submitted.

Recommendation: Approve an amendment to the existing agreement and updated pricing with Finalsite to extend the term for a total of five (5) years.

*Ratify

10. Approve Extension of Vendor Agreement.

Background Information: Ed Tech JPA awarded RFP No. 19/20-05 Student Information System to Follett School Solutions, LLC (“Follett”) at the February 3, 2020 board meeting. Follett would like to extend the term of the current agreement for an additional two (2) year term for a total of five (5) years, in accordance with Education Code Section 17596.

Recommendation: Approve an amendment to the existing agreement with Follett to extend the term for a total of five (5) years.

*Ratify

11. Approve Check Register.

Background Information: A Check Register is presented to the Board listing checks which have been issued in accordance with established purchasing procedures of Ed Tech JPA. These checks are presented to the Board for ratification in accordance with the applicable provisions of the Education and Government Code Statutes of the State of California. A copy of the full report is attached.

Recommendation: Ratify issuance of checks as listed.

*Ratify



List of Attachments

Board Meeting January 26, 2023

Item No.	Page No.	Description
1	9	December 8, 2022 Board Meeting Minutes
2	13	2022-23 Annual Goals Progress Report
3	14	Admin Fee Language - Current
4	15	Admin Fee Proposed Tiers
5	16	Minimum Price Guarantee Language
6	17	Bylaws
7	30	Email approving new secondary designee for San Juan USD
8	31	Resolution No. 22-23-05 Approve Issuance of Security and IT Administration RFP
9	32	Check Register

EDUCATION TECHNOLOGY JOINT POWERS AUTHORITY

Minutes

REGULAR MEETING OF THE GOVERNING BOARD

December 8, 2022 1:00 P.M.

Irvine Unified School District Office: 5050 Barranca Parkway, Irvine, CA 92604, Fullerton School District Office: 1401 W. Valencia Drive, Fullerton, CA 92883, Capistrano Unified School District Office: 33122 Valle Road, San Juan Capistrano, CA 92675, Clovis Unified School District Office: 1450 Herndon Avenue, Clovis, CA 93611, El Dorado County Office of Education Office: 6767 Green Valley Road, Placerville, CA 95667, San Juan Unified School District Office: 3738 Walnut Avenue, Carmichael, CA 95608

1. CALL TO ORDER AND ROLL CALL

Minutes:

Brianne Ford called the meeting to order at 1:04 PM.

Present In Person:

N/A

Present by Telephone:

Brianne Ford with Irvine Unified School District

David Seabury with El Dorado County Office of Education

Sean Rozell with Capistrano Unified School District

Susan Rutledge with Clovis Unified School District

Jeremy Davis with Fullerton School District

2. APPROVAL OF MINUTES

Motion Passed: Approve the Minutes from the October 27, 2022 Regular Board Meeting.

Passed with a motion by David Seabury and a second by Jeremy Davis.

Aye Brianne Ford

Aye Susan Rutledge

Aye David Seabury

Aye Jeremy Davis

Aye Sean Rozell

3. PUBLIC COMMENT

Anyone may address the Board on any item that is within the Board's subject matter jurisdiction. However, the Board may not take action on any item not on this agenda except as authorized by Government Code section 54954.2.

4. APPROVAL OF AGENDA

Motion Passed: Adopt Agenda, as presented.

Passed with a motion by David Seabury and a second by Jeremy Davis.

Aye Brianne Ford

Aye Susan Rutledge

Aye David Seabury
Aye Jeremy Davis
Aye Sean Rozell

Stella Kemp and Peter Skibitzki joined the meeting.

5. ACCEPTANCE OF BOARD MEMBER AND STAFF REPORTS

Minutes: Board members shared their district/counties' situations related to their involvement in Ed Tech JPA and administrative matters.

6. ACCEPTANCE OF TREASURER REPORT

Minutes: None.

7. ACCEPTANCE OF STANDING REPORTS

7.a. Membership

Minutes: Membership was discussed.

7.b. Communications

Minutes: The CITE conference presentation and vendor booth were discussed and member monthly newsletters were discussed.

7.c. Procurement

Minutes: Current and Future RFPs were discussed.

David Seabury and Peter Skibitzki left the meeting.

7.d. Goals and Objectives

Minutes: The Annual Goals Progress Report and budget projections were reviewed.

8. ACCEPTANCE OF CONSENT AGENDA

8.a. At this time an item may be removed from the consent calendar by the Board, staff, or community for discussion. Approve all items on the Consent Agenda.

Motion Passed: Approve all items on the Consent Agenda.

Passed with a motion by Susan Rutledge and a second by Jeremy Davis.

Aye Brianne Ford
Aye Susan Rutledge
Aye Jeremy Davis
Aye Sean Rozell

9. ITEMS REMOVED FROM CONSENT AGENDA

9.a. Items Removed from Consent Agenda: None.

David Seabury joined the meeting.

10. ITEMS OF BUSINESS (ACTION)

10.a. Approve Stella Kemp as the primary board member for San Ramon Valley Unified School District.

Motion Passed: Approve Stella Kemp as the primary board member for San Ramon Valley Unified School District.

Passed with a motion by David Seabury and a second by Jeremy Davis.

Aye Brianne Ford
Aye Susan Rutledge
Aye David Seabury
Aye Jeremy Davis
Aye Sean Rozell

10.b. Approve Kelly Hilton as the secondary designee for San Ramon Valley Unified School District.

Motion Passed: Approve Kelly Hilton as the secondary designee for San Ramon Valley Unified School District.

Passed with a motion by David Seabury and a second by Jeremy Davis.

Aye Brianne Ford
Aye Susan Rutledge
Aye David Seabury
Aye Jeremy Davis
Aye Sean Rozell

10.c. First Interim & SACS Report

Motion Passed: Approve the positive certification of the First Interim and SACS Report.

Passed with a motion by David Seabury and a second by Jeremy Davis.

Aye Brianne Ford
Aye Susan Rutledge
Aye David Seabury
Aye Jeremy Davis
Aye Sean Rozell
Aye Stella Kemp

10.d. Submission of the 2021-22 Annual Financial Audit of the Education Technology Joint Powers Authority

Motion Passed: Receive and file the audit of the 2021-22 financial records of the Education Technology Joint Powers Authority.

Passed with a motion by Stella Kemp and a second by Jeremy Davis.

Aye Brianne Ford
Aye Susan Rutledge
Aye David Seabury
Aye Jeremy Davis
Aye Sean Rozell
Aye Stella Kemp

10.e. Increase Marketing Budget to Support Conference Participation

Motion Passed: Increase marketing budget by an additional \$10,000.00 to support conference participation

Passed with a motion by David Seabury and a second by Jeremy Davis.

- Aye Brianne Ford
- Aye Susan Rutledge
- Aye David Seabury
- Aye Jeremy Davis
- Aye Sean Rozell
- Aye Stella Kemp

11. ITEMS FOR DISCUSSION

- 11. a. Planned procurements were discussed and a tentative plan was determine
- 11. b. Prior Board approval and procedures for expenditures were discussed

12. ADJOURNMENT

Motion Passed: Adjourn the meeting at 2:25 pm.

Passed with a motion by David Seabury and a second by Jeremy Davis.

- Aye Brianne Ford
- Aye Susan Rutledge
- Aye David Seabury
- Aye Jeremy Davis
- Aye Sean Rozell
- Aye Stella Kemp

Future Meetings
January 26, 2023



EDUCATION TECHNOLOGY JOINT POWERS AUTHORITY

2022-23 ANNUAL GOALS PROGRESS REPORT

January 2023

The Education Technology Joint Powers Authority (Ed Tech JPA) aims to streamline procurement, provide competitive pricing, and secure favorable technology contracts for educational agencies and other eligible entities.

CURRENT POSITION

June 30, 2022	January 13, 2023	Goal for June/July 2023
113 Members	122 Members	130 Members
1,519,934 Students	1,728,232 Students	
18 Completed Procurements	18 Completed Procurements	20 Completed Procurements
62 Available Contracts	60 Available Contracts	
\$187,521.53 Admin Fee Revenue 2021-22	\$92,947.59 Admin Fee Revenue 2022-23	\$200K Admin Fee Revenue 2022-23

1.12 Ed Tech JPA Administrative Fee

Vendor agrees to pay Ed Tech JPA an administrative fee (the “Administrative Fee”) calculated as four percent (4%) of the gross invoiced amount of any Purchase Agreement with Vendor based on an award under the RFP and all revenue derived directly from any Purchase Agreement, including any Additional Services, or agreement extensions or renewals. Vendors whose gross sales exceed two million dollars (\$2,000,000.00) each fiscal year may receive a discount and pay Administrative Fees as follows:

Sales Amount*	Administrative Fee**
\$2,000,000.00 - \$3,999,999.99	3.5%
\$4,000,000.00 and above	3%

*The fiscal year term is July 1 - June 30.

**Sales are the annual gross amount invoiced of any Participant Agreement with Vendor based on an award under the RFP and all revenue derived directly from any Participant Agreement, including any Additional Services, or agreement extensions or renewals.

***Any discounted Administrative Fee shall be applied to Sales in the quarter after the minimum threshold has been met. Discounted Administrative Fees shall revert to four percent (4%) after the minimum threshold is no longer met.

Computations of the Administrative Fee shall exclude state, local, or federal taxes levied on invoiced amounts. The Administrative Fee must be included when determining the pricing offered. The Administrative Fee is not negotiable and shall not be added as a separate line item on invoices. The Administrative Fee is not refundable to Participants or Vendors under any circumstances. In the event Ed Tech JPA’s operating costs increase, the Administrative Fee is subject to increase to offset such increased costs. Vendors will be permitted to adjust Product pricing in direct proportion to such increase, as further explained in the Master Agreement. Vendors are not responsible for paying an Administrative Fee for purchases made by existing customers that do not use the Ed Tech JPA contract in any manner and whose contracts do not rely on any competitive procurement performed by Ed Tech JPA.

Administrative Fee Tiers - Updated effective 7/1/23

Sales Amount*	Administrative Fee**
Under \$2,000,000.00	4%
\$2,000,000.00 - \$3,999,999.99	3.5%
\$4,000,000.00 - \$5,999,999.99	3%
\$6,000,000.00 - \$7,999,999.99	2.5%
\$8,000,000.00 and above	2%

MINIMUM PRICE GUARANTEE

Vendor agrees not to sell directly, or through a reseller, the Product at a price lower than the price offered in the RFP and this MA to Ed Tech JPA's Eligible Entities located in California (regardless of whether the Eligible Entity is a Member), including all California public school districts, county offices of education, and community college districts, and any other public agency in California whose procurement rules, whether internal rules or rules enacted pursuant to statute, allow them to purchase goods or services through a procurement vehicle such as Ed Tech JPA.

During the period of delivery under a contract resulting from this RFP, if the price of the Product decreases, Members entering into a new PA shall receive a corresponding decrease in prices on the balance of the deliveries for as long as the lower prices are in effect. Vendor agrees to amend the MA to reflect the decreased pricing. At no time shall the prices charged to Members exceed the prices under which the RFP was awarded. Members shall be given the benefit of any lower prices which may, for comparable quality and delivery, be provided by the Vendor to any other school district or any other state, county, municipal or local government agency in a California County for the Products.



Secretary of State
Registry of Public Agencies
 (Government Code section 53051)

SF-405

FILED
 Secretary of State
 State of California

APR 19 2021

IMPORTANT — Read instructions before completing this form.
 There is **No Fee** for a Registry of Public Agencies filing
Copy Fees - First page \$1.00; each attachment page \$0.50;
 Certification Fee - \$5.00

This Space For Office Use Only

1. Type of Filing (Check one)

- Initial Filing (first Registry of Public Agencies filing for an agency)
 Updated Filing (change to an existing Registry of Public Agencies record)

2. Agency Information

a Full Legal Name of Public Agency
Education Technology Joint Powers Authority

b Nature of Update (complete if Updated Filing)
Bylaws

c County
United States of America

d Official Mailing Address
1450 Herndon Avenue, Clovis, CA 93611

3. Chairperson, President, or Other Presiding Officer

a Name
Brianna Ford

b Title
President

c Business or Residence Address
1450 Herndon Avenue, Clovis, CA 93611

4. Clerk or Secretary

a Name
David Seabury

b Title
Secretary

c Business or Residence Address
1450 Herndon Avenue, Clovis, CA 93611

5. Other Members of the Governing Board (Enter as many as applicable Attach additional pages for additional members)

Name Jeremy Davis	Business or Residence Address 1450 Herndon Avenue, Clovis, CA 93611
Name Michael Johnston	Business or Residence Address 1450 Herndon Avenue, Clovis, CA 93611
Name Sean Rozell	Business or Residence Address 1450 Herndon Avenue, Clovis, CA 93611
Name Kent Stephens	Business or Residence Address 1450 Herndon Avenue, Clovis, CA 93611
Name Greg Medici	Business or Residence Address 1450 Herndon Avenue, Clovis, CA 93611

6. Date and Sign Below (Additional members set forth on attached pages, if any, are incorporated herein by reference and made part of this Form SF-405, Registry of Public Agencies.)

4/8/21 BFD Brianna Ford
 Date Signature Type or Print Name



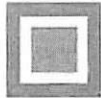
I hereby certify that the foregoing transcript of 21 page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

RAB

MAY 13 2021

A handwritten signature in black ink, appearing to read "Shirley N. Weber".

SHIRLEY N. WEBER, Ph.D., Secretary of State



Fagen Friedman & Fulfroost LLP

SACRAMENTO CA 957

14 MAY 2021PM 7 L



Vanessa Miller
Fagen Friedman & Fulfroost LLP
30 E River Park Place W, Suite 400
Fresno CA 93720

93720-153900



**EDUCATION TECHNOLOGY JOINT POWERS AUTHORITY
BYLAWS**

I. NAME.

The name of this organization shall be the Education Technology Joint Powers Authority (hereinafter referred to as "JPA").

II. PURPOSE.

The JPA's primary purpose shall be to leverage the buying power of multiple entities to provide legally compliant and economically priced education technology products and services to its members. The JPA will collect a fee from vendors for the sale of such products and services to its members and that fee will be used to pay for the cost of running the JPA ("Administrative Fee"). The JPA will perform primary administrative and governance tasks necessary to provide legally compliant and economically priced technology products and services to its members. The JPA is committed to building capacity in its membership and may provide additional training and support as priorities are determined by the JPA Board of Directors ("Board"). The JPA shall provide those programs and services which are determined, pursuant to Article V, Section F, Subd. 14, to be priority needs of the membership and shall assist in meeting special needs which arise from fundamental constraints upon individual members.

III. JPA BOARD.

A. Controlling Authority. The Board will operate within its legal authority, as specified in the Constitution of the State of California, the laws of the State of California, chiefly the Education Code and joint exercise of powers provisions of the Government Code, and the Rules and Regulations of the State Board of Education as contained in the California Administrative Code Title V, Education. The control of the JPA is vested in the Board. (Education Code Sections 35100-35351, Governing Boards; Government Code Sections 6500-6539, The Joint Exercise of Powers Act.)

B. General Powers. The Board and the JPA have the power to exercise any power common to its members in furtherance of the functions and objectives set forth in the Joint Powers Agreement to the full extent of the law. Included in those duties and powers are the rights to: make and enter contracts, employ agents and employees, direct the work of its employees; determine the method, means and services to be provided; determine the staffing patterns; determine the number and kinds of personnel required to maintain the efficiency of the JPA operation; build, move, or modify the facilities; develop a budget; determine the methods of raising revenue; and contract out work. In addition, the Board has the right to evaluate, hire, promote, terminate, and discipline employees, and to take action on any matter in the event of an emergency.

IV. Membership and Participation.

A. Founding Membership. Founding Membership in the JPA shall be limited to public education agencies, cities, counties, and other governmental units. There will be no less than two (2) and no more than seven (7) founding members ("Founding Members"). The Founding Members shall be the original signatories to the Joint Powers Authority Agreement (Ed Tech JPA) and additional founding members as approved by the Board.

- 1) Founding Members shall nominate one (1) person to serve on the JPA's Board of Directors, and one (1) alternate to serve in the Board Member's absence.
- 2) Only Founding Members are responsible for any proportionate share of expenses and entitled asset distributions, as may annually be allowed or assessed by the JPA's Board of Directors.
- 3) Founding Members shall pay a fee of \$10,000 upon initial acceptance as a Founding Member of the JPA. This initial fee and any other contribution or assessment made by the Founding Member shall be repaid by the revenues generated by the JPA and at such time as the Board may determine. This fee shall also be recoverable, if not already repaid, upon withdrawal from the JPA, pursuant to paragraph E of this Article, below.
- 4) In the event Ed Tech JPA incurs any extraordinary or unanticipated costs, including, but not limited to, legal fees and/or litigation expenses, the Founding Members may be assessed a fee or fees as determined by a majority vote of the Board necessary to pay such extraordinary or unanticipated costs.
- 5) Founding Members may be located outside of the State of California.

B. Associate Membership. Associate Membership shall be available to public education agencies, cities, counties, and other governmental units to the extent allowed by law.

- 1) Associate members shall be entitled to utilize JPA procurements and contracts, and participate in services and programs offered by the JPA.
- 2) Associate Members shall not be permitted to nominate any of their governing board members to serve on the JPA's Board of Directors.
- 3) Associate Members are not responsible for any proportionate share of expenses or entitled to asset distributions.
- 4) Associate Members are not entitled to any voting privileges on JPA matters.
- 5) Associate Members shall be required to pay Membership Dues, if any, assessed by the Board of Directors.
- 6) Associate members may be located outside of the State of California to the extent allowed by law.

C. Initiating Membership. In order to become a member of the JPA, the potential Founding Member or Associate Member must follow the process identified below. The JPA reserves the right to deny membership to any potential member, for any reason.

1) **Associate Membership Application.** Any eligible public education agency, city or county, or other governmental unit, or other organization to the extent allowed by law may belong the JPA as an Associate Member. The Associate Member candidate must fill out and submit a Membership Application and deliver a copy of the duly authorized and executed Associate Member Agreement to the JPA. By signing the Associate Membership Agreement, the Associate Member's governing board or authorized agent agrees to acceptance of these Bylaws. Once submitted and approved by the JPA, the applicant will become an Associate Member. Participation in programs and services provided by the JPA shall be discretionary.

2) **Founding Membership Application.** Founding Members may be added by a majority vote of the Governing Board, up to the limits set forth in Article IV, Section A, above. The prospective Founding Member candidate (including new and existing Associate Members) must complete the founding membership application process as determined by the Board. If approved by the Governing Board, the Founding Member must deliver a copy of the duly authorized and executed Joint Powers Authority Agreement (Ed Tech JPA), also known as the Founding Member Agreement, and the fee as set forth in Article IV, Section A, above. By signing the Founding Member Agreement, the Founding Member's governing board and/or authorized agent agrees to acceptance of these Bylaws and to also pay fees as required by the JPA's Board of Directors. All Founding Members shall be subject to the provisions of paragraph A of this Article, above.

D. Correspondent Members. In states that do not have Joint Powers Authorities, school districts and other local education agencies may apply to join the JPA as a Correspondent Member and have such additional duties and privileges as the Board may designate and in accordance with applicable laws.

E. Withdrawal from Associate Membership. An Associate Member or Correspondent Member may elect to withdraw its membership from the JPA by a majority vote of its governing board and/or written request by an authorized signatory of the Associate Member or Correspondent Member. The withdrawal shall be effective at the Board meeting following the JPA's written receipt of the Associate Member or Correspondent Member's withdrawal unless an earlier date is mutually agreed upon.

F. Withdrawal from Founding Membership. A Founding Member may elect to withdraw its membership from the JPA by a majority vote of its governing board and/or written request by an authorized signatory of the Founding Member. The withdrawal shall be effective on June 30 following the JPA's written receipt of the Founding Member's withdrawal unless an earlier date is mutually agreed upon. Notwithstanding the withdrawal, the proportionate share of any expenses already certified to the withdrawing member for the JPA shall be paid to the JPA. The terms of withdrawal from the JPA shall be governed by Government Code §§ 6522-6512. The withdrawing Founding Member shall not be eligible to receive program funds or any revenue shares arising or distributed in the fiscal years commencing after the effective date of withdrawal. The Founding Member's initial fee shall be recoverable, if not already repaid by the JPA.

G. Removal of Founding Member. A Founding Member may be removed by a super majority (defined as "majority, plus one") vote of the Board of Directors. The Founding Member subject to removal shall abstain from the vote. The removal shall be effective immediately following the vote. The removed Founding Member shall not be eligible to receive program funds or any revenue shares arising or distributed after the effective date of removal. The removed Founding Member's initial fee may be recoverable, if not already repaid, subject to majority approval of the Board.

H. Dissolution of JPA. Founding Members may dissolve the JPA by a super majority vote of the Board of Directors. Upon the dissolution of the JPA or other final termination of the Founding Member Agreement, any properties of the JPA shall be liquidated and the funds received, together with other funds on hand, shall be used first to discharge all obligations of the JPA. These obligations shall include all claims for which the JPA may have financial responsibility, including claims which have been incurred but not reported, and shall be determined by independent accountants and actuaries selected by the Board of Directors, or the Host Agencies, if the Board of Directors delegates such duties. Any surplus funds remaining after payment for the JPA's obligations shall be returned to present Founding Member Agencies in proportion to contributions made and claims or losses paid.

I. Expansion of Founding Membership. The Founding Membership may be expanded beyond the initial seven (7) founding members upon unanimous, minus one, vote of the Board.

V. ORGANIZATION AND PROCEDURE OF THE BOARD

A. Board of Directors. The care, management, and control of the JPA shall be vested in a Board of Directors composed of no less than two (2) members, and no more than seven (7) members, unless otherwise approved by the Board pursuant to Article IV, Section H, above.

B. Terms. Each Founding Member shall be entitled to place one (1) member on the Board of Directors. Such appointment shall be made by the Founding Member's Superintendent, authorized agent, or governing board. Founding Members may appoint a replacement for their appointed Board Member at the request of the Founding Member's governing board and/or authorized agent. The Founding Member's governing board or authorized agent may appoint a designee to serve in the temporary absence of the Board Member. In the event of a personnel or organizational change resulting in a vacancy a Founding Member may appoint a replacement for the appointed Board Member at the request of the Founding Member's governing board and/or authorized agent. Board Members may have additional terms at the discretion of the Founding Member's governing board or authorized agent.

C. Revenue. Upon satisfaction of all debts and liabilities in a given fiscal year, and after initial Founding Member contributions have been reimbursed, if the JPA is operating at net gain, each of the Founding Members may receive a fee/revenue sharing/disbursement, as determined by the Board, but no greater than \$100,000 in a given fiscal year. The maximum threshold amount shall be adjusted for inflation according to the COLA every year. Founding Members serving as an Host Agencies as set forth in in Article V, Section F, subd. 10, shall be compensated for the Services provided to the JPA, in the amount determined by a majority vote of the Board of Directors in addition to the fee/revenue sharing disbursement. The Board has discretion to reimburse Founding Members for Administrative Fees resulting from the purchases made pursuant to Master Agreements wherein it acted as the initiating agency. Compensation for Host Agency duties shall be superior to Founding Member revenue disbursements identified in this Section.

D. Organization. The Board of Directors shall appoint a Secretary, a Vice President, and a Treasurer. The Board member appointed by the agency serving as the Host Agency overseeing financial activities as described in Article V, Section F, subd. 10, *Host Agencies*, shall be appointed as Treasurer. The Board of Directors of the JPA shall designate an organizational meeting on alternating years wherein the Board shall elect officers (President, Vice-President, and Secretary). Upon a Board conflict or vacancy the Board may hold an election for officer roles as needed. The Board of Directors shall also conduct any other necessary organizational business, including appointing such other officers as it considers necessary.

1) **At-Large Board Members.** The JPA's Board of Directors may, at its discretion, appoint up to three (3) members, including Associate or Correspondent Members, to the JPA's Board as ex-officio, non-voting members of the Board and shall encourage the advisory participation of a cross-section of government agency personnel within the JPA to the extent allowed by law.

E. Legal Address. The legal address of the Board shall be Clovis Unified School District Office, 1450 Herndon Avenue, Clovis, CA 93611. The procurement address of the JPA shall be Irvine Unified School District, 5050 Barranca Parkway, Irvine, CA 92604.

F. Duties and Powers of the Board. The JPA's Board of Directors shall have the authority to maintain and operate the JPA. Subject to the availability of necessary resources, included among the powers and duties of this Board are:

1) **Meeting.** The Board of Directors shall submit an annual evaluation report and plan of the effectiveness of programs and services which describes the objectives to be implemented to support the needs of the JPA's membership.

2) **Facilities.** The Board of Directors shall provide for or arrange for adequate office, service center and administrative facilities by lease, purchase, gift, or otherwise.

- 3) **Staff.** The Board of Directors is authorized to employ central administrative staff and other personnel as necessary to provide and support the agreed upon programs and services. The Board may discharge staff and personnel pursuant to provisions of law applicable to the employing agency for in-kind services provided by JPA members, and if a direct employee of the JPA, by provisions of law applicable California public school districts. The Board shall allow the JPA staff and personnel to participate in retirement programs and any other programs available to public school staff and personnel.
- 4) **Legal Counsel.** The Board of Directors shall appoint an attorney at law who shall serve as general Legal Counsel to the JPA. Legal Counsel shall serve at the will and pleasure of the Board of Directors.
- 5) **Contracts.** The Board of Directors is authorized to enter into contracts to assist in the furtherance of the JPA's goals and objectives, including with independent contractors and consultants, and school boards of local education agencies, including organizations outside the JPA's state.
- 6) **Programs and Services.** The Board of Directors is authorized to enter into contracts with other public and private agencies and institutions to provide administrative staff and other personnel as necessary to furnish and support the agreed upon programs and services.
- 7) **Governance.** The Board of Directors shall exercise all powers and carry out all duties delegated to it by members under provisions of the JPA's Bylaws. The JPA's Board of Directors shall be governed, when not otherwise provided, by applicable laws of the state of California.
- 8) **Agency Relationships.** The Board of Directors may establish cooperative, working relationships and partnerships with post-secondary educational institutions, other public agencies, businesses, and industry and may appoint special advisory committees representative of these partners.
- 9) **Executive Committee.** The Board of Directors may establish an Executive Committee comprised of the JPA President, Vice-President, Secretary, and Treasurer. which is hereby empowered to exercise all the powers of the Board of Directors except as otherwise specifically proscribed in these Bylaws, during times when the Board of Directors does not meet or is unable to convene a meeting. Actions requiring a supermajority vote of the Board of Directors require a supermajority vote of the Executive Committee. All other actions require a vote of the majority of the committee. The Board President shall nominate the initial members of the Executive Committee. The Board shall set the number of members and, at its sole discretion, ratify or disapprove the nominees, or appoint other members.
- 10) **Host Agencies.** The administration of the JPA shall be provided by no less than one (1), and no more than four (4), Host Agencies, to be designated by the Board of Directors. A Host Agency must be a Founding Member. The duties of each Host Agency shall be overseen by the Board Member of the Host Agency. The Host Agency)shall be charged with carrying out the

purposes of the JPA, including, but not limited to: 1) general administrative support activities such as: preparing board agendas, minutes and supporting documents, scheduling board meetings, processing membership, general correspondence, maintaining content on the JPA website, and administration of professional development programs for member agencies 2) procurement activities such as: preparing and administering requests for proposal and negotiating agreements with technology providers; development and maintenance of technology contract registries;; and 3) financial activities such as: establishing a fund with the county treasurer; developing an annual budget; receiving income and processing expenditures; acting as the treasurer for the JPA, including updating the Board, preparing financial statements and contracting with an independent auditor; serving as the employer of record for JPA employees, including the performance of human resources and payroll functions. Host Agencies may be established for purposes not enumerated in this Section. In the event a Host Agency cannot, to the satisfaction of a majority vote of the Board, fulfill the duties prescribed by the Board, the duties of the Host Agency shall be transferred to another Founding Member. Host Agencies shall be compensated for the Services provided to the JPA, in the amount determined by a majority vote of the Board of Directors.

11) **Executive Director(s).** When the affairs and activities of the JPA so warrant, the Board of Directors may appoint an Executive Director and such number of other personnel as may be deemed necessary. Upon appointment the Board shall approve a description outlining the duties and powers of the Executive Director.

12) **Staff.** Staff employed by the Host Agencies shall serve at the will and pleasure of the respective Host Agencies, subject to review and consideration by the Board. Staff employed directly by Ed Tech JPA shall serve at the will and pleasure of the Ed Tech JPA Board.

13) **Committees.** The Board of Directors may select advisory councils or committees to give advice and counsel to the Board. The councils or committees may be composed of representatives from public and nonpublic schools, cities, counties, and other governmental units, as well as representatives from business partners.

14) **Annual Plan.** The Board of Directors shall approve an annual plan and evaluation report.

G. Financial Support. Financial support for the JPA programs and services shall be primarily derived from revenue generated from services provided by the JPA. The JPA may receive private, state, and federal financial support supplementing as available. No Founding Member shall have any additional liability for the debts or obligations of the JPA except the initial contribution and any other liability the Founding Member assumes under these Bylaws. Associate Members shall have no liability to the JPA. Associate Members' financial support to the JPA shall be derived from any Membership Dues as approved by the Board and the Administrative Fees from vendors resulting from purchases leveraging JPA agreement earned by and paid to the JPA.

H. Ownership of Property. Any property acquired by the JPA's Board of Directors is public property to be used for essential public and governmental purposes which shall be exempt from all taxes and special assessments levied by a city, county, state, or political subdivision thereof. If the JPA is dissolved, its property shall be distributed to the Founding Members at the time of dissolution.

I. Legal Action. The Board may prosecute in its name and defend or settle any action brought by or against it.

J. Public Corporation. The JPA is a public corporation and agency and its Board of Directors may make application for, accept, and expend private, state, and federal funds that are available for programs of the members. As a public corporation, no earnings or interest of the JPA may inure to the benefit of an individual or private entity.

K. Fees. The Board may make reasonable charges for its services rendered. The Board of Directors may also approve the use of Administrative Fees for purposes allowed by California law.

L. Insurance. The Board may procure insurance against liability of the Board and of its officers and employees for damages resulting from wrongful acts and omissions of the members, the Board, and its officers and employees, whether the acts or omissions relate to governmental or proprietary functions of the Board.

VI. MEETINGS AND MINUTES OF PROCEEDINGS

A. Meetings. The Board shall meet as it considers necessary, and hold at least three (3) regular meetings annually. The Board of Directors shall meet at the call of the President or any two (2) members of the Board.

1. An electronic agenda shall be sent to each Founding Member at least three (3) days prior to the regular meeting of the Board. Matters of emergency nature not on the agenda may be considered at the time of the meeting.

2. A quorum at any meeting of members of the Board shall consist of a majority of the elected Board of Directors.

3. The order of business at the Board meetings shall be as follows, unless modified by a vote of the Board:

- a. Determination of a quorum and call to order
- b. Approval of minutes of previous meeting
- c. Public Comment
- d. Approval of Agenda
- e. Board Member and Staff Reports
- f. Treasurer Report
- g. Standing Reports

- h. Consent Agenda
- i. Items Removed from Consent Agenda
- j. Items of Business (Action)
- k. Items for Discussion
- l. Adjournment.

4. The meetings of the Board at which official action is taken shall be public meetings and no person shall be excluded therefrom.

B. Posting of Meeting Minutes. The JPA Board of Directors meeting minutes shall be posted to the JPA's website. The minutes of the preceding meeting shall be reviewed, corrected if necessary, and a copy of all motions and the names of the person making and seconding motions shall be recorded. There shall be a recorded vote if the vote is not unanimous.

C. Official Newspaper. The Board designates the JPA website as its official newspaper.

VII. RULE OF ORDER, AD HOC COMMITTEE, FISCAL YEAR

A. Rules of Order. The rules of parliamentary procedure in the latest edition of Robert's Revised Rules of Order shall govern the Board and advisory committees and councils in their deliberations in all matters except as otherwise provided in these Bylaws. Rules may be amended at any meeting by a majority vote. The order of business may be suspended at any meeting by mutual agreement or by a majority vote.

B. Ad Hoc Committees. The Board of Directors shall authorize such ad hoc Committees as are deemed necessary. An ad hoc Committee shall report to the Board and shall be dissolved when its report is accepted by the Board.

C. Fiscal Year. The fiscal year shall commence on July 1 and end on June 30 of each year. The Board of Directors shall employ qualified accountants for the purpose of conducting an annual post-audit upon the books and records of the Board of Directors. The regulations appropriated to public school districts shall govern audit procedures.

VIII. AMENDMENTS

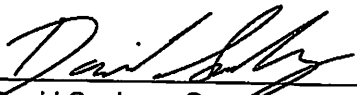
A. Amendments. These Bylaws may be amended by the affirmative vote of a super majority of the Founding Members present at a duly noticed meeting, provided that the substance of the proposed amendments shall have been submitted in writing to each Founding Member at least ten (10) calendar days prior to such vote.



Brianne Ford, President

3/5/21

Date



David Seabury, Secretary

3/5/21

Date

Michelle Bennett

From: Peter Skibitzki <peter.skibitzki@sanjuan.edu>
Sent: Friday, January 13, 2023 10:14 AM
To: Michelle Bennett
Cc: Laura Fry; Jennifer Stahlheber
Subject: [EXTERNAL] RE: Ed Tech JPA Weekly Update 1/13/23

CAUTION: Verify the sender before clicking links or opening attachments.

Michelle

Laura Fry will replace Sue Kane as our Alternate Person on the EdTech JPA for San Juan.

Thanks

Peter



Peter Skibitzki

*Senior Director
Technology Services*

3738 Walnut Avenue
Carmichael, CA 95608

Tel: (916) 971-5735
Fax: (916) 971-7388

E-mail: peter.skibitzki@sanjuan.edu
www.sanjuan.edu



From: Michelle Bennett <MichelleBennett@iusd.org>
Sent: Friday, January 13, 2023 8:29 AM

**Education Technology Joint Powers Authority
RESOLUTION No. 22-23-05**

APPROVAL OF SECURITY AND IT ADMINISTRATION SOLUTIONS RFP PROCESS

WHEREAS, the Education Technology Joint Powers Authority (“Ed Tech JPA”) wishes to enter into Master Contracts with providers for security and IT administration solutions and related services in order to accommodate members’ current and future security and IT administration solution needs; and

WHEREAS, security and IT administration solutions and related services are of a specialized and unique nature; and

WHEREAS, security and IT administration solutions are undergoing rapid and significant changes and members’ demand for these services is increasing; and,

WHEREAS, there has been a proliferation of services and products to reflect these changes; and

WHEREAS, pursuant to Public Contract Code section 20118.2, school districts are allowed to acquire security and IT administration solutions through a Request for Proposal (“RFP”) process that takes into account system capabilities and other factors in addition to cost; and

WHEREAS, pursuant to Government Code sections 6500 and 6502, Joint Powers Authorities are allowed to exercise any power common to the contracting parties; and

WHEREAS, Ed Tech JPA members include school districts; and

WHEREAS, Ed Tech JPA intends to publish an RFP for the acquisition of security and IT administration solutions and related services, with the following evaluation components: (1) Functionality and Usability, (2) Vendor Support and Ability to Perform, (3) Price , and (4) Technology Requirements.

NOW, THEREFORE, THE BOARD OF TRUSTEES OF THE EDUCATION TECHNOLOGY JOINT POWERS AUTHORITY DOES HEREBY RESOLVE, ORDER, AND DETERMINE AS FOLLOWS:

1. Ed Tech JPA’s proposed procurement of security and IT administration solutions and related services qualifies as procurement under Public Contract Code section 20118.2 and is hereby authorized by the Board.
2. The evaluation factors are hereby authorized and approved.
3. The multiple award schedule of the RFP and authorization for the Board President to enter into a Master Contract between Ed Tech JPA and selected providers shall be taken by separate Board action.

ADOPTED, SIGNED AND APPROVED this 26th day of January, 2023.

EDUCATION TECHNOLOGY JOINT POWERS AUTHORITY BOARD OF EDUCATION

By:

Brienne Ford, Board President

Attest:

David Seabury, Secretary

Check Register

ACCOUNT	YEAR	PER	JOURNAL	EFF DATE	POST DATE	SRC	AMOUNT	CHECK NO	WARRANT	VDR NAME/ITEM DESC
580005-820-0000-8200-7200-7110-0-60082-	2023		6	867 12/07/2022	12/08/2022	API	6,553.50	650666	120822OM	FAGEN FRIEDMAN AND FULFROST LLP
580005-820-0000-8200-7200-7110-0-60082-	2023		7	431 01/04/2023	01/05/2023	API	3,799.50	651869	010523OM	FAGEN FRIEDMAN AND FULFROST LLP