

RESOLUTION NO. _____

**RESOLUTION OF THE BOARD OF SUPERVISORS OF MENDOCINO COUNTY,
AUTHORIZING THE POTTER VALLEY COMMUNITY UNIFIED SCHOOL
DISTRICT TO ISSUE AND SELL BONDS ON ITS OWN BEHALF WITHOUT
FURTHER ACTION OF THE BOARD OF SUPERVISORS
OR OFFICERS OF MENDOCINO COUNTY**

WHEREAS, a duly called election was held in the Potter Valley Community Unified School District (the “District”), Mendocino County (the “County”), State of California, on November 3, 2015 (the “Election”) and thereafter canvassed pursuant to law;

WHEREAS, at the Election there was submitted to and approved by the requisite fifty-five percent or more vote of the qualified electors of the District a question as to the issuance and sale of general obligation bonds of the District for the various purposes set forth in the ballot submitted to the voters, in the maximum amount not-to-exceed \$3,100,000, payable from the levy of an *ad valorem* property tax against the taxable property in the District (the “Authorization”);

WHEREAS, at this time this Board of Supervisors of Mendocino County (the “Board”) has received a copy of a signed resolution (the “District Resolution”) adopted by the Board of Trustees of the District (the “District Board”) on February 10, 2016, authorizing the issuance of a first series of bonds under the Authorization in an aggregate principal amount not-to-exceed \$3,100,000 to be styled as “Potter Valley Community Unified School District, Election of 2015 General Obligation Bonds, Series 2016” (the “Bonds”); and

WHEREAS, pursuant to Article 4.5 of Chapter 3 of Part 1 of Division 2 of Title 5 of the California Government Code (the “Act”), the Bonds are authorized to be issued by the District, for the purposes set forth in the ballot submitted to voters at the Election; and

WHEREAS, Section 15140(b) of the California Education Code provides that the board of supervisors of a county may authorize a school district over which the county superintendent of schools has jurisdiction, and which has not received a qualified or negative certification in its most recent interim report, to issue and sell bonds on its own behalf without further action of the board of supervisors or officers of the county; and

WHEREAS, the Mendocino County Superintendent of Schools has jurisdiction over the District, and, accordingly, this Board desires to make such procedures available to the District with regard to the Bonds; and

WHEREAS, the District has not received a qualified or negative certification in its most recent interim report pursuant to Section 42131 of the California Education Code; and

WHEREAS, pursuant to the District Resolution, the District has formally requested to have the Auditor-Controller of the County (the “Auditor-Controller”) levy *ad valorem* taxes in an amount sufficient to pay the principal of and interest on the Bonds when due, and to place on its 2016-17 tax roll, and all subsequent tax rolls, taxes sufficient to fulfill the requirements of the debt service schedule for the Bonds that will be provided to the Auditor-Controller of the County (the “Auditor-

Controller”) and the Treasurer-Tax Collector of the County (the “Treasurer”) by the District following the sale of the Bonds.

NOW, THEREFORE, IT IS HEREBY RESOLVED by the Board of Supervisors of Mendocino County as follows:

Section 1. Recitals. All of the above recitals are true and correct.

Section 2. Authorization of District Issuance and Sale. Pursuant to Section 15140(b) of the Education Code, this Board hereby authorizes the issuance and private negotiated sale of the Bonds by the District on its own behalf, in one or more series of bonds, pursuant to the terms set forth in the District Resolution and as authorized by and in full compliance with all applicable laws, as determined by the District’s bond counsel. This authorization by this Board shall only apply to the Bonds authorized to be issued by the District Resolution.

Section 3. Purpose. The purpose of this action is to permit the District to sell the Bonds in the manner that the District determines is in the District’s best interests and the best interest of its taxpayers, as provided in the District Resolution.

Section 4. District Responsibilities. Pursuant to Section 15140(c) of the California Education Code, the District Board shall provide the District Resolution and the final debt service schedule for the Bonds reflecting the principal amounts and interest rates of the Bonds as determined in the sale of the Bonds to the Auditor-Controller and the Treasurer following the sale of the Bonds, and in no event no later than reasonably requested by such officer, in order to permit the County to establish tax rates and necessary funds or accounts for the bonds.

Section 5. Mendocino County Responsibilities.

(a) The County, including the officers thereof and this Board, assumes no responsibility for any of the proceedings following the adoption of this Resolution which involve or result in the sale of the Bonds.

(b) The County shall levy and collect *ad valorem* property taxes, pay principal and interest on the Bonds, and hold and invest the Bond proceeds and tax funds for the Bonds duly issued and sold by the District pursuant to the authority granted by this Resolution, as otherwise provided by law.

(c) The County, including the officers thereof and this Board, assumes no responsibility for establishing a tax rate for any of the Bonds in any year in which the information required by Section 4 hereof to be delivered to the Treasurer is delivered later than the deadline established by such officer in order to permit compliance with California Government Code Section 29100 *et seq.*

(d) Except as otherwise provided by this Resolution and by law, neither the County, this Board, or any officers, officials or employees of the County shall have any liability hereunder or by reason hereof or in connection with the transactions contemplated hereby and the Bonds shall be payable solely from *ad valorem* property tax proceeds.

Section 6. Delegation to Treasurer-Tax Collector. The Treasurer or her or his designee is hereby authorized and directed to act on behalf of and with the authority of the County to take any official action and to execute and deliver any certificates, receipts, orders, or other documents required or intended to be signed and delivered by the County, which the Treasurer deems necessary or advisable, in connection with the issuance and delivery of the Bonds.

Section 7. Appointment of Paying Agent. The District's appointment of "Zions First National Bank", as paying agent, in the District Resolution is hereby acknowledged.

Section 8. Effective Date. This Resolution shall take effect immediately upon its passage.

The foregoing Resolution introduced by Supervisor _____, seconded by Supervisor _____, and carried this 15th day of March, 2016, by the following vote:

AYES:

NOES:

ABSENT:

WHEREUPON, the Chair declared said Resolution adopted and SO ORDERED.

DAN GJERDE, Chair
Mendocino County Board of Supervisors

ATTEST: CARMEL J. ANGELO
Clerk of the Board

Deputy

I hereby certify that according to the provisions of Government Code Section 25103, delivery of this document has been made.

APPROVED AS TO FORM:
KATHARINE L. ELLIOTT,
Acting County Counsel

BY: CARMEL J. ANGELO
Clerk of the Board

Deputy