

OFFICIAL COPY



CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

BOARD OF TRUSTEES REGULAR MEETING June 15, 2021—5:00 P.M.*

District Office; 7600 Dublin Blvd; Dublin CA
Board Room (3rd Floor)
Location for public participation: ZOOM 1.669.900.6833
Meeting ID: 92300465929
<https://cccconfer.zoom.us/j/92300465929>

**Please take notice that in compliance with the Executive Order N-29-20:
Trustees may participate in this meeting through Teleconferencing/Zoom.
Teleconference/Zoom sites shall not be open to the public.**

Location for Public Participation

In order to protect the public health, and adhere to current directives regarding public gatherings and social distancing, the physical site of the meeting is closed to the public. As authorized by Executive Order N-29-20, public access to the meeting is provided electronically as follows:

To observe or address the meeting:

- The District is providing members of the public the ability to observe and address the meeting by telephone. Please call [1.669.900.6833, Meeting ID 92300465929 and follow the prompts to join the meeting]

Instructions for making Public Comment:

- The Board values public input and seeks to make it as easy as possible, within the limitations created by the need for virtual meetings. The Board also appreciates and agrees with community feedback that hearing from the public – in your own voices and in “real time”—better informs the Board of the community’s perspectives and concerns. Thus, to maximize and facilitate public access, the District is providing members of the public with two ways to address the Board, described below. Each option provides the ability to provide

***Board meeting will immediately adjourn to a Closed Session to end at 6:30 p.m.
If business is not concluded by 7:00 p.m., the Board will reconvene to the
Regular Meeting and recess the Closed Session until the end of the meeting.**

public comment on any matter on the open or closed session agenda, as well as any matter within the Board's jurisdiction.

OPTION 1: SPEAKING DURING THE MEETING

If you wish to provide public comment by speaking during the meeting, please:

- 1) Email the information listed below to: dnascimento@clpccd.org , **no later than 3:00 p.m. on the day of the meeting.**

(NOTE: This step replaces the regular requirement that speakers fill out a comment card at the beginning of the meeting. The comment card process is suspended while we conduct virtual meetings.)

- In the subject line, state: "Request to speak during public meeting [date of meeting]"
 - In the body of the email include:
 - The name that will appear when you are logged into the virtual meeting.
 - The phone number you will be calling in from
 - The agenda item you want to speak on.
 - To comment on a listed item on the agenda, state the agenda item number and title.
 - To comment on a matter on the Board's closed session agenda, state "Public Comment/Closed Session Agenda".
 - To comment on a matter of general concern within the Board's jurisdiction, state: "General Public Comment/Open Session".
 - Please send a separate email for each agenda item you wish to speak on.
- 2) Make sure that you have called into the meeting using the name/phone number provided in your email, so the Board secretary is able to see that you are in the virtual board room and can call on you.
 - 3) When the Recording secretary calls on you, she will unmute your line and let you know it is your turn to speak.
 - 4) Please remember that the Board's regular 3-minute limit on public comment continues to apply.

OPTION 2: SUBMITTING PUBLIC COMMENT IN WRITING

If you wish to submit your public comment in writing, please:

- 1) Submit your written public comments by e-mail, **no later than 3:00 p.m. on the day of the meeting to: dnascimento@clpccd.org**.
- 2) To effectuate Board Policy 2350's limit of three minutes per speaker, limit your written comments per item to 300 words.
- 3) To ensure that your comment is read in connection with the matter you wish to address, send a separate email for each agenda item you wish to speak on, and:
 - To comment on a listed item on the agenda, state the agenda item number and title in the subject line of the e-mail.
 - To comment on a matter on the Board's closed session agenda, state in the subject line: "Public Comment/Closed Session Agenda".
 - To comment on a matter of general concern within the Board's jurisdiction, state in the subject line: "General Public Comment/Open Session".
- 4) Speakers are encouraged, but not required, to state their name in their written comments.

ADDITIONAL INFORMATION ON CONDUCTING VIRTUAL MEETINGS

- All votes taken during the meeting will be by roll call.
- Any individuals with disabilities who needs reasonable accommodation or modification in order to participate remotely may make a request for accommodation by contacting the Recording Secretary Debra Nascimento at dnascimento@clpccd.org or 925.485.5207 at least 48 hours before the meeting.
- Except as described above, the Board's regular rules and procedures for conducting meetings continue to apply, including:
 - Thirty minutes shall be the maximum time allotment for public speakers on any one subject regardless of the number of speakers. (BP 2350)
 - The rules of decorum continue apply (BP 2355)
- To replicate as closely as possible how public participation occurs when we are physically together, the Zoom Chat feature will be disabled during the meeting. Members of the public

wishing to be heard by everyone in attendance at the meeting need to follow one of the public comment options listed above. Trustees will give their full attention to whoever is speaking in the moment. The public is also reminded that trustees value and listen attentively to public comment, but do not respond.

1.0 GENERAL FUNCTIONS—PRESIDENT OF THE BOARD

**1.1 5:00 P.M.—OPEN SESSION-
CALL TO ORDER AND ROLL CALL***

1.2 PUBLIC COMMENTS

Public comment on the closed session agenda submitted by email, through the procedure and by the deadline stated above, will be read aloud by the Recording Secretary.

1.3 ADJOURNMENT

1.4 CLOSED SESSION*-

- a) CONFERENCE WITH LABOR NEGOTIATORS: Chabot-Las Positas Faculty Association and S.E.I.U., LOCAL 1021 Updates (Government Code Section 54957.6)
- b) PUBLIC EMPLOYMENT: CHANCELLOR EVALUATION (Government Code Section 54956.9)

**1.5 6:30 P.M.—OPEN SESSION-
CALL TO ORDER AND ROLL CALL**

1.6 PLEDGE TO FLAG

1.7 ADMINISTRATION OF OATH OF OFFICE- STUDENT TRUSTEES

1.8 PUBLIC COMMENTS

Public comments submitted by email, through the procedure and by the- deadline stated above, will be read aloud by the Recording Secretary.

1.9 APPROVE CONSENT ITEMS (cc)

Consent Calendar items are designated by “cc” and are expected to be routine and non-controversial. They will be acted upon by the Board of Trustees on a single motion without discussion. Any member of the Board or Public may request that an item be removed from this section for later discussion.

- (cc) 1.10 Approval of Minutes of April 27, 2021, Study
Approval of Minutes of May 18, 2021, Regular

- 1.11 **PRESENTATION: PROPOSED TENTATIVE BUDGET- 2021-2022 General Funds, Cafeteria Fund, Capital Outlay Projects Funds, Self-Insurance Fund (RUMBLE), Child Development Fund, Bond Fund and Establishment of September 8, 2021 as the Date for Public Hearing and Adoption of District Budgets**

2.0 REPORTS-FACULTY, CLASSIFIED AND STUDENT SENATES

- 2.1 Presidents of Faculty Senates-Chabot College and Las Positas College
- 2.2 Presidents of Classified Senates-Chabot College, Las Positas College and District
- 2.3 Presidents of Student Senate of Chabot College and Las Positas College Student Government
- 2.4 Constituency Reports: SEIU, Faculty Association

3.0 PERSONNEL

- (cc) 3.1 Classified Personnel
- (cc) 3.2 Management Personnel

4.0 EDUCATIONAL SERVICES

- (cc) 4.1 Approval of Association of American medical Colleges (AAMC) Uniform Clinical Training Affiliation Agreement between North Bay Healthcare and Medical Assisting Program, Chabot College
- (cc) 4.2 Approval of California State University, East Bay Student Placement Agreement for Furnishing Academic Coaching Experience with Chabot-Las Positas Community College District, Chabot College
- (cc) 4.3 Approval of Curriculum Changes, Chabot-Las Positas Community College District, Chabot College
- (cc) 4.4 Approval of the Instructional Service Agreement and Courses between the Livermore-Pleasanton Fire Department and Chabot-Las Positas Community College District, Las Positas College
- (cc) 4.5 Approval of Memorandum of Understanding (MOU) between Sponsors for Educational Opportunities and Chabot-Las Positas Community College District, Chabot College

5.0 BUSINESS SERVICES

- (cc) 5.1 Approval of Commercial Warrant Registers
- (cc) 5.2 Approval of Payroll Warrant Registers
- (cc) 5.3 Approval of Elizabeth Blancas Mural Project, Chabot Las-Positas Community College District, Chabot College
- (cc) 5.4 Acceptance of the Augmentation of the Higher Education Emergency Relief Fund (HEERF) P425E204188 - 20B to Students under the Coronavirus Aid Relief, and Economic Security (CARES) Act between Chabot-Las Positas Community College District, Las Positas College, and the U.S Department of Education
- (cc) 5.5 Acceptance of the Augmentation of the Higher Education Emergency Relief Fund

- (HEERF) P425F203108-20B Action No. 4, Institutional Aid under the Coronavirus Aid Relief, and Economic Security (CARES) Act between the U.S. Department of Education and Chabot- Las Positas Community College District, Chabot College
- (cc) 5.6 Approval of Institutional Portion, P425L200387 - 20B under the Coronavirus Aid Relief, and Economic Security (CARES) Act between Chabot-Las Positas Community College District, Las Positas College, and the U.S Department of Education
- (cc) 5.7 Approval of Institutional Portion, P425F203304 - 20B under the Coronavirus Aid Relief, and Economic Security (CARES) Act between Chabot-Las Positas Community College District, Las Positas College, and the U.S Department of Education
- (cc) 5.8 Approval to Purchase Online Instructional Tools through the Systemwide Technology Access Collaborative (STAC) with the Foundation for California Community Colleges (FCCC) for Chabot College and Las Positas College
- (cc) 5.9 Approval of Piggyback Contract for Chabot College and Las Positas College with Ad Astra Information Systems, L.L.C. for 5-year Subscription to Platinum Analytics (Align/Monitor/Predict) using Agreement No. 21770 between Ad Astra Information Systems, L.L.C. and Sierra Joint Community College
- (cc) 5.10 Approval of Spending Determination of Monies Received from the Education Protection Account
- 5.11 Adoption of the District's 2021-22 Tentative Budget, which includes the budgets for the: General Fund, Cafeteria Fund, Child Development Fund, Economic Development and Contract Education (EDCE) Fund, Self-Insurance (RUMBL) Fund, (Measure A) Bond Fund, Capital Projects Fund, and Special Reserves Fund
- 5.12 Adoption of Resolution No. 09-2021, Appropriations Limit for 2021-22 (GANN Limit)
- 5.13 Adoption of Resolution No. 10-2021, Resolution Authorizing the Issuance of the Chabot-Las Positas Community College District (Alameda and Contra Costa Counties, California) 2021 General Obligation Refunding Bonds
- 5.14 Adoption of Resolution No. 11-2021, a Resolution of the Board of Trustees of the Chabot-Las Positas Community College District, Authorizing the Issuance of Election of 2016 General Obligation Bonds Series B and Actions Related Thereto
- 5.15 Adoption of Resolution No. 12-2021, Requesting the Board of Supervisors of the County of Alameda and County of Contra Costa to Establish Tax Rate for Bonds of Chabot-Las Positas Community College District Expected to Be Sold During Fiscal Year 2021-22, and Authorizing Necessary Actions in Connection Therewith

6.0 FACILITIES PLANNING AND DEVELOPMENT

- (cc) 6.1 Approval to Reject all bids of Informal Bid (IFB) No. B20/21-19 License Plate Recognition System Project for the Las Positas College
- (cc) 6.2 Approval of Award of Bid No. B20/21-14 to Nema Construction for the Dental Hygiene Simulation Equipment Connections Project at Chabot College
- (cc) 6.3 Approval of Award of Contract with Structure Groups for DSA Approved Inspector of Record for B2100 Academic Support and Office Building at Las Positas College
- (cc) 6.4 Approval of Award of Contract with Mencos Inspection for DSA Approved Inspector of Record Services for the Public Safety Complex (PSC) and Advanced Manufacturing

- and Transportation (AMT) Facilities at Las Positas College
- (cc) 6.5 Approval of Measure B & Measure A Bond Program: Bond List Revision
Measure B #AE and Measure A #5 – Non-Substantive
- (cc) 6.6 Approval of Modification to the existing Lease/Leaseback Contract with C. Overaa and Company, Inc., Richmond, CA, for Phase II of said contract for Final Guaranteed Maximum Pricing (GMP) for Construction Services, Site Lease and Facilities Lease for the Public Safety Complex and Automotive, Manufacturing and Transportation Facility at Las Positas College
- (cc) 6.7 Approval of Modification to the existing Lease/Leaseback Contract with Flint Builders, Inc., San Jose, CA, for Phase II of said contract for Final Guaranteed Maximum Pricing (GMP) for Construction Services, Site Lease and Facilities Lease for the Academic Support and Office Building at Las Positas College
- (cc) 6.8 Approval of Modification to Lease Agreement for the property located at 5860 Owens Drive, Pleasanton, between San Ramon Ambulatory Care, LLC and Chabot-Las Positas Community College District
- (cc) 6.9 Approval of Professional Services Agreement Extension with Swinerton Management & Consulting for Construction Management Support Services at Chabot College
- 6.10 Adoption of Resolution No. 13-2021, Authorization to Submit the Five-Year Construction Plan (2023-2027) to the California Community Colleges Chancellor's Office and Request for State Funds for Capital Outlay Projects

7.0 ECONOMIC DEVELOPMENT

- (cc) 7.1 Approval of Interagency Agreement-Contra Costa County Employment and Human Services, District-Economic Development

8.0 INFORMATION AND DISCUSSION ITEMS (No Action)

- 8.1 Informational Personnel Report
- 8.2 First Reading of New, Reviewed, or Revised Administrative Procedures
- AP 5130 Financial Aid
 - AP 5203 Lactation Accommodation
 - AP 5400 Associated Students
 - AP 5420 Associated Students Finance
- 8.3 First Reading of New, Reviewed, or Revised Board Policies
- BP 5130 Financial Aid
 - BP 5400 Associated Students
 - BP 5410 Associated Students Elections
 - BP 5420 Associated Students Finance
 - BP 5430 Co-Curricular Activities

9.0 OTHER ACTION

- 9.1 Second Reading of New, Reviewed, or Revised Board Policies
 - BP 5012 International Students
 - BP 5055 Enrollment Priorities
- 9.2 Approval of Mission, Vision, and Values Statements – Chabot College
- 9.3 Approval of Mission, Vision, and Values Statements – Las Positas College
- 9.4 Adoption of Resolution No. 14-2021, Affirming Chabot- Las Positas Community College Districts commitment to Diversity, Equity and Inclusion

10.0 REPORTS- SENIOR LEADERSHIP AND TRUSTEES

- 10.1 President of Chabot College and Las Positas College
- 10.2 Chancellor
- 10.3 Recognitions
- 10.4 Trustee Reports and/or Official Communications

11.0 ADJOURNMENT**12.0 NEXT MEETING OF THE BOARD OF TRUSTEES**

July 20, 2021, 5:30 p.m., Regular, District

Any person with a disability may request this agenda be made available in an appropriate alternative format. A request for a disability-related modification or accommodation may be made by a person with a disability who requires a modification or accommodation in order to participate in the public meeting to the Chancellor's Office, 7600 Dublin Blvd., 3rd Floor, Dublin, CA 925-485-5207, between 8:00 a.m. and 5:00 p.m. at least 48 hours before the meeting.

District Mission Statement

“The Chabot-Las Positas Community College District (CLPCCD) offers innovative educational opportunity and support services to prepare students to succeed in a diverse global society by challenging them to think critically, to engage socially, and to acquire workplace knowledge and educational skills.”

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

June 15, 2021

Agenda Item: 3.1

Subject: Classified Personnel

Recommended Action: That the Board of Trustees approves the following Classified Personnel.

I. ASSIGNED TO CHABOT COLLEGE

A. Employment

Gomez, Selina (nmi), Admissions & Records Assistant II (2CAR48), 100%, 12 months/year, Range/Step 30/1, \$48,350.00/annual, effective 6/21/2021. This position is grant/categorically funded and therefore subject to continue renewal.

Lomas, Jasmine L., Administrative Assistant, Health, Athletics and Kinesiology (2CPE13), 100%, 12 months/year, Range/Step 33/1, \$51,952.00/annual, effective 6/21/2021.

Reinsel, Cassondra J.L., Curriculum & Scheduling Specialist (2CIN13), 100%, 12 months/year, Range/Step 37/1, \$57,447.00/annual, effective 6/23/2021. This position is grant/categorically funded and therefore subject to continue renewal.

II. ASSIGNED TO LAS POSITAS COLLEGE

A. Employment

Raybon, Lashawn P., Senior Administrative Assistant, Enrollment Services (3CAR26), 100%, 12 months/year, Range/Step 39/1, \$60,361.00/annual, effective 6/16/2021.

B. Promotion (Open Competitive Process)

Alvarez, Miguel A., Assessment Specialist (3CCG14), 100%, 12 months/year, Range/Step 39/5, \$73,655.00/annual, effective 6/21/2021.

Submitted: Wyman M. Fong/Date

Approved: Ronald P. Gerhard/Date

☒ APPROVED

☐ DISAPPROVED

☐ TABLED

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

June 15, 2021

Agenda Item: 3.2

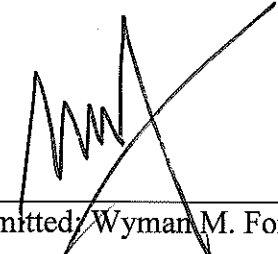
Subject: Management Personnel

Recommended Action: That the Board of Trustees approves the following Management Personnel.

I. ASSIGNED TO DISTRICT OFFICE

A. Contract of Employment – June 28, 2021 - June 30, 2022

Lindo, Alcian K., Program Manager, Tri-Valley Career Center (1ADE11), Range/Step 14/4, \$103,045.00/annual. This position is grant and/or revenue-generation requirement funded and therefore subject to continued funding.


Submitted: Wyman M. Fong/Date

6/9/21


Approved: Ronald P. Gerhard/Date

6/9/21

☒ APPROVED

☐ DISAPPROVED

☐ TABLED

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

June 15, 2021

Agenda Item: 4.1

Subject: Approval of Association of American Medical Colleges (AAMC) Uniform Clinical Training Affiliation Agreement between North Bay Healthcare and Medical Assisting Program at Chabot College

Background: This clinical affiliation agreement provides identified clinical learning experience for the students in the Medical Assisting Program at Chabot College. As part of the medical assisting standards through Commission on Accreditation of Allied Health Education Programs (CAAHEP) and the Medical Assisting Education Review Board (MAERB), medical assisting students are required to complete an “unpaid, supervised practicum...in an ambulatory healthcare setting, demonstrating the knowledge skills, and behaviors of the MAERB Core Curriculum in performing clinical and administrative duties, [and] must be completed prior to graduation”. (2015 Standards and Guidelines for the Accreditation of Educational Programs in Medical Assisting). The attached practicum evaluation form will be used by the site as a training guide and evaluation tool.

North Bay Healthcare agrees to designate Chabot-Las Positas Community College District (including its employees and agents) as an “other school official” under FERPA and/or the California Education Code, who has a “legitimate educational interest” in using and accessing such Educational Records.

Recommended Action: That the Board of Trustees approves the proposed Association of American Medical Colleges (AAMC) Uniform Clinical Training Affiliation Agreement between North Bay Healthcare and Medical Assisting Program at Chabot College. It is further recommended that the Board authorize the Vice Chancellor, Business Services, to execute the agreement on behalf of the District.

 6/8/21
Submitted: Jonah R. Nicholas/Date

 6/9/21
Approved: Ronald P. Gerhard/Date

☒ APPROVED ☐ DISAPPROVED ☐ TABLED

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

June 15, 2021


Agenda Item: 4.2

Subject: Approval of California State University, East Bay Student Placement Agreement for Furnishing Academic Coaching Experience with Chabot-Las Positas Community College District, Chabot College

Background: The CARES Mental Health team at Chabot College provides the following services to students: Crisis counseling, individual short-term therapy and group counseling. We are expanding our mental health team to include interns for the 2021-2022 academic year.

We have identified interns from California State University, East Bay's Marriage and Family therapist program. To be able to have the interns be part of the CARES mental health program, the Student Placement Agreement for Furnishing Academic Coaching Experience needs to be executed which states that our two colleges will work together to support the learning and supervision of the interns. Interns will be supervised by licensed counseling faculty employed at Chabot College. Interns will be hired as volunteers and will be subject to the same rules and requirements as the Chabot College CARES mental health team.

Recommended Action: That the Board of Trustees approves the proposed California State University, East Bay's Student Placement Agreement for Furnishing Academic Coaching Experience with Chabot-Las Positas Community College District, Chabot College. It is further recommended that the Board authorize the Vice Chancellor, Business Services, to execute the agreement on behalf of the District.

 6/8/21
Submitted: Jonah R. Nicholas/Date

 6/9/21
Approved: Ronald P. Gerhard/Date

☒ APPROVED ☐ DISAPPROVED ☐ TABLED

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

June 15, 2021

Agenda Item: 4.3


Subject: Approval of Curriculum Changes, Chabot-Las Positas Community College District, Chabot College


Background: The following recommended curriculum changes were proposed and approved Spring 2021 by the Chabot College Curriculum Committee, effective Fall 2022.

Revised Certificates	4
New Credit Course	1
New Noncredit Course	16
Credit Course Revisions	24
Course Deactivations	14
Total	59

The Chabot Curriculum Committee has approved course and program edits as part of a continued effort to clean-up and update Chabot's curriculum to meet the needs of students and demands of constantly changing industries. The Committee approved edits and new curriculum to better suit the academic, personal, and professional goals of students.

Recommended Action: That the Board of Trustees approves the new and revised courses and programs proposed by Chabot College, approved Spring 2021, effective Fall 2022.

 6/8/21
Submitted: Jonah R. Nicholas/Date

 6/9/21
Approved: Ronald P. Gerhard/Date

☒ APPROVED

☐ DISAPPROVED

☐ TABLED

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

June 15, 2021

Agenda Item: 4.4


Subject: Approval of the Instructional Service Agreement and Courses between the Livermore-Pleasanton Fire Department and Chabot-Las Positas Community College District, Las Positas College

Background: Chabot-Las Positas Community College District, Las Positas College in partnership with the Livermore-Pleasanton Fire Department (LPFD), through a new instructional service agreement, will be offering accredited courses from the Fire Technology Program. The program is a vital resource of educational experience for fire-fighting professionals in Alameda County to help enhance and professionalize the profession. The Agreement outlines the roles of the Chabot-Las Positas Community College District, Las Positas College and the Livermore-Pleasanton Fire Department. For example, during the effective time period, LPFD students will enroll as Chabot-Las Positas Community College District, Las Positas College students in one of the approved courses, while the district/college ensures the LPFD identifies instructors who will meet state faculty minimum qualifications and oversee instruction in accordance with Title 5.

In accordance with the Instructional Service Agreement, the instructors are non-compensated at-will employees as outlined in the contract and in Appendix C. The only compensation or apportionment paid to LPFD will be the agreed upon dollar amount for those enrolled students enrolled in an approved course. LPFD will provide the necessary facilities, support staff, student recruitment, supervision as outlined in Appendix B, instruction, ensure the safety and well-being of students, pay for the enrollment fees of students enrolled in courses under this Agreement, and maintain student and evaluation records.

The Agreement is effective June 15, 2021 through June 14, 2024.

Recommended Action: That the Board of Trustees approves the proposed Instructional Service Agreement and Courses between the Livermore-Pleasanton Fire Department and Chabot-Las Positas Community College District, Las Positas College. It is further recommended that the Board authorize the Vice Chancellor, Business Services, to execute the agreement on behalf of the District.

 6/8/21
Submitted: Jonah R. Nicholas/Date

 6/8/21
Approved: Ronald P. Gerhard/Date

☒ APPROVED ☐ DISAPPROVED ☐ TABLED

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

June 15, 2021

Agenda Item: 4.5

Subject: Approval of Memorandum of Understanding (MOU) between Sponsors for Educational Opportunities and Chabot-Las Positas Community College District, Chabot College

Background: Chabot College and Sponsors for Educational Opportunities wishes to offer Chabot College courses online for the summer 2021 fall 2021, and spring 2022 terms. These college level credit courses will be hosted online, as well as open to all current Chabot students. This agreement will improve students participating in Seizing Every Opportunity's connection with higher education and increase opportunities for high school students participating in Seizing Every Opportunity to attend college, including joining pathway cohorts that are currently in place or being developed at Chabot College.

Recommended Action: That the Board of Trustees approves the proposed Memorandum of Understanding (MOU) between Sponsors for Educational Opportunities and Chabot-Las Positas Community College District, Chabot College. It is further recommended that the Board authorize the Vice Chancellor, Business Services, to execute the MOU on behalf of the district.

 6/8/21
Submitted: Jonah R. Nicholas/Date

 6/8/21
Approved: Ronald P. Gerhard/Date

☒ APPROVED ☐ DISAPPROVED ☐ TABLED

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

June 15, 2021

Agenda Item: 5.1

Subject: Approval of Commercial Warrant Registers

Recommended Action: That the Board of Trustees approves the following Commercial Warrant Registers as indicated.

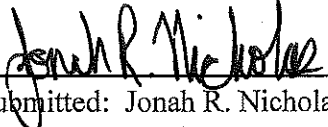
<u>Date</u>	<u>Warrant Numbers</u>	<u>Amount</u>
5/6/2021	10072338 - 10072445 Commercial Warrants	\$ 1,094,753.00
	10072446 - 10072483 Commercial Warrants	2,650,571.05
	10072484 - 10072487 Commercial Warrants	393,722.15
	10072488 - 10072497 Commercial Warrants	78,420.32
	10072498 Commercial Warrants	24,000.00
	8627 - 8656 ACH Payments	846,865.16
5/13/2021	10072499 - 10072590 Commercial Warrants	428,106.78
	10072591 - 10072628 Commercial Warrants	1,479,387.45
	10072629 - 10072686 Commercial Warrants	19,450.90
	10072687 - 10072706 Commercial Warrants	163,387.82
	10072707 - 10072708 Commercial Warrants	13,050.00
	8657 - 8970 ACH Payments	605,276.25
5/20/2021	10072709 - 10072796 Commercial Warrants	329,186.87
	10072797 - 10072835 Commercial Warrants	1,613,131.27
	10072836 Commercial Warrants	95,831.10


Agenda Item: 5.1

June 15, 2021

Page 2

<u>Date</u>	<u>Warrant Numbers</u>	<u>Amount</u>
5/20/2021	10072837 - 10072854 Commercial Warrants	\$ 631,916.48
	10069154, 10070090, 1007100 Cancelled Warrants	(3,397.25)
	8971 - 8989 ACH Payments	629,359.67
5/27/2021	10072855 - 10073269 Commercial Warrants	1,769,539.07
	10073270 Commercial Warrants	1,105.00
	10073271 - 10073289 Commercial Warrants	445,171.96
	10073290 - 10073295 Commercial Warrants	204,140.69
	10073296 - 10073327 Commercial Warrants	1,515,219.42
	10072522, 10072760 Cancelled Warrant	(46,961.31)
	8990 - 9001 ACH Payments	174,466.00
	TOTAL	<u>\$ 15,155,699.85</u>

 6/8/21
Submitted: Jonah R. Nicholas/ Date

 6/8/21
Approved: Ronald P. Gerhard / Date

☒ APPROVED ☐ DISAPPROVED ☐ TABLED

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

June 15, 2021

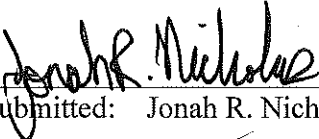
Agenda Item: 5.2


Subject: Approval of Payroll Warrant Registers

Recommended Action: That the Board of Trustees approves the following Payroll Warrant Register as indicated:

Regular Monthly Payroll:

May Payroll Warrant Total = \$5,809,153.75

 6/8/21
Submitted: Jonah R. Nicholas / Date

 6/8/21
Approved: Ronald P. Gerhard / Date

☒ APPROVED ☐ DISAPPROVED ☐ TABLED

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

June 15, 2021


Agenda Item: 5.3

Subject: Approval of Elizabeth Blancas Mural Project, Chabot Las-Positas Community College District, Chabot College

Background: As an expression of its mission and core values, Chabot College is pleased to propose an Elizabeth Blancas mural project for the south facing exterior wall of the building 700, Student Services. The project was initiated through a proposal to Chabot's Student Government from the Stay Woke Collective, a student club organized by Professor Kay Fischer. In Fall 2019, Student Government dedicated \$7,800 for the project with a commitment from the President's Office to provide \$2,200 for a total allocation of \$10,000.

Recommended Action: That the Board of Trustees approve the proposed Elizabeth Blancos Mural Project, Chabot-Las Positas Community College District, Chabot College with an allocation of \$10,000. It is further recommended that the Board authorize the Vice Chancellor of Business Services to approve this allocation on behalf of the District.

Funding Source: Ethnic Studies Co-Curricular and President's Office Funds, Account No. 952081

 6/8/21
Submitted: Jonah R. Nicholas /Date

 6/8/21
Approved: Ronald P. Gerhard /Date

☒ APPROVED ☐ DISAPPROVED ☐ TABLED

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

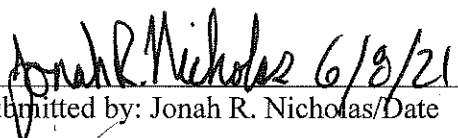
June 15, 2021

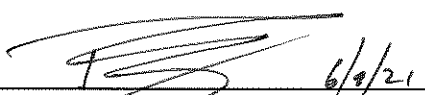
Agenda Item: 5.4

Subject: Acceptance of the Augmentation of the Higher Education Emergency Relief Fund (HEERF) P425E204188 - 20B to Students under the Coronavirus Aid Relief, and Economic Security (CARES) Act between Chabot-Las Positas Community College District, Las Positas College, and the U.S Department of Education

Background: Las Positas College has received its third allocation with increased funding from the emergency Financial Aid Grant to Students under the federal CARES Act as part of the American Rescue Plan Act of 2021. This is for budget the period of 05/12/2020 - 05/11/2022 and the federal funding period of 05/12/2020 - 05/11/2022. The authorized funding for the current award amount is \$5,348,521.00, the previous cumulative amounts is \$2,875,492.00 and the total new cumulative amount is \$8,224,013.00. This money will be used to support students via financial assistance.

Recommended Action: That the Board of Trustees approves the augmentation of CARES Act Emergency Relief Funding - Institutional between Chabot-Las Positas Community College District, Las Positas College, and the U.S Department of Education in the amount of \$5,348,521.00. It is further recommended that the Board authorize the Vice Chancellor, Business Services, to execute this grant on behalf of the District.

 6/8/21
Submitted by: Jonah R. Nicholas/Date

 6/8/21
Approved: Ronald P. Gerhard/Date

☒ APPROVED ☐ DISAPPROVED ☐ TABLED

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

June 15, 2021

Agenda Item: 5.5

Subject: Acceptance of the Augmentation of the Higher Education Emergency Relief Fund (HEERF) P425F203108-20B Action No. 4, Institutional Aid under the Coronavirus Aid Relief, and Economic Security (CARES) Act between the U.S. Department of Education and Chabot – Las Positas Community College District, Chabot College

Background: Chabot College has received a third allocation with increased funding from the Higher Education Emergency Relief Fund under the federal CARES Act as part of the American Rescue Plan Act of 2021. This is for budget period of 05/14/2020 - 05/13/2022 and federal funding period of 05/14/2020 - 05/13/2022. The authorized funding for the current award amount is \$7,990,510.00, the previous cumulative amount is \$9,409,398.00 and the new cumulative amount is \$17,399,908.00. Chabot College may use this funding to defray expenses incurred by the college, including lost revenue, reimbursement for expenses already incurred, technology costs associated with a transition to distance education, faculty and staff trainings, and payroll. The college also may use this award for grants to students for any component of the student's cost of attendance, including food, housing, course materials, technology, health care, and child care. Expenses must have been first incurred on or after March 13, 2020, the date of the Proclamation of National Emergency.

Recommended Action: That the Board of Trustees approves the Augmentation of CARES Act Emergency Relief Funding - Institutional between Chabot-Las Positas Community College District, Chabot College, and the U.S Department of Education in the amount of \$7,990,510. It is further recommended that the Board authorize the Vice Chancellor, Business Services, to execute this grant on behalf of the District.

 6/8/21
Submitted by: Jonah R. Nicholas/Date

 6/9/21
Approved: Ronald P. Gerhard/Date

☒ APPROVED ☐ DISAPPROVED ☐ TABLED

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

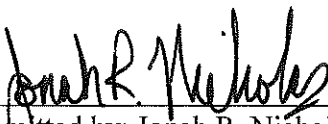
June 15, 2021

Agenda Item: 5.6

Subject: Approval of Institutional Portion, P425L200387 - 20B under the Coronavirus Aid Relief, and Economic Security (CARES) Act between Chabot-Las Positas Community College District, Las Positas College, and the U.S Department of Education.

Background: The Institutional Portion under the CARES Act has been made available by the federal government to help support institutions through the COVID-19 pandemic. This is for the budget period between 06/10/2020 - 06/09/2021 and the federal funding period of 06/10/2020 - 06/09/2021. The current award amount is \$369,214.00, the previous cumulative amount is \$209,028.00 and the new cumulative amount is \$578,242.00 This money will be used to support the institution as we move toward a safe reopening.

Recommended Action: That the Board of Trustees approve the increase to the Institutional Portion, P425L200387 - 20B under the CARES Act between Chabot-Las Positas Community College District, Las Positas College, and the U.S Department of Education in the amount of \$369,214.00. It is further recommended that the Board authorize the Vice Chancellor, Business Services, to execute this grant on behalf of the District.

 6/8/21
Submitted by: Jonah R. Nicholas/Date

 6/8/21
Approved: Ronald P. Gerhard/Date

☒ APPROVED ☐ DISAPPROVED ☐ TABLED

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

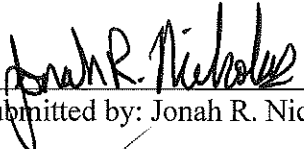
June 15, 2021


Agenda Item: 5.7

Subject: Approval of Institutional Portion, P425F203304 - 20B under the Coronavirus Aid Relief, and Economic Security (CARES) Act between Chabot-Las Positas Community College District, Las Positas College, and the U.S Department of Education

Background: The Institutional Portion, under the CARES Act, has been made available by the federal government to help support institutions through the COVID-19 pandemic. This is for the budget period of 05/20/2020 - 05/19/2022 and the federal funding period of 05/20/2020 - 05/19/2022. The current award amount is \$5,222,556.00, the previous cumulative amount is \$5,984,874.00 and the new cumulative amount is \$11,207,430.00. This money will be used to support the institution as we move toward a safe reopening.

Recommended Action: That the Board of Trustees approve the increase to the Institutional Portion, P425F203304 - 20B under the CARES Act between Chabot-Las Positas Community College District, Las Positas College, and the U.S Department of Education in the amount of \$5,222,556.00. It is further recommended that the Board authorize the Vice Chancellor, Business Services, to execute this grant on behalf of the District.

 6/8/21
Submitted by: Jonah R. Nicholas/Date

 6/8/21
Approved: Ronald P. Gerhard/Date

☒ APPROVED

☐ DISAPPROVED

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CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

June 15, 2021

Agenda Item: 5.8

Subject: Approval to Purchase Online Instructional Tools through the Systemwide Technology Access Collaborative (STAC) with the Foundation for California Community Colleges (FCCC) for Chabot College and Las Positas College

Background: The California Community Colleges Chancellor's Office (Chancellor's Office), in an effort to expand support for the community colleges during the COVID-19 pandemic, has collaborated with the California Virtual Campus - Online Education Initiative (CVC) and the Foundation for California Colleges' CollegeBuys program to centralize access and procurement of online education tools at a time when most of our instructional and student support services are delivered virtually. With this intent, the CCC Systemwide Technology Access Collaborative (STAC) was created, informed by CVC expertise in the community college digital environment, and CollegeBuys experience in securing special contract pricing for our system. The purpose of STAC is to leverage greater economies of scale that lead to expanded cost savings by centrally coordinating procurements of online education tools.

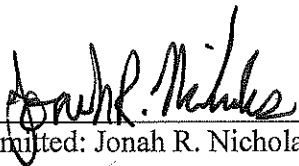
Services purchased through STAC by the District will be active July 1, 2021–June 30, 2022, for a total cost of \$176,690.


Chabot College		Las Positas College	
Blackboard Ally	14,640	Blackboard Ally	10,394
Esri	2,500	Esri	2,500
Labster	14,000	NetTutor	6,900
Proctorio	28,000	Proctorio	28,000
Pronto	14,640	Pronto	10,393
Turnitin (Similarity)	24,400	Turnitin (Similarity)	17,323
Turnitin Annual	1,500	Turnitin Annual	1,500
Total	99,680	Total	66,616

Recommended Action: That the Board of Trustees approve the purchase of online instructional tools and services from July 1, 2021 – June 30, 2022, through the Systemwide Technology Access Collaborative (STAC) with the Foundation for California Community Colleges (FCCC) or Chabot College and Las Positas College, not to exceed \$176,690. It is further recommended that the Board authorize the Vice Chancellor, Business Services to execute the purchase on behalf of the District.

Funding Source: COVID-19 Block Grant-State Portion

Agenda Item: 5.8
June 15, 2021
Page 2

 6/8/21
Submitted: Jonah R. Nicholas/Date

 6/9/21
Approved: Ronald P. Gerhard/Date

☒ APPROVED ☐ DISAPPROVED ☐ TABLED

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

June 15, 2021

Agenda Item: 5.9

Subject: Approval of Piggyback Contract for Chabot College and Las Positas College with Ad Astra Information Systems, L.L.C. for 5-year Subscription to Platinum Analytics (Align/Monitor/Predict) using Agreement No. 21770 between Ad Astra Information Systems, L.L.C. and Sierra Joint Community College

Background: To prepare for the eventual transition to the Student Centered Funding Formula (SCFF), in February 2019 the Funding Formula Committee (FFC) formed a subcommittee to create an application and rubric. The application's purpose was to solicit high impact initiatives, proposals and processes that are fiscally responsible and lead to increased funding based on any of the State's three funding formula components: base allocation, supplemental allocation, and student success allocation.

The Strategic Enrollment Management Scheduling Tool was one of three projects funded from the second round of SCFF project applications. In the first year, a cross-functional, cross-District team conducted a needs assessment and review of available products supporting the following goals: increase the average number of units taken by students by alleviating schedule "choke points", minimize course overlap through an analysis of heat maps, and utilize predictive analytic and pathway data to build a schedule that maximizes enrollment and completion goals.

The review team recommended Ad Astra's Align/Predict/Monitor product to the District Technology Coordinating Committee. The tool was scored high for its ability to schedule for guided pathways, ability to report and recommend course offerings based on enrollment trends and pathway data, and tactical and strategic features. The Technology Coordinating Committee endorsed the recommendation.

To make this purchase, the piggyback contracting method has been selected. Public Contract Code Section 20652 authorizes the use of this method when it is in the best interest of the District.

This 5-year contract includes an annual \$115,000 subscription fee and a one-time of \$25,000 implementation fee, with a total of \$140,000 due upon contract execution.

Quantity	Products (applications) Included	Annual Subscription Cost
1	One-Time Implementation Fee	\$25,000.00
1	Subscription - Platinum Analytics (Align/Monitor/Predict)	\$115,000.00
	One-Time Fee Total	\$25,000.00
	Total due at contract execution	\$140,000.00


Agenda Item: 5.9

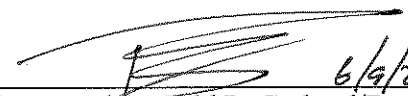
June 15, 2021

Page 2

Recommended Action: That the Board of Trustees approve the piggyback contract for Chabot College and Las Positas College with Ad Astra Information Systems, L.L.C. for 5-year subscription to Platinum Analytics (Align/Monitor/Predict) using Agreement No. 21770 between Ad Astra Information Systems, L.L.C. and Sierra Joint Community College, not to exceed \$140,000 upon contract execution and \$115,000 annually for the following 4 years. It is further recommended that the Board authorize the Vice Chancellor, Business Services to make this purchase on behalf of the District.

Funding Source: COVID-19 Block Grant-State Portion

 6/8/21
Submitted: Jonah R. Nicholas/Date

 6/9/21
Approved: Ronald P. Gerhard/Date

☒ APPROVED ☐ DISAPPROVED ☐ TABLED

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

June 15, 2021

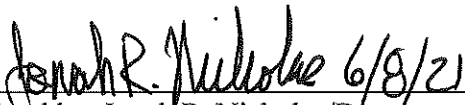
Agenda Item: 5.10

Subject: Approval of Spending Determination of Monies Received from the Education Protection Account

Background: The Education Protection Account (EPA) was established as a result of passage of The Schools and Local Public Safety Act (the Act) of 2012 (Proposition 30) in November 2012. A community college district has the sole authority to determine how the monies received from the Education Protection Account are spent provided that the Board of Trustees approves the spending determination in an open session of a public meeting. The district shall not use any of the funds from the Education Protection Account for salaries or benefits of administrators or any other administrative costs. In addition, the Act requires that a) the district publish on its Internet web site an accounting of how much money was received from the EPA and how that money was spent, and b) the annual independent financial and compliance audit shall verify whether the funds provided from the Education Protection Account have been properly disbursed and expended as required.

The District has identified \$58,038,237 of eligible expenditures through April 2021 to be expended against an estimated annual EPA allocation of \$8,899,071. This puts the District fully in compliance with the Act.

Recommended Action: That the Board of Trustees approve the Spending Determination of Monies received from the Education Protection Account (EPA) to be spent solely in accordance with EPA regulations. It is further recommended that the Board authorize the Vice Chancellor, Business Services, to direct district administration to ensure that the other required actions by the district be fulfilled.


Submitted by: Jonah R. Nicholas/Date


Approved: Ronald P. Gerhard/Date

☒ APPROVED

☐ DISAPPROVED

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CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

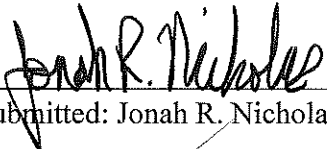
June 15, 2021

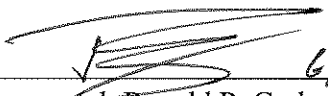
Agenda Item: 5.11

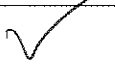
Subject: Adoption of the District's 2021-22 Tentative Budget, which includes the budgets for the: General Fund, Cafeteria Fund, Child Development Fund, Economic Development and Contract Education (EDCE) Fund, Self-Insurance (RUMBL) Fund, (Measure A) Bond Fund, Capital Projects Fund, and Special Reserves Fund

Background: The California Code of Regulations, Title 5, Section 58305 requires that on or before the first day of July each year, each District shall adopt a tentative budget and forward an information copy to the appropriate county officer, and, indicate the date, time, and location at which the Board of Trustees will hold the public hearing (for the Adopted Budget) pursuant to Title 5, Section 58301.

Recommended Action: That the Board of Trustees adopt the District's 2021-22 Tentative Budget, which includes the budgets for the: General Fund, Cafeteria Fund, Child Development Fund, Economic Development and Contract Education (EDCE) Fund, Self-Insurance (RUMBL) Fund, (Measure A) Bond Fund, Capital Projects Fund, and Special Reserves Fund.

 6/8/21
Submitted: Jonah R. Nicholas/Date

 6/8/21
Approved: Ronald P. Gerhard/Date

 APPROVED DISAPPROVED TABLED

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

June 15, 2021


Agenda Item: 5.12

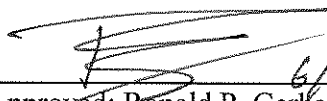
Subject: Adoption of Resolution No. 09-2021, Appropriations Limit for 2021-22 (GANN Limit)

Background: Pursuant to Article XIII-B of the Constitution and Chapter 1205, Statutes of 1980, all community college districts are required to compute an annual appropriations limit.

Government Code Section 7908(c) requires each community college district to report to the Chancellor of the California Community Colleges at least annually its appropriation limit, appropriations subject to limit, the amount of state aid appropriations and subventions included with the proceeds of taxes of the district, and amounts excluded from the appropriations subject to limit.

Recommended Action: That the Board of Trustees adopt Resolution No.09-2021 Appropriations Limit for 2021-22 in the amount of \$149,089,492 with a budget appropriation of \$104,884,379 subject to that limit.

 6/8/21
Submitted by: Jonah R. Nicholas/Date

 6/8/21
Approved: Ronald P. Gerhard/Date

☒ APPROVED

☐ DISAPPROVED

☐ TABLED

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

RESOLUTION NO. 09-2021

**ESTABLISHMENT OF THE GANN APPROPRIATIONS LIMIT
FOR FISCAL YEAR 2021-22**

WHEREAS, the California Legislature enacted Senate Bill 1352 in August 1980, with an effective date of January 1981, to implement Proposition 4, a Constitutional amendment establishing appropriation limits for state and local government units;

BE IT RESOLVED that the Governing Board of Chabot-Las Positas Community College District hereby adopts a revised appropriations limit for 2021-22 of \$149,089,492 and estimates that the budget appropriations subject to that limit are \$104,884,379

Jonah Nicholas

Vice Chancellor, Business Services

Signature: _____

PASSED AND ADOPTED by a roll call vote this 15 day of June, 2021, by the Governing Board of Chabot-Las Positas Community College District of Alameda County, State of California.

AYES: Gin, Heredia, Maduli, Randolph, Reynoso, Sbranti

NOES:

ABSENT: Granger

ABSTENTIONS:

I, Secretary of the Governing Board of Chabot-Las Positas Community College District of Alameda County, State of California, certify that the foregoing is a full, true and correct copy of a resolution adopted by the said Board at a regular meeting thereof held at a regular public place of meeting and the resolution is on file in the office of said Board.

Date

6/15/21

Secretary of the Board of Trustees of the Chabot-Las
Positas Community College District County of
Alameda, State of California

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

June 15, 2021

Agenda Item: 5.13

Subject: Adoption of Resolution No. 10-2021, Resolution Authorizing the Issuance of the Chabot-Las Positas Community College District (Alameda and Contra Costa Counties, California) 2021 General Obligation Refunding Bonds

Background: On March 2, 2004, the voters of the Chabot Las-Positas Community College District (the "District") approved the issuance of not-to-exceed \$498,000,000 of general obligation bonds ("Measure B"). Pursuant to Measure B, the District previously issued \$229,159,709.55 of its General Obligation Bonds, Election of 2004, Series 2006B (the "Series 2006B Bonds") and \$168,838,667.35 General Obligation Refunding Bonds, Election of 2004, Series 2006C (the "Series 2006C Bonds").

On March 19, 2013, the District issued \$289,105,000 of its 2013 General Obligation Refunding Bonds (2016 Crossover Refunding) (the "Prior Bonds") to refund a portion of the then-outstanding Series 2006B Bonds and Series 2006C Bonds. The District now desires to advance refund a portion of the outstanding Prior Bonds (so refinanced, the "Refunded Bonds"), thereby generating savings for District taxpayers, through the issuance of general obligation refunding bonds (the "Refunding Bonds") pursuant to Government Code Section 53550 *et seq.*

All benefits from the refunding will be delivered to the property owners in the District. The final maturity of the Refunding Bonds will not be later than the final maturity date of the Refunded Bonds (August 1, 2032).

(a) Bond Resolution. This Resolution authorizes the issuance of the Refunding Bonds, in one or more series of federally tax-exempt bonds. The Resolution authorizes the issuance of the Refunding Bonds, specifies the basic terms, parameters and forms of the Refunding Bonds, and approves the forms of the Purchase Contract, Continuing Disclosure Certificate, Escrow Agreement and Preliminary Official Statement described below. In particular, Section 1 of the Resolution establishes the maximum aggregate principal amount of the Refunding Bonds to be issued (\$275,000,000). Section 4 of the Resolution states the maximum underwriting discount (0.40%) with respect to the Refunding Bonds and authorizes the Refunding Bonds to be sold at a negotiated sale to the firms identified as underwriters in the Preliminary Official Statement (the "Underwriters"). The Resolution authorizes the issuance of current interest bonds only; capital appreciation bonds are not authorized.

(b) Form of Purchase Contract. Pursuant to the Purchase Contract, the Underwriters will agree to buy the Refunding Bonds from the District. All of the conditions of closing the transaction are set forth in this document, including the documentation to be provided at the closing by various parties. Upon the pricing of the Refunding Bonds, the final execution copy of the Purchase Contract will be prepared following this form.

(c) Form of Preliminary Official Statement. The Preliminary Official Statement ("POS") is the offering document describing the Refunding Bonds which may be distributed to prospective purchasers of the Refunding Bonds. The POS discloses information with respect to, among other things, (i) the proposed uses of proceeds of the Refunding Bonds, (ii) the terms of the Refunding Bonds (interest rate, redemption terms, etc.), (iii) the bond insurance policy for the Refunding Bonds, if any, (iv) the security for repayment of the Refunding Bonds (the tax levy), (v) information with respect to the District's tax base (upon which such *ad valorem* property taxes may be levied), (vi) District financial and operating data, (vii) continuing disclosure with respect to the Refunding Bonds and the District, and (viii) absence of litigation and other miscellaneous matters expected to be of interest to prospective purchasers of the Refunding Bonds. Following the pricing of the Refunding Bonds, a final Official Statement for the Refunding Bonds will be prepared, substantially in the form of the POS.

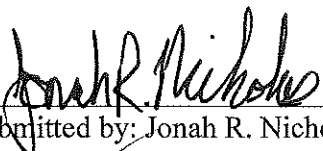
(d) Form of the Continuing Disclosure Certificate. The form of the Continuing Disclosure Certificate can be found in APPENDIX C to the POS. Effective July 3, 1995, all underwriters of municipal bonds are obligated to procure from a bond issuer a covenant that such bond issuer will annually file material financial information and operating data with respect to the issuer, as well as notices of the occurrence of certain enumerated events, through the web-based Electronic Municipal Market Access ("EMMA") system maintained by the Municipal Securities Rulemaking Board (which is the federal agency that regulates "broker-dealers," including investment bank firms that underwrite municipal obligation issuances). This requirement is expected to be satisfied annually by the filing of the District's audited financial statements and other operating information about the District, and from time to time by the filing of notices of enumerated events, in the same manner the District has filed in connection with prior bond issuances. The purpose of the law is to provide investors in the Refunding Bonds with current information regarding the District.

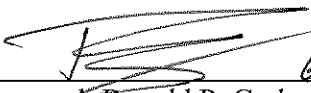
(e) Escrow Agreement. Pursuant to the Escrow Agreement, proceeds from the sale of the Refunding Bonds will be deposited in an escrow fund (the "Escrow Fund") held by U.S. Bank National Association (acting as "Escrow Agent"). The monies in the Escrow Fund will be used by the Escrow Agent to refund the Refunded Bonds on the first optional redemption date. Following the deposit of proceeds into the Escrow Fund, the Refunded Bonds will be defeased, and the obligation of Alameda County and Contra Costa County to levy a tax for the payment thereof will cease.

Agenda Item: 5.13
June 15, 2021
Page 3

Fiscal Impact: There is no fiscal impact to the General Fund resulting from the issuance of the Refunding Bonds.

Recommended Action: That the Board of Trustees adopt resolution No.10-2021, authorizing the issuance of the Chabot-Las Positas Community College District (Alameda and Contra Costa Counties, California) 2021 general obligation refunding bonds. It is further recommended that the Board authorize the Vice Chancellor of Business Services to execute this resolution on behalf of the District.

 6/8/21
Submitted by: Jonah R. Nicholas/Date

 6/9/21
Approved: Ronald P. Gerhard/Date

☒ APPROVED

☐ DISAPPROVED

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CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

RESOLUTION NO. 10-2021

**RESOLUTION AUTHORIZING THE ISSUANCE OF THE CHABOT LAS-POSITAS
COMMUNITY COLLEGE DISTRICT (ALAMEDA AND CONTRA COSTA COUNTIES,
CALIFORNIA) 2021 GENERAL OBLIGATION REFUNDING BONDS**

WHEREAS, a duly called election was held in the Chabot Las-Positas Community College District (the "District"), Alameda County (the "County") and Contra Costa County (together with the County, the "Counties"), on March 2, 2004 (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 of the voters of the District voting on a question as to the issuance and sale of general obligation bonds of the District for various purposes set forth in the ballot submitted to the voters, in the maximum amount of \$498,000,000, payable from the levy of an *ad valorem* property tax against the taxable property in the District (the "Authorization");

WHEREAS, pursuant to the Authorization, the District has caused to be issued of several series of bonds, including (i) \$229,159,709.55 of Chabot Las-Positas Community College District General Obligation Bonds, Election of 2004, Series 2006B (the "Series 2006B Bonds") and (ii) \$168,838,667.35 of Chabot Las-Positas Community College District General Obligation Bonds, Election of 2004, Series 2006C (the "Series 2006C Bonds");

WHEREAS, pursuant to Government Code Sections 53550 *et seq.* and 53580 *et seq.* (the "Act"), on March 19, 2013, the District previously issued \$289,105,000 of its 2013 General Obligation Refunding Bonds (2016 Crossover Refunding) (the "Prior Bonds") to refund a portion of the then-outstanding Series 2006B Bonds and Series 2006C Bonds;

WHEREAS, pursuant to the Act, this Board of Trustees (the "Board") finds that the District is authorized to issue general obligation refunding bonds (the "Refunding Bonds") to refund all or a portion of the outstanding Prior Bonds (so refunded, the "Refunded Bonds");

WHEREAS, this Board desires to authorize the issuance of the Refunding Bonds in one or more Series of Taxable or Tax-Exempt Current Interest Bonds (as such terms are defined herein);

WHEREAS, pursuant to Government Code Section 5852.1, the District has obtained from the Underwriter (as defined herein) and disclosed herein, in a meeting open to the public, prior to authorization of the execution and delivery of the Refunding Bonds, good faith estimates of (a) the true interest cost of the Refunding Bonds, (b) the sum of all fees and charges paid to third parties with respect to the Refunding Bonds, (c) the amount of proceeds of the Refunding Bonds expected to be received net of the fees and charges paid to third parties and any reserves or capitalized interest paid or funded with proceeds of the Refunding Bonds, and (d) the sum total of all debt service payments to be evidenced by the Refunding Bonds calculated to the final payment date evidenced by the Refunding Bonds plus the fees and charges paid to third parties not paid with the proceeds of the Refunding Bonds;

WHEREAS, all acts, conditions and things required by law to be done or performed have been done and performed in strict conformity with the laws authorizing the issuance of general obligation refunding bonds of the District, and whereas the indebtedness of the District, including this proposed issue of Refunding Bonds, is within all limits prescribed by law; and

WHEREAS, at this time the Board desires to appoint professionals related to the issuance of the Refunding Bonds; and

NOW, THEREFORE, BE IT FOUND, DETERMINED AND RESOLVED BY THE BOARD OF TRUSTEES OF THE CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT AS FOLLOWS:

SECTION 1. Purpose. To refund all or a portion of the currently outstanding principal amount of the Prior Bonds and to pay all necessary legal, financial, and contingent costs in connection therewith, the Board hereby authorizes the issuance of the Refunding Bonds pursuant to the Act in an aggregate principal amount not-to-exceed \$275,000,000, in one or more Series of Taxable or Tax-Exempt Current Interest Bonds (each as defined herein), to be styled as the "Chabot Las-Positas Community College District (Alameda and Contra Costa Counties, California) 2021 General Obligation Refunding Bonds," with appropriate additional Series designation if more than one Series of Refunding Bonds are issued. Additional costs authorized to be paid from the proceeds of the Refunding Bonds are all of the authorized costs of issuance set forth in Government Code Section 53550(e) and (f) and Government Code Section 53587.

SECTION 2. Paying Agent. The Board hereby appoints the Paying Agent, as defined in Section 5 hereof, to act as paying agent, bond registrar, authentication agent and transfer agent for the Refunding Bonds on behalf of the District. The Board hereby authorizes the payment of the reasonable fees and expenses of the Paying Agent, as they shall become due and payable. The fees and expenses of the Paying Agent which are not paid as a cost of issuance of the Refunding Bonds may be paid in each year from *ad valorem* property taxes levied and collected for the payment thereof, insofar as permitted by law, including specifically Education Code Section 15232.

SECTION 3. Terms and Conditions of Sale. The Refunding Bonds are hereby authorized to be sold at a negotiated sale to the Underwriters upon the direction of the Chancellor, Vice Chancellor, Business and Financial Services, or such other officer or employee of the District as may be designated by the Chancellor or Vice Chancellor, Business and Financial Services for such purpose (collectively, the "Authorized Officers"). The Refunding Bonds shall be sold pursuant to the terms and conditions set forth in the Purchase Contract, as described below.

SECTION 4. Approval of Purchase Contract. The form of Purchase Contract by and between District and the Underwriters, substantially in the form on file with the Secretary to the Board, is hereby approved and the Authorized Officers, each alone, are hereby authorized to execute and deliver the Purchase Contract, with such changes therein, deletions therefrom and modifications thereto as the Authorized Officer executing the same may approve, such approval to be conclusively evidenced by his or her execution and delivery thereof; provided, however, that (i) the maximum interest rates on the Refunding Bonds shall not exceed that authorized by law, and (ii) the underwriting discount, excluding original issue discount, shall not exceed 0.40% of the aggregate principal amount of the Refunding Bonds issued. The Authorized Officers, each alone, are further authorized to determine the principal amount of the Refunding Bonds to be specified in the Purchase Contract for sale by the District up to \$275,000,000 and to enter into and execute the Purchase Contract with the Underwriters, if the conditions set forth in this Resolution are satisfied.

SECTION 5. Certain Definitions. As used in this Resolution, the terms set forth below shall have the meanings ascribed to them (unless otherwise set forth in the Purchase Contract):

(a) **"Authorizing Documents"** means the authorizing resolution(s), indenture, agreement or other legal document(s) pursuant to which the Prior Bonds were authorized and issued.

(b) **"Act"** means Government Code Sections 53550 *et seq.* and 53580 *et seq.*

(c) **"Beneficial Owner"** means, when used with reference to book-entry Refunding Bonds registered pursuant to Section 6 hereof, the person who is considered the beneficial owner of such Refunding Bonds pursuant to the arrangements for book-entry determination of ownership applicable to the Depository.

(d) **“Bond Insurer”** means any insurance company which issues a municipal bond insurance policy insuring the payment of principal of and interest on the Refunding Bonds.

(e) **“Bond Payment Date”** means, unless otherwise provided by the Purchase Contract, February 1 and August 1 of each year commencing February 1, 2022, with respect to the interest on the Refunding Bonds, and August 1 of each year commencing August 1, 2022, with respect to the principal payments on the Refunding Bonds.

(f) **“Bond Register”** means the registration books which the Paying Agent shall keep or cause to be kept on which the registered ownership, transfer and exchange of Refunding Bonds will be recorded.

(g) **“Code”** means the Internal Revenue Code of 1986, as the same may be amended from time to time. Reference to a particular section of the Code shall be deemed to be a reference to any successor to any such section.

(h) **“Continuing Disclosure Certificate”** means that certain contractual undertaking executed by the District in connection with the issuance of the Refunding Bonds pursuant to paragraph (b)(5) of Rule 15c2-12 adopted by the Securities and Exchange Commission under the Securities and Exchange Act of 1934, dated as of the date of issuance of the Refunding Bonds, as amended from time to time in accordance with the provisions thereof.

(i) **“Current Interest Bonds”** means Refunding Bonds, the interest on which is payable semiannually on each Bond Payment Date specified for each such Refunding Bond as designated and maturing in the years and in the amounts set forth in the Purchase Contract.

(j) **“Date of Delivery”** means the date of initial issuance and delivery of the Refunding Bonds, or such other date as shall be set forth in the Purchase Contract or Official Statement.

(k) **“Depository”** means the entity acting as securities depository for the Refunding Bonds pursuant to Section 6(c) hereof.

(l) **“DTC”** means The Depository Trust Company, a limited purpose trust company organized under the laws of the State of New York, in its capacity as the initial Depository for the Refunding Bonds.

(m) **“Escrow Agent”** means U.S. Bank National Association.

(n) **“Escrow Agreement”** means the Escrow Agreement relating to the Refunded Bonds, by and between the District and the Escrow Agent.

(o) **“Federal Securities”** means securities as permitted, in accordance with the Authorizing Documents, to be deposited with the Escrow Agent for the purpose of defeasing the Refunded Bonds.

(p) **“Holder”** or **“Owner”** means the registered owner of a Refunding Bond as set forth in the Bond Register maintained by the Paying Agent pursuant to Section 6 hereof.

(q) **“Information Services”** means the Municipal Securities Rulemaking Board’s Electronic Municipal Market Access System; or, such other services providing information with respect to called municipal obligations as the District may specify in writing to the Paying Agent or, in the absence of such written specification, as the Paying Agent may select.

(r) **“Moody’s”** means Moody’s Investors Service, Inc., a corporation organized and existing under the laws of the State of Delaware, its successors and assigns, or, if such corporation shall be dissolved or liquidated or shall no longer perform the functions of a securities rating agency, any other nationally recognized securities rating agency designated by the District.

(s) **“Nominee”** means the nominee of the Depository, which may be the Depository, as determined from time to time pursuant to Section 6(c) hereof.

(t) **“Official Statement”** means the Official Statement for the Refunding Bonds, as described in Section 17 hereof.

(u) **“Outstanding”** means, when used with reference to the Refunding Bonds, as of any date, Bonds theretofore issued or thereupon being issued under this Resolution except:

(i) Refunding Bonds canceled at or prior to such date;

(ii) Refunding Bonds in lieu of or in substitution for which other Refunding Bonds shall have been delivered pursuant to Section 8 hereof; or

(iii) Refunding Bonds for the payment or redemption of which funds or Government Obligations in the necessary amount shall have been set aside (whether on or prior to the maturity or redemption date of such Refunding Bonds), in accordance with Section 19 of this Resolution

(v) **“Participants”** means those broker-dealers, banks and other financial institutions from time to time for which the Depository holds book-entry certificates as securities depository.

(w) **“Paying Agent”** means initially U.S. Bank National Association, or any other Paying Agent as shall be identified in the Purchase Contract or Official Statement, and afterwards any successor financial institution, acting as paying agent, transfer agent, authentication agent and bond registrar for the Refunding Bonds.

(x) **“Principal”** or **“Principal Amount”** means, with respect to any Refunding Bond, the initial principal amount thereof.

(y) **“Purchase Contract”** means the contract or contracts for purchase and sale of the Refunding Bonds, by and between the District and the Underwriters. To the extent the Refunding Bonds are sold pursuant to more than one Purchase Contract, each shall be substantially in the form presented to the Board, with such changes therein, deletions therefrom and modifications thereto as the Authorized Officer executing the same shall approve.

(z) **“Record Date”** means the close of business on the fifteenth day of the month preceding each Bond Payment Date.

(aa) **“Series”** means any Refunding Bonds executed, authenticated and delivered pursuant to the provisions hereof and identified as a separate series of bonds.

(bb) **“S&P”** means S&P Global Ratings, its successors and their assigns, or, if such entity shall be dissolved or liquidated or shall no longer perform the functions of a securities rating agency, any other nationally recognized securities rating agency designated by the District.

(cc) **“Taxable Bonds”** means any Refunding Bonds not issued as Tax-Exempt Bonds.

(dd) **“Tax-Exempt Bonds”** means any Refunding Bonds the interest on which is excludable from gross income for federal income tax purposes and is not treated as an item of tax preference for purposes of calculating the federal alternative minimum tax, as further described in an opinion of Bond Counsel supplied to the original purchasers of such Refunding Bonds.

(ee) **“Term Bonds”** means those Refunding Bonds for which mandatory sinking fund redemption dates have been established in the Purchase Contract.

(ff) **“Transfer Amount”** means, with respect to any Outstanding Refunding Bond, the Principal Amount.

(gg) **“Treasurer”** means the Treasurer-tax Collector of the County, or other comparable officer of the County

(hh) “**Underwriters**” means the firms identified as such in the Official Statement.

SECTION 6. Terms of the Refunding Bonds.

(a) Denomination, Interest, Dated Dates. The Refunding Bonds shall be issued as bonds registered as to both principal and interest, in the denominations of \$5,000 principal amount or any integral multiple thereof. The Refunding Bonds will be initially registered in the name of “Cede & Co.,” the Nominee of DTC.

Each Refunding Bond shall be dated the Date of Delivery, and shall bear interest at the rates set forth in the Purchase Contract, from the Bond Payment Date next preceding the date of authentication thereof unless it is authenticated as of a day during the period from the 16th day of the month next preceding any Bond Payment Date to that Bond Payment Date, inclusive, in which event it shall bear interest from such Bond Payment Date, or unless it is authenticated on or before the first Record Date, in which event it shall bear interest from the Date of Delivery. Interest on the Refunding Bonds shall be payable on the respective Bond Payment Dates and shall be computed on the basis of a 360-day year of twelve 30-day months.

No Refunding Bond shall mature later than the final maturity date of the Refunded Bonds to be refunded from proceeds of such Refunding Bond.

(b) Redemption.

(i) Optional Redemption. The Refunding Bonds shall be subject to optional redemption prior to maturity as provided in the Purchase Contract or the Official Statement.

(ii) Mandatory Redemption. Any Refunding Bonds issued as Term Bonds shall be subject to mandatory sinking fund redemption as provided in the Purchase Contract or the Official Statement.

(iii) Selection of Refunding Bonds for Redemption. Whenever provision is made in this Resolution for the optional redemption of Refunding Bonds and less than all Outstanding Refunding Bonds are to be redeemed, the Paying Agent, upon written instruction from the District, shall select Refunding Bonds for redemption as so directed by the District and if not directed, in inverse order of maturity. Within a maturity, the Paying Agent shall select Bonds for redemption as directed by the District, and if not so directed, by lot. Redemption by lot shall be in such manner as the Paying Agent shall determine; provided, however, that with respect to redemption by lot, the portion of any Refunding Bond to be redeemed in part shall be in the principal amount of \$5,000 or any integral multiple thereof.

The Purchase Contract may provide that (i) in the event that a portion of any Term Bond is optionally redeemed prior to maturity pursuant to Section 6(b)(i) hereof, the remaining mandatory sinking fund payments with respect to such Term Bonds shall be reduced proportionately or as otherwise directed by the District, in integral multiples of \$5,000 principal amount, in respect to the portion of such Term Bond optionally redeemed, or (ii) within a maturity, Refunding Bonds shall be selected for redemption on a “Pro Rata Pass-Through Distribution of Principal” basis in accordance with DTC procedures, provided further that, such pro-rata redemption is made in accordance with the operational arrangements of DTC then in effect.

(iv) Redemption Notice. When redemption is authorized pursuant to this Resolution, the Paying Agent, upon written instruction from the District, shall give notice (a “Redemption Notice”) of the redemption of the Refunding Bonds. Such Redemption Notice shall specify: the Refunding Bonds or designated portions thereof (in the case of redemption of the Refunding Bonds in part but not in whole) which are to be redeemed; the date of redemption; the place or places where the redemption will be made, including the name and address of the Paying Agent; the redemption price; the CUSIP numbers (if any) assigned to the Refunding Bonds to be redeemed, the Refunding Bond numbers of the Refunding Bonds to be redeemed in whole or in part and, in the case of any Refunding Bond to be redeemed in part only, the portion of the principal amount of such Refunding Bond to be redeemed; and the original issue date, interest rate (and, as applicable, the Rate Period in effect as of the redemption date) and stated maturity date of each Refunding Bond to be redeemed in whole or in part. Such Redemption Notice shall further state that on the

specified date there shall become due and payable upon each Refunding Bond or portion thereof being redeemed at the redemption price thereof, together with the interest accrued to the redemption date thereon, and that from and after such date, interest thereon shall cease to accrue.

With respect to any Redemption Notice of Refunding Bonds, unless upon the giving of such notice such Refunding Bonds shall be deemed to have been defeased pursuant to Section 19 hereof, such notice shall state that such redemption shall be conditional upon the receipt by the Paying Agent (or an independent escrow agent selected by the District) on or prior to the date fixed for such redemption of the moneys necessary and sufficient to pay the principal of, premium, if any, and interest on, such Refunding Bonds to be redeemed, and that if such moneys shall not have been so received said notice shall be of no force and effect, the Refunding Bonds shall not be subject to redemption on such date and the Refunding Bonds shall not be required to be redeemed on such date. In the event that such Redemption Notice contains such a condition and such moneys are not so received, the redemption shall not be made and the Paying Agent shall within a reasonable time thereafter give notice, to the persons to whom and in the manner in which the Redemption Notice was given, that such moneys were not so received. In addition, the District shall have the right to rescind any Redemption Notice, by written notice to the Paying Agent, on or prior to the date fixed for such redemption. The Paying Agent shall distribute a notice of such rescission in the same manner as the Redemption Notice was originally provided.

The Paying Agent shall take the following actions with respect to such Redemption Notice:

- (1) At least 20 but not more than 45 days prior to the redemption date, such Redemption Notice shall be given to the respective Owners of Refunding Bonds designated for redemption by registered or certified mail, postage prepaid, at their addresses appearing on the Bond Register.
- (2) At least 20 but not more than 45 days prior to the redemption date, such Redemption Notice shall be given by (i) registered or certified mail, postage prepaid, (ii) telephonically confirmed facsimile transmission, or (iii) overnight delivery service to the Depository.
- (3) At least 20 but not more than 45 days prior to the redemption date, such Redemption Notice shall be given by (i) registered or certified mail, postage prepaid, or (ii) overnight delivery service to one of the Information Services.
- (4) Provide a Redemption Notice to such other persons as may be required pursuant to the Continuing Disclosure Certificate.

A certificate of the Paying Agent to the effect that a Redemption Notice has been given as provided herein shall be conclusive as against all parties. Neither failure to receive any Redemption Notice nor any defect in any such Redemption Notice so given shall affect the sufficiency of the proceedings for the redemption of the affected Refunding Bonds. Each check issued or other transfer of funds made by the Paying Agent for the purpose of redeeming Refunding Bonds shall bear or include the CUSIP number identifying, by issue and maturity, the Refunding Bonds being redeemed with the proceeds of such check or other transfer. Such Redemption Notice may state that no representation is made as to the accuracy or correctness of CUSIP numbers printed thereon.

(v) Partial Redemption of Refunding Bonds. Upon the surrender of any Refunding Bond redeemed in part only, the Paying Agent shall execute and deliver to the Owner thereof a new Refunding Bond or Refunding Bonds of like tenor and maturity and of authorized denominations equal in principal amounts to the unredeemed portion of the Refunding Bond surrendered. Such partial redemption shall be valid upon payment of the amount required to be paid to such Owner, and the District shall be released and discharged thereupon from all liability to the extent of such payment.

(vi) Effect of Redemption Notice. Notice having been given as aforesaid, and the moneys for the redemption (including the interest accrued to the applicable date of redemption) having been set aside as provided in Section 19 hereof, the Refunding Bonds to be redeemed shall become due and payable on such date of redemption.

If on such redemption date, money for the redemption of all the Refunding Bonds to be redeemed as provided in Section 6(b)(i) hereof, together with interest accrued to such redemption date, shall be held in trust as provided in Section 19 hereof, so as to be available therefor on such redemption date, and if a Redemption Notice thereof shall have been given as aforesaid, then from and after such redemption date,

interest on the Refunding Bonds to be redeemed shall cease to accrue and become payable. All money held for the redemption of Refunding Bonds shall be held in trust for the account of the Owners of the Refunding Bonds so to be redeemed.

All Refunding Bonds paid at maturity or redeemed prior to maturity pursuant to the provisions of this Section 6 shall be cancelled upon surrender thereof and be delivered to or upon the order of the District. All or any portion of a Refunding Bond purchased by the District shall be cancelled by the Paying Agent.

(vii) Refunding Bonds No Longer Outstanding. When any Refunding Bonds (or portions thereof), which have been duly called for redemption prior to maturity under the provisions of this Resolution, or with respect to which irrevocable instructions to call for redemption prior to maturity at the earliest redemption date have been given to the Paying Agent, in form satisfactory to it, and sufficient moneys shall be irrevocably held in trust as provided in Section 19 hereof for the payment of the redemption price of such Refunding Bonds or portions thereof, and accrued interest thereon to the date fixed for redemption, all as provided in this Resolution, then such Refunding Bonds shall no longer be deemed Outstanding and shall be surrendered to the Paying Agent for cancellation.

(c) Book-Entry System.

(i) Election of Book-Entry System. The Refunding Bonds shall initially be delivered in the form of a separate single fully-registered bond (which may be typewritten) for each maturity date of such Refunding Bonds in an authorized denomination. The ownership of each such Refunding Bond shall be registered in Bond Register maintained by the Paying Agent in the name of the Nominee, as nominee of the Depository and ownership of the Refunding Bonds, or any portion thereof may not thereafter be transferred except as provided in Section 6(c)(i)(4).

With respect to book-entry Refunding Bonds, the District and the Paying Agent shall have no responsibility or obligation to any Participant or to any person on behalf of which such a Participant holds an interest in such book-entry Refunding Bonds. Without limiting the immediately preceding sentence, the District and the Paying Agent shall have no responsibility or obligation with respect to: (i) the accuracy of the records of the Depository, the Nominee, or any Participant with respect to any ownership interest in book-entry Refunding Bonds; (ii) the delivery to any Participant or any other person, other than an Owner as shown in the Bond Register, of any notice with respect to book-entry Refunding Bonds, including any Redemption Notice; (iii) the selection by the Depository and its Participants of the beneficial interests in book-entry Refunding Bonds to be prepaid in the event the District redeems such Refunding Bonds in part; (iv) or the payment by the Depository or any Participant or any other person, of any amount with respect to principal, premium, if any, or interest on book-entry Refunding Bonds. The District and the Paying Agent may treat and consider the person in whose name each book-entry Refunding Bond is registered in the Bond Register as the absolute Owner of such Refunding Bond for the purpose of payment of principal of and premium and interest on and to such Refunding Bond, for the purpose of giving notices of redemption and other matters with respect to such Refunding Bond, for the purpose of registering transfers with respect to such Refunding Bond, and for all other purposes whatsoever. The Paying Agent shall pay all principal of and premium, if any, and interest on book-entry Refunding Bonds only to or upon the order of the respective Owner, as shown in the Bond Register, or his respective attorney duly authorized in writing, and all such payments shall be valid and effective to fully satisfy and discharge the District's obligations with respect to payment of principal of, premium, if any, and interest on book-entry Refunding Bonds to the extent of the sum or sums so paid. No person other than an Owner, as shown in the Bond Register, shall receive a certificate evidencing the obligation to make payments of principal of, premium, if any, and interest on book-entry Refunding Bonds. Upon delivery by the Depository to the Owner and the Paying Agent, of written notice to the effect that the Depository has determined to substitute a new nominee in place of the Nominee, and subject to the provisions herein with respect to the Record Date, the word "Nominee" in this Resolution shall refer to such nominee of the Depository.

(1) Delivery of Letter of Representations. In order to qualify the Refunding Bonds for the Depository's book-entry system, the District and the Paying Agent shall execute and deliver to the Depository a Letter of Representations. The execution and delivery of a Letter of Representations shall not

in any way impose upon the District or the Paying Agent any obligation whatsoever with respect to persons having interests in the Refunding Bonds other than the Owners, as shown on the Bond Register. By executing a Letter of Representations, the Paying Agent shall agree to take all action necessary at all times so that the District will be in compliance with all representations of the District in such Letter of Representations. In addition to the execution and delivery of a Letter of Representations, the District and the Paying Agent shall take such other actions, not inconsistent with this Resolution, as are reasonably necessary to qualify the Refunding Bonds for the Depository's book-entry program.

(2) Selection of Depository. In the event (i) the Depository determines not to continue to act as securities depository for the Refunding Bonds, or (ii) the District determines that continuation of the book-entry system is not in the best interest of the Beneficial Owners of the Refunding Bonds or the District, then the District will discontinue the book-entry system with the Depository. If the District determines to replace the Depository with another qualified securities depository, the District shall prepare or direct the preparation of a new single, separate, fully registered bond for each maturity date of such Refunding Bond, registered in the name of such successor or substitute qualified securities depository or its Nominee as provided in subsection (4) hereof. If the District fails to identify another qualified securities depository to replace the Depository, then the Refunding Bonds shall no longer be restricted to being registered in such Bond Register in the name of the Nominee, but shall be registered in whatever name or names the Owners transferring or exchanging such Refunding Bonds shall designate, in accordance with the provisions of this Section 6(c).

(3) Payments and Notices to Depository. Notwithstanding any other provision of this Resolution to the contrary, so long as all Outstanding Refunding Bonds are held in book-entry and registered in the name of the Nominee, all payments by the District or Paying Agent with respect to principal of and premium, if any, or interest on book-entry Refunding Bonds and all notices with respect to such Refunding Bonds, including notices of redemption, shall be made and given, respectively to the Nominee, as provided in the Letter of Representations or as otherwise instructed by the Depository and agreed to by the Paying Agent notwithstanding any inconsistent provisions herein.

(4) Transfer of Refunding Bonds to Substitute Depository.

(A) The Refunding Bonds shall be initially issued as described in the Official Statement. Registered ownership of such Refunding Bonds, or any portions thereof, may not thereafter be transferred except:

(1) to any successor of DTC or its Nominee, or of any substitute depository designated pursuant to Section 6(c)(i)(4)(A)(2) ("Substitute Depository"); provided that any successor of DTC or Substitute Depository shall be qualified under any applicable laws to provide the service proposed to be provided by it;

(2) to any Substitute Depository, upon (a) the resignation of DTC or its successor (or any Substitute Depository or its successor) from its functions as depository, or (b) a determination by the District that DTC (or its successor) is no longer able to carry out its functions as depository; provided that any such Substitute Depository shall be qualified under any applicable laws to provide the services proposed to be provided by it; or

(3) to any person as provided below, upon (a) the resignation of DTC or its successor (or any Substitute Depository or its successor) from its functions as depository, or (b) a determination by the District that DTC or its successor (or Substitute Depository or its successor) is no longer able to carry out its functions as depository.

(B) In the case of any transfer pursuant to Section 6(c)(i)(4)(A)(1) or (2), upon receipt of all Outstanding Refunding Bonds by the Paying Agent, together with a written request of the District to the Paying Agent designating the Substitute Depository, a single new Refunding Bond, which the District shall prepare or cause to be prepared, shall be executed and delivered for each maturity of Refunding Bonds then

Outstanding, registered in the name of such successor or such Substitute Depository or their Nominees, as the case may be, all as specified in such written request of the District. In the case of any transfer pursuant to Section 6(c)(i)(4)(A)(3), upon receipt of all Outstanding Refunding Bonds by the Paying Agent, together with a written request of the District to the Paying Agent, new Refunding Bonds, which the District shall prepare or cause to be prepared, shall be executed and delivered in such denominations and registered in the names of such persons as are requested in such written request of the District, provided that the Paying Agent shall not be required to deliver such new Refunding Bonds within a period of less than sixty (60) days from the date of receipt of such written request from the District.

(C) In the case of a partial redemption or advance refunding of any Refunding Bonds evidencing a portion of the principal maturing in a particular year, DTC or its successor (or any Substitute Depository or its successor) shall make an appropriate notation on such Refunding Bonds indicating the date and amounts of such reduction in principal, in form acceptable to the Paying Agent, all in accordance with the Letter of Representations. The Paying Agent shall not be liable for such Depository's failure to make such notations or errors in making such notations.

(D) The District and the Paying Agent shall be entitled to treat the person in whose name any Refunding Bond is registered as the Owner thereof for all purposes of this Resolution and any applicable laws, notwithstanding any notice to the contrary received by the Paying Agent or the District; and the District and the Paying Agent shall not have responsibility for transmitting payments to, communicating with, notifying, or otherwise dealing with any Beneficial Owners of the Refunding Bonds. Neither the District nor the Paying Agent shall have any responsibility or obligation, legal or otherwise, to any such Beneficial Owners or to any other party, including DTC or its successor (or Substitute Depository or its successor), except to the Owner of any Refunding Bonds, and the Paying Agent may rely conclusively on its records as to the identity of the Owners of the Refunding Bonds.

SECTION 7. Execution of Refunding Bonds. The Refunding Bonds shall be signed by the President of the Board of Trustees, or by such other member of the Board authorized to sign on behalf of the President, by his or her manual or facsimile signature, and countersigned by the manual or facsimile signature of the Secretary to or Clerk of the Board, or the designees thereof, all in their official capacities. No Refunding Bond shall be valid or obligatory for any purpose or shall be entitled to any security or benefit under this Resolution unless and until the certificate of authentication printed on the Refunding Bond is signed by the Paying Agent as authenticating agent. Authentication by the Paying Agent shall be conclusive evidence that the Refunding Bond so authenticated has been duly issued, signed and delivered under this Resolution and is entitled to the security and benefit of this Resolution.

SECTION 8. Paying Agent; Transfer and Exchange. So long as any of the Refunding Bonds remain Outstanding, the District will cause the Paying Agent to maintain and keep at its designated corporate trust office all books and records necessary for the registration, exchange and transfer of the Refunding Bonds as provided in this Section. Subject to the provisions of Section 9 below, the person in whose name a Refunding Bond is registered on the Bond Register shall be regarded as the absolute Owner of that Refunding Bond for all purposes of this Resolution. Payment of or on account of the principal of and premium, if any, and interest on any Refunding Bond shall be made only to or upon the order of that person; neither the District nor the Paying Agent shall be affected by any notice to the contrary, but the registration may be changed as provided in this Section. All such payments shall be valid and effectual to satisfy and discharge the District's liability upon the Refunding Bonds, including interest, to the extent of the amount or amounts so paid.

Any Refunding Bond may be exchanged for Refunding Bonds of like tenor, Series, maturity and principal amount upon presentation and surrender at the designated corporate trust office of the Paying Agent, together with a request for exchange signed by the Owner or by a person legally empowered to do so in a form satisfactory to the Paying Agent. A Refunding Bond may be transferred on the Bond Register only upon presentation and surrender of the Refunding Bond at the designated corporate trust office of the Paying Agent together with an assignment executed by the Owner or by a person legally empowered to do so in a form satisfactory to the Paying Agent. Upon exchange or transfer, the Paying Agent shall complete, authenticate and

deliver a new Refunding Bond or Refunding Bonds of like tenor and of any authorized denomination or denominations requested by the Owner equal to the principal amount of the Refunding Bond surrendered and bearing or accruing interest at the same rate and maturing on the same date.

If any Refunding Bond shall become mutilated, the District, at the expense of the Owner of said Bond, shall execute, and the Paying Agent shall thereupon authenticate and deliver, a new Refunding Bond of like Series, tenor, maturity and principal amount in exchange and substitution for the Refunding Bond so mutilated, but only upon surrender to the Paying Agent of the Refunding Bond so mutilated. If any Refunding Bond issued hereunder shall be lost, destroyed or stolen, evidence of such loss, destruction or theft may be submitted to the Paying Agent and, if such evidence be satisfactory to the Paying Agent and indemnity for the Paying Agent and the District satisfactory to the Paying Agent shall be given by the Owner, the District, at the expense of the Owner, shall execute, and the Paying Agent shall thereupon authenticate and deliver, a new Refunding Bond of like Series, tenor, maturity and principal amount in lieu of and in substitution for the Refunding Bond so lost, destroyed or stolen (or if any such Refunding Bond shall have matured or shall have been called for redemption, instead of issuing a substitute Refunding Bond, the Paying Agent may pay the same without surrender thereof upon receipt of indemnity satisfactory to the Paying Agent and the District). The Paying Agent may require payment of a reasonable fee for each new Refunding Bond issued under this paragraph and of the expenses which may be incurred by the District and the Paying Agent.

If signatures on behalf of the District are required in connection with an exchange or transfer, the Paying Agent shall undertake the exchange or transfer of Refunding Bonds only after the new Refunding Bonds are signed by the authorized officers of the District as provided in Section 7. In all cases of exchanged or transferred Refunding Bonds, the District shall sign and the Paying Agent shall authenticate and deliver Refunding Bonds in accordance with the provisions of this Resolution. All fees and costs of transfer shall be paid by the requesting party. Those charges may be required to be paid before the procedure is begun for the exchange or transfer. All Refunding Bonds issued upon any exchange or transfer shall be valid obligations of the District, evidencing the same debt, and entitled to the same security and benefit under this Resolution as the Refunding Bonds surrendered upon that exchange or transfer.

Any Refunding Bond surrendered to the Paying Agent for payment, retirement, exchange, replacement or transfer shall be cancelled by the Paying Agent. The District may at any time deliver to the Paying Agent for cancellation any previously authenticated and delivered Refunding Bonds that the District may have acquired in any manner whatsoever, and those Refunding Bonds shall be promptly cancelled by the Paying Agent. Written reports of the surrender and cancellation of Refunding Bonds shall be made to the District by the Paying Agent as requested by the District. The cancelled Refunding Bonds shall be retained for three years, then destroyed by the Paying Agent as directed by the District.

Neither the District nor the Paying Agent will be required (a) to issue or transfer any Refunding Bonds during a period beginning with the opening of business on the 16th day next preceding either any Bond Payment Date or any date of selection of Refunding Bonds to be redeemed and ending with the close of business on the Bond Payment Date or any day on which the applicable Redemption Notice is given or (b) to transfer any Refunding Bonds which have been selected or called for redemption in whole or in part.

SECTION 9. Payment. Payment of interest on any Refunding Bond on any Bond Payment Date shall be made to the person appearing on the registration books of the Paying Agent as the Owner thereof as of the Record Date immediately preceding such Bond Payment Date, such interest to be paid by wire transfer to the bank and account number on file with the Paying Agent as of the Record Date. The principal of and redemption premium, if any, payable on the Refunding Bonds shall be payable upon maturity or redemption upon surrender at the designated corporate trust office of the Paying Agent. The principal of, premiums, if any, and interest on the Refunding Bonds shall be payable in lawful money of the United States of America. The Paying Agent is hereby authorized to pay the Refunding Bonds when duly presented for payment at maturity, and to cancel all Refunding Bonds upon payment thereof. Except as otherwise required by the Act, the Refunding Bonds are obligations of the District payable solely from the levy of *ad valorem* property taxes upon all property subject to taxation within the District, which taxes are unlimited as to rate or amount. The Refunding Bonds do not constitute an obligation of the Counties and no part of any fund of the Counties is pledged or obligated to the payment of the Refunding Bonds.

SECTION 10. Form of Refunding Bonds. The Refunding Bonds shall be in substantially the form attached as Exhibit A, allowing those officials executing the Refunding Bonds to make the insertions and deletions necessary to conform the Refunding Bonds to this Resolution, the Purchase Contract and the Official Statement, or to correct or cure any defect, inconsistency, ambiguity or omission therein. The Paying Agent is authorized to deliver the Refunding Bonds in temporary form and, if so, the Paying Agent shall execute and deliver definitive Bonds in an equal aggregate principal amount of authorized denominations, when available, and thereupon the temporary Refunding Bonds shall be surrendered to the Paying Agent. Until so exchanged, the temporary Refunding Bonds shall be entitled to the same benefits hereunder as definitive Refunding Bonds.

SECTION 11. Delivery of Refunding Bonds. The proper officials of the District shall cause the Refunding Bonds to be prepared and, following their sale, shall have the Refunding Bonds signed and delivered, together with a final transcript of proceedings with reference to the issuance of the Refunding Bonds, to the Underwriter upon payment of the purchase price therefor.

SECTION 12. Deposit of Proceeds of Refunding Bonds; Escrow Agreement. An amount of proceeds from the sale of the Refunding Bonds necessary to purchase certain Federal Securities, or to otherwise refund the Refunded Bonds, shall be transferred to the Escrow Agent for deposit in the escrow fund established under the Escrow Agreement (the "Escrow Fund"), which amount, if uninvested, shall be sufficient, or if invested, together with an amount or amounts of cash held uninvested therein, shall be sufficient to refund the Refunded Bonds. The Board hereby authorizes the deposit of all or a portion of the premium received from the sale of the Refunding Bonds into the Escrow Fund. Premium or proceeds received from the sale of the Refunding Bonds desired to pay all or a portion of the costs of issuing the Refunding Bonds are hereby authorized to be deposited in the fund of the District held by a fiscal agent selected thereby and shall be kept separate and distinct from all other District funds, and those proceeds shall be used solely for the purpose of paying costs of issuance of the Refunding Bonds.

Any accrued interest received by the District from the sale of the Refunding Bonds shall be kept separate and apart in the fund hereby created and established and to be designated as the "Chabot Las-Positas Community College District 2021 General Obligation Refunding Bonds Debt Service Fund" (the "Debt Service Fund") for the Refunding Bonds and used only for payments of principal of and interest on the Refunding Bonds. At the election of the District (i) to the extent the Refunding Bonds are sold in the more than one Series, there shall be created a separate Debt Service Fund for each such Series of Refunding Bonds, and all references herein to a Debt Service Fund shall be deemed to include each Debt Service Fund created for a Series of Refunding Bonds, and (ii) the Debt Service Fund may be established as a subaccount of, or otherwise combined with, any fund established by the County for the purpose of holding proceeds of *ad valorem* property tax levies made to pay any bonds issued pursuant to the Authorizations. Any excess proceeds of the Refunding Bonds not needed for the authorized purposes set forth herein for which the Refunding Bonds are being issued shall be transferred to the Debt Service Fund and applied to the payment of the principal of and interest on the Refunding Bonds. If, after payment in full of the Refunding Bonds, there remain any such excess proceeds, such amounts will be transferred to any other debt service fund for general obligation bond indebtedness of the District and in the event there is no such debt outstanding, shall be transferred to the general fund of the District upon the order of the County Auditor/Controller, as provided in Education Code Section 15234.

The moneys in the Debt Service Fund, to the extent necessary to pay the principal of and interest on the Refunding Bonds as the same become due and payable, shall be transferred by the Director of Finance to the Paying Agent which, in turn, shall pay such moneys to DTC to pay the principal of and interest on the Refunding Bonds. DTC will thereupon make payments of principal of and interest on the Refunding Bonds to the DTC Participants who will thereupon make payments of such principal and interest to the Beneficial Owners of the Refunding Bonds. Any moneys remaining in the Debt Service Fund after the Refunding Bonds and the interest thereon have been paid in full, or provision for such payment has been made, shall be transferred to the general fund of the District.

Except as required below to satisfy the requirements of Section 148(f) of the Code, interest earned on the investment of monies held in the Debt Service Fund shall be retained in the Debt Service Fund and used to pay principal of and interest on the Refunding Bonds when due.

SECTION 13. Rebate Fund.

(a) General. If necessary, there shall be created and established a special fund designated the "Chabot Las-Positas Community College District 2021 General Obligation Refunding Bonds Rebate Fund" (the "Rebate Fund"). All amounts at any time on deposit in the Rebate Fund shall be held in trust, to the extent required to satisfy the requirement to make rebate payments to the United States (the "Rebate Requirement") pursuant to Section 148 of the Code, as the same may be amended from time to time, and the Treasury Regulations promulgated thereunder (the "Rebate Regulations"). Such amounts shall be free and clear of any lien hereunder and shall be governed by this Section and Section 14 of this Resolution and by the that certain tax certificate concerning certain matters pertaining to the use and investment of proceeds of the Refunding Bonds, executed and delivered to the District on the date of issuance of the Refunding Bonds, including any and all exhibits attached thereto (the "Tax Certificate").

(b) Deposits.

(i) Within forty-five (45) days of the end of each fifth Bond Year (as such term is defined in the Tax Certificate) (1) the District shall calculate or cause to be calculated with respect to the Refunding Bonds the amount that would be considered the "rebate amount" within the meaning of Section 1.148-3 of the Rebate Regulations, using as the "computation date" for this purpose the end of such five Bond Years, and (2) the District shall deposit to the Rebate Fund from deposits from the District or from amounts available therefor on deposit in the other funds established hereunder, if and to the extent required, amounts sufficient to cause the balance in the Rebate Fund to be equal to the "rebate amount" so calculated.

(ii) The District shall not be required to deposit any amount to the Rebate Fund in accordance with the preceding sentence if the amount on deposit in the Rebate Fund prior to the deposit required to be made under this subsection (b) equals or exceeds the "rebate amount" calculated in accordance with the preceding sentence. Such excess may be withdrawn from the Rebate Fund to the extent permitted under subsection (g) of this Section.

(iii) The District shall not be required to calculate the "rebate amount" and the District shall not be required to deposit any amount to the Rebate Fund in accordance with this subsection (b), with respect to all or a portion of the proceeds of the Refunding Bonds (including amounts treated as the proceeds of the Refunding Bonds) (1) to the extent such proceeds satisfy the expenditure requirements of Section 148(f)(4)(B) or Section 148 (f)(4)(C) of the Code or Section 1.148-7(d) of the Treasury Regulations or the small issuer exception of Section 148(f)(4)(D) of the Code, whichever is applicable, and otherwise qualify for the exception of the Rebate Requirement pursuant to whichever of said sections is applicable, or (2) to the extent such proceeds are subject to an election by the District under Section 148(f)(4)(C)(vii) of the Code to pay a one and one-half percent (1½%) penalty in lieu of arbitrage rebate in the event any of the percentage expenditure requirements of Section 148(f)(4)(C) are not satisfied, or (3) to the extent such proceeds qualify for the exception to arbitrage rebate under Section 148(f)(4)(A)(ii) of the Code for amounts in a "bona fide debt service fund." In such event, and with respect to such amounts, the District shall not be required to deposit any amount to the Rebate Fund in accordance with this subsection (b).

(c) Withdrawal Following Payment of Refunding Bonds. Any funds remaining in the Rebate Fund after redemption of all the Refunding Bonds and any amounts described in paragraph (ii) of subsection (d) of this Section, including accrued interest, shall be transferred to the General Fund of the District.

(d) Withdrawal for Payment of Rebate. Subject to the exceptions contained in subsection (b) of this Section to the requirement to calculate the "rebate amount" and make deposits to the Rebate Fund, the District shall pay to the United States, from amounts on deposit in the Rebate Fund,

(i) not later than sixty (60) days after the end of (a) the fifth (5th) Bond Year, and (b) each fifth (5th) Bond Year thereafter, an amount that, together with all previous rebate payments, is equal to at least 90% of the "rebate amount" calculated as of the end of such Bond Year in accordance with Section 1.148-3 of the Rebate Regulations; and

(ii) not later than sixty (60) days after the payment of all Refunding Bonds, an amount equal to one hundred percent (100%) of the "rebate amount" calculated as of the date of such payment (and any income attributable to the "rebate amount" determined to be due and payable) in accordance with Section 1.148-3 of the Rebate Regulations.

(e) Rebate Payments. Each payment required to be made pursuant to subsection (d) of this Section shall be made to the Internal Revenue Service Center, Ogden, Utah 84201, on or before the date on which such payment is due, and shall be accompanied by Internal Revenue Service Form 8038-T, such form to be prepared or caused to be prepared by or on behalf of the District.

(f) Deficiencies in the Rebate Fund. In the event that, prior to the time of any payment required to be made from the Rebate Fund, the amount in the Rebate Fund is not sufficient to make such payment when such payment is due, the District shall calculate the amount of such deficiency and deposit an amount equal to such deficiency into the Rebate Fund prior to the time such payment is due.

(g) Withdrawals of Excess Amount. In the event that immediately following the calculation required by subsection (b) of this Section, but prior to any deposit made under said subsection, the amount on deposit in the Rebate Fund exceeds the "rebate amount" calculated in accordance with said subsection, upon written instructions from the District, the District may withdraw the excess from the Rebate Fund and credit such excess to the Debt Service Fund.

(h) Record Retention. The District shall retain records of all determinations made hereunder until three years after the retirement of the Refunding Bonds.

(i) Survival of Defeasance. Notwithstanding anything in this Resolution to the contrary, the Rebate Requirement shall survive the payment in full or defeasance of the Refunding Bonds.

SECTION 14. Security for the Refunding Bonds. There shall be levied on all the taxable property in the District, in addition to all other taxes, a continuing direct *ad valorem* property tax annually during the period the Refunding Bonds are Outstanding in an amount sufficient to pay the principal of and interest on the Refunding Bonds when due, which moneys when collected will be deposited in the Debt Service Fund, and which moneys shall be applied to the payment of the principal of and interest on the Refunding Bonds when and as the same fall due, and for no other purpose. The District covenants to cause the Counties to take all actions necessary to levy such *ad valorem* property tax in accordance with this Section 14 and Section 53559 of the Act. Pursuant to Government Code Section 53515, the Refunding Bonds shall be secured by a statutory lien on all revenues received pursuant to the levy and collection of *ad valorem* property taxes for the payment thereof.

Pursuant to Government Code Sections 5450 and 5451, the District hereby pledges all revenues received from the levy and collection of *ad valorem* property taxes for the payment of the Refunding Bonds and all amounts on deposit in the Debt Service Fund to the payment of the Refunding Bonds. Such pledge shall constitute a lien on and security interest in such taxes and amounts in the Debt Service Fund. This pledge shall constitute an agreement between the District and the Owners of the Refunding Bonds to provide security for the payment of the Refunding Bonds in addition to any statutory lien that may exist.

The moneys in the Debt Service Fund, to the extent necessary to pay the principal of and interest on the Refunding Bonds as the same become due and payable, shall be transferred by the Treasurer to the Paying Agent which, in turn, shall pay such moneys to DTC to pay such principal and interest. DTC will thereupon make payments of principal of and interest on the Refunding Bonds to the DTC Participants who will thereupon make payments of such principal and interest to the Beneficial Owners of the Refunding Bonds. Any moneys remaining in the Debt Service Fund after the Refunding Bonds and the interest thereon have been paid in full, or provision for such payment has been made, shall be transferred to the general fund of the District.

SECTION 15. Arbitrage Covenant. The District covenants that it will restrict the use of the proceeds of the Refunding Bonds in such manner and to such extent, if any, as may be necessary, so that the Refunding Bonds will not constitute arbitrage bonds under Code Section 148 and the applicable regulations prescribed under that

Section or any predecessor section. Calculations for determining arbitrage requirements shall be the sole responsibility of the District.

SECTION 16. Legislative Determinations. The Board hereby determines that all acts and conditions necessary to be performed thereby or to have been met precedent to and in the issuing of the Refunding Bonds in order to make them legal, valid and binding general obligations of the District have been performed and have been met, or will at the time of delivery of the Refunding Bonds have been performed and have been met, in regular and due form as required by law; and that no statutory or constitutional limitation of indebtedness or taxation will have been exceeded in the issuance of the Refunding Bonds. In determining the amount of Refunding Bonds to be issued, the Board hereby determines that any capitalized interest on the Refunding Bonds shall be reasonably required. Furthermore, the Board hereby finds and determines pursuant to Section 53552 of the Act that the prudent management of the fiscal affairs of the District requires that it issue the Refunding Bonds without submitting the question of the issuance of the Refunding Bonds to a vote of the qualified electors of the District.

SECTION 17. Official Statement. The Preliminary Official Statement relating to the Refunding Bonds, substantially in the form on file with the Secretary to the Board is hereby approved and the Authorized Officers, each alone, are hereby authorized and directed, for and in the name and on behalf of the District, to deliver such Preliminary Official Statement to the Underwriters to be used in connection with the offering and sale of the Refunding Bonds. The Authorized Officers, each alone, are hereby authorized and directed, for and in the name and on behalf of the District, to deem the Preliminary Official Statement "final" pursuant to 15c2-12 of the Securities Exchange Act of 1934, prior to its distribution and to execute and deliver to the Underwriters a final Official Statement, substantially in the form of the Preliminary Official Statement, with such changes therein, deletions therefrom and modifications thereto as an Authorized Officer executing such final Official Statement shall approve. The Underwriters are hereby authorized to distribute copies of the Preliminary Official Statement to persons who may be interested in the purchase of the Refunding Bonds and is directed to deliver copies of any final Official Statement to the purchasers of the Refunding Bonds. Execution of the Official Statement shall conclusively evidence the District's approval of the Official Statement.

SECTION 18. Insurance. In the event the District purchases bond insurance for the Refunding Bonds, and to the extent that the Bond Insurer makes payment of the principal of or interest on the Refunding Bonds, it shall become the Owner of such Refunding Bonds with the right to payment of principal or interest on the Refunding Bonds, and shall be fully subrogated to all of the Owners' rights, including the Owners' rights to payment thereof. To evidence such subrogation (i) in the case of subrogation as to claims of past due interest, the Paying Agent shall note the Bond Insurer's rights as subrogee on the registration books for the Refunding Bonds maintained by the Paying Agent upon receipt of a copy of the cancelled check issued by the Bond Insurer for the payment of such interest to the Owners of the Refunding Bonds, and (ii) in the case of subrogation as to claims for past due principal, the Paying Agent shall note the Bond Insurer as subrogee on the registration books for the Refunding Bonds maintained by the Paying Agent upon surrender of the Refunding Bonds by the Owners thereof to the Bond Insurer or the insurance trustee for the Bond Insurer.

SECTION 19. Defeasance. All or any portion of the Outstanding maturities of the Refunding Bonds may be defeased prior to maturity in the following ways:

(a) Cash: by irrevocably depositing with an independent escrow agent selected by the District an amount of cash which, together with any amounts transferred from the Debt Service Fund, is sufficient to pay all Refunding Bonds Outstanding and designated for defeasance (including all principal thereof, accrued interest thereon and redemption premiums, if any) at or before their maturity date; or

(b) Government Obligations: by irrevocably depositing with an independent escrow agent selected by the District noncallable Government Obligations together with any amounts transferred from the Debt Service Fund and any other cash, if required, in such amount as will, together with interest to accrue thereon, in the opinion of an independent certified public accountant, be fully sufficient to pay and discharge all Refunding Bonds Outstanding and designated for defeasance (including all principal thereof, accrued interest thereon and redemption premiums, if any) at or before their maturity date;

then, notwithstanding that any of such Refunding Bonds shall not have been surrendered for payment, all obligations of the District with respect to all such designated Outstanding Refunding Bonds shall cease and terminate, except only the obligation of the independent escrow agent selected by the District to pay or cause to be paid from funds deposited pursuant to paragraphs (a) or (b) of this Section, to the Owners of such designated Refunding Bonds not so surrendered and paid all sums due with respect thereto.

For purposes of this Section, "Government Obligations" shall mean:

Direct and general obligations of the United States of America, obligations that are unconditionally guaranteed as to principal and interest by the United States of America (which may consist of obligations of the Resolution Funding Corporation that constitute interest strips), or obligations secured or otherwise guaranteed, directly or indirectly, as to principal and interest by a pledge of the full faith and credit of the United States of America. In the case of direct and general obligations of the United States of America, Government Obligations shall include evidences of direct ownership of proportionate interests in future interest or principal payments of such obligations. Investments in such proportionate interests must be limited to circumstances where (a) a bank or trust company acts as custodian and holds the underlying United States obligations; (b) the owner of the investment is the real party in interest and has the right to proceed directly and individually against the obligor of the underlying United States obligations; and (c) the underlying United States obligations are held in a special account, segregated from the custodian's general assets, and are not available to satisfy any claim of the custodian, any person claiming through the custodian, or any person to whom the custodian may be obligated; provided that such obligations are rated or assessed at least as high as direct and general obligations of the United States of America by either Moody's or S&P.

SECTION 20. Other Actions, Determinations and Approvals.

(a) Officers of the Board, District officials and staff are hereby authorized and directed, jointly and severally, to do any and all things and to execute and deliver any and all documents which they may deem necessary or advisable in order to proceed with the issuance of the Refunding Bonds and otherwise carry out, give effect to and comply with the terms and intent of this Resolution. Such actions heretofore taken by such officers, officials and staff are hereby ratified, confirmed and approved.

(b) The Board hereby finds and determines that both the total net interest cost to maturity on the Refunding Bonds plus the principal amount of the Refunding Bonds will be less than the total net interest cost to maturity on the Refunded Bonds plus the principal amount of the Refunded Bonds.

(c) The Board anticipates that the Refunded Bonds will be redeemed on the first respective optional redemption dates therefor following the issuance of the Refunding Bonds.

(d) The Board hereby appoints U.S. Bank National Association as the Escrow Agent for the Refunded Bonds, and further approves the form of the Escrow Agreement, substantially in the form on file with the Secretary to the Board. The Authorized Officers, each alone, are hereby authorized to execute the Escrow Agreement with such changes as they shall approve, such approval to be conclusively evidenced by such individual's execution and delivery thereof.

(e) The Board hereby appoints KNN Public Finance LLC, as the Municipal Advisor, and Stradling Yocca Carlson & Rauth, a Professional Corporation, as Bond Counsel and Disclosure Counsel, each with respect to the issuance of the Refunding Bonds.

(f) The provisions of this Resolution as they relate to the terms of the Refunding Bonds may be amended by the Purchase Contract. If the Purchase Contract so provides, the Refunding Bonds may be issued as crossover refunding bonds pursuant to Government Code Section 53558(b). All or a portion of the Refunding Bonds are further authorized to be issued on a forward delivery basis.

(g) Based on a good faith estimate received by the District from the Underwriter, the Board hereby finds that (i) the True Interest Cost of the Refunding Bonds (as defined in Government Code Section 5852.1(a)(1)(A)) is expected to be approximately 2.40%, (ii) the total Finance Charge of the Refunding Bonds (as defined in Government Code Section 5852.1(a)(1)(B)) is expected to be \$1,736,510, (iii) the total proceeds expected

to be received by the District from the sale of the Refunding Bonds, less the Finance Charge of the Refunding Bonds, is \$271,313,490 and (iv) the District expects that the Total Payment Amount (as defined in Government Code Section 5852.1(a)(1)(D)), calculated to the final maturity of the Refunding Bonds, will be \$320,483,965. The information presented in this section is included in satisfaction of Government Code Section 5852.1, and shall not abrogate or otherwise limit any other provision of this Resolution.

(f) The District hereby approves the execution and delivery of all agreements, documents, certificates and instruments referred to herein with electronic signatures as may be permitted under the California Uniform Electronic Transactions Act and digital signatures as may be permitted under Section 16.5 of the Government Code using DocuSign.

SECTION 21. Resolution to Counties. The Secretary to the Board is hereby directed to provide a certified copy of this Resolution to appropriate persons at the Counties immediately following its adoption.

SECTION 22. Request to Counties to Levy Tax. The Boards of Supervisors and officers of the Counties are obligated by statute to provide for the levy and collection of *ad valorem* property taxes in each year sufficient to pay all principal of and interest coming due on the Refunding Bonds in such year, and to pay from such taxes all amounts due on the Refunding Bonds. The District hereby requests the Boards of Supervisors to annually levy a tax upon all taxable property in the District sufficient to pay all such principal and interest coming due on the Refunding Bonds in such year, and to pay from such taxes all amounts due on the Refunding Bonds. The Board hereby finds and determines that such *ad valorem* property taxes shall be levied specifically to pay the Refunding Bonds being issued to finance and refinance specific projects authorized by the voters of the District at the Election.

SECTION 23. Continuing Disclosure.

The District hereby covenants and agrees that it will comply with and carry out all of the provisions of that certain Continuing Disclosure Certificate executed by the District and dated as of the Date of Delivery, as originally executed and as it may be amended from time to time in accordance with the terms thereof. The Board hereby approves the form of Continuing Disclosure Certificate appended to the Preliminary Official Statement on file with the Secretary to the Board, and the Authorized Officers, each alone, are hereby authorized to execute the Continuing Disclosure Certificate with such changes thereto as the Authorized Officers executing the same shall approve, such approval to be conclusively evidenced by such execution and delivery. Noncompliance with the Continuing Disclosure Certificate shall not result in acceleration of the Refunding Bonds.

SECTION 24. Further Actions Authorized. It is hereby covenanted that the District, and its appropriate officials, have duly taken all actions necessary to be taken by them, and will take any additional actions necessary to be taken by them, for carrying out the provisions of this Resolution.

SECTION 25 Recitals. All the recitals in this Resolution above are true and correct and the Board so finds, determines and represents.

SECTION 21. Effective Date. This Resolution shall take effect immediately upon its passage.

PASSED AND ADOPTED this 15th day of June, 2021.

BE IT RESOLVED

Jonah R. Nicholas

Vice Chancellor, Business Services

Signature: _____

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

June 15, 2021

Agenda Item: 5.14

Subject: Adoption of Resolution No.11-2021, a Resolution of the Board of Trustees of the Chabot-Las Positas Community College District, Authorizing the Issuance of Election of 2016 General Obligation Bonds Series B and Actions Related Thereto

Background: A duly called election was held in the Chabot-Las Positas Community College District (the "District") on June 7, 2016 (the "Election") at which 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 \$950,000,000, payable from the levy of an *ad valorem* tax against the taxable property in the District (the "Authorization");

The District has previously issued one series of general obligation bonds under the Authorization. The District now desires to issue the second series of bonds under Measure A in an amount not-to-exceed \$200,000,000 (the "Bonds"). The Bonds are being authorized for sale for the purpose of providing funds to finance projects approved by Measure A and to pay the costs of issuing the Bonds.

(a) Bond Resolution. This Resolution authorizes the issuance of Bonds, in one or more series of federally taxable or tax-exempt bonds. The Resolution authorizes the issuance of the Bonds, specifies the basic terms, parameters and form of the Bonds, and approves the forms of Purchase Contract, Preliminary Official Statement, and Continuing Disclosure Certificate described below. In particular, Section 1 of the Resolution establishes the maximum aggregate initial principal amount of the Bonds to be issued (\$200,000,000). Section 4 of the Resolution states the maximum underwriting discount (0.4%) with respect to the Bonds, the maximum legal interest rate on the Bonds, and authorizes the Bonds to be sold at a negotiated sale to the firms identified in the Preliminary Official Statement as the underwriters (the "Underwriters"). The Resolution authorizes the issuance of current interest bonds only; capital appreciation bonds are not authorized.

(b) Form of Purchase Contract. Pursuant to the Purchase Contract, the Underwriters will agree to buy the Bonds from the District. All of the conditions of closing the transaction are set forth in this document, including the documentation to be provided at the closing by various parties. Upon the pricing of the Bonds, the final execution copy of the Purchase Contract will be prepared following this form.

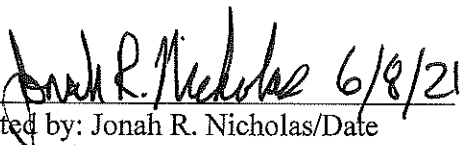
(c) Form of Preliminary Official Statement. The Preliminary Official Statement (the "POS") is the offering document describing the Bonds which may be distributed to prospective purchasers of the Bonds. The POS discloses information with respect to, among other things, (i)


the proposed uses of proceeds of the Bonds, (ii) the terms of the Bonds (interest rate, redemption terms, etc.), (iii) the bond insurance policy for the Bonds, if any, (iv) the security for repayment of the Bonds (the *ad valorem* property tax levy), (v) information with respect to the Improvement District's tax base (upon which such *ad valorem* property taxes may be levied), (vi) District financial and operating data, (vii) continuing disclosure with respect to the Bonds and the District, and (viii) absence of material litigation and other miscellaneous matters expected to be of interest to prospective purchasers of the Bonds. Following the pricing of the Bonds, a final Official Statement for the Bonds will be prepared, substantially in the form of the POS.

(d) Form of the Continuing Disclosure Certificate. The form of the Continuing Disclosure Certificate can be found in APPENDIX C to the POS. Effective July 3, 1995, all underwriters of municipal bonds are obligated to procure from a bond issuer a covenant that such bond issuer will annually file material financial information and operating data with respect to the issuer, as well as notices of the occurrence of certain enumerated events, through the web-based Electronic Municipal Market Access ("EMMA") system maintained by the Municipal Securities Rulemaking Board (which is the federal agency that regulates "broker-dealers," including investment bank firms that underwrite municipal obligation issuances). This requirement is expected to be satisfied annually by the filing of the District's audited financial statements and other operating information about the District, and from time to time by the filing of notices of enumerated events, in the same manner the District has filed in connection with prior bond issuances. The purpose of the law is to provide investors in the Bonds with current information regarding the District.

FISCAL IMPACT: There is no fiscal impact to the General Fund resulting from the issuance of the Bonds.

Recommended Action: That the Board of Trustees adopt Resolution No. 11-2021, authorizing the Issuance of Election of 2016 General Obligation Bonds Series B and Actions Related Thereto. It is further recommended that the Board authorize the Vice Chancellor of Business Services execute this resolution on behalf of the District.

 6/8/21
Submitted by: Jonah R. Nicholas/Date

 6/9/21
Approved: Ronald P. Gerhard/Date

☒ APPROVED

☐ DISAPPROVED

☐ TABLED

CHABOT-LAS POSITAS COMMUNITY COLLEGE
DISTRICT

RESOLUTION NO. 11-2021

**A RESOLUTION OF THE BOARD OF TRUSTEES OF CHABOT-LAS POSITAS
COMMUNITY COLLEGE DISTRICT, AUTHORIZING THE ISSUANCE OF
ELECTION OF 2016 GENERAL OBLIGATION BONDS, SERIES B AND
ACTIONS RELATED THERETO**

WHEREAS, a duly called election was held in the Chabot-Las Positas Community College District (the "District"), Alameda County (the "County") and Contra Costa County (together with the County, the "Counties"), State of California, on June 7, 2016 (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 \$950,000,000, payable from the levy of an *ad valorem* tax against the taxable property in the District (the "Authorization");

WHEREAS, the District has previously issued the first series of bonds under the Authorization in the aggregate principal amount of \$160,000,000;

WHEREAS, at this time this Board of Trustees (the "Board") has determined that it is necessary and desirable that the District issue the second series of bonds under the Authorization in an aggregate principal amount not-to-exceed \$200,000,000, to be styled as "Chabot-Las Positas Community College District (Alameda and Contra Costa Counties, California) Election of 2016 General Obligation Bonds, Series B" (the "Bonds");

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

WHEREAS, pursuant to Government Code Section 5852.1, the Board obtained from the Municipal Advisor (as defined herein) and disclosed herein, in a meeting open to the public, prior to authorization of the execution and delivery of the Bonds, good faith estimates of (a) the true interest cost of the Bonds, (b) the sum of all fees and charges paid to third parties with respect to the Bonds, (c) the amount of proceeds of the Bonds expected to be received net of the fees and charges paid to third parties and any reserves or capitalized interest paid or funded with proceeds of the Bonds, and (d) the sum total of all debt service payments to be evidenced by the Bonds calculated to the final payment date evidenced by the Bonds plus the fees and charges paid to third parties not paid with the proceeds of the Bonds;

WHEREAS, the Board of Supervisors of the County has provided by resolution pursuant to Education Code Section 15140(b) that the District may sell the Bonds on its own behalf;

WHEREAS, this Board desires to authorize the issuance of the Bonds in one or more Series of Taxable Bonds or Tax-Exempt Bonds, and further as Current Interest Bonds (as such terms are defined herein);

WHEREAS, this Board desires to appoint certain professionals to provide services related to the issuance of the Bonds; and

WHEREAS, all acts, conditions and things required by law to be done or performed have been done and performed in strict conformity with the laws authorizing the issuance of general obligation bonds of the District, and the indebtedness of the District, including this proposed issue of Bonds, is within all limits prescribed by law;

NOW, THEREFORE, BE IT FOUND, DETERMINED AND RESOLVED BY THE BOARD OF TRUSTEES OF THE CHABOT-LOS POSITAS COMMUNITY COLLEGE DISTRICT, AS FOLLOWS:

SECTION 1. Authorization for Issuance of the Bonds. To raise money for the purposes authorized by the voters of the District at the Election, and to pay all necessary legal, financial, engineering and contingent costs in connection therewith, the Board hereby authorizes the issuance of the Bonds in the name and on behalf of the District pursuant to Article 4.5 of Chapter 3 of Part 1 of Division 2 of Title 5 of the Government Code in one or more Series of Taxable Bonds or Tax-Exempt Bonds, and further as Current Interest Bonds, with appropriate Series designations if more than one Series is issued, all as more fully set forth in the executed Purchase Contract (as defined herein). The Board further orders such Bonds sold such that the Bonds shall be dated as of a date to be determined by an Authorized Officer (defined herein), shall be payable upon such terms and provisions as shall be set forth in the Bonds, and shall be in an aggregate principal amount not-to-exceed \$200,000,000.

SECTION 2. Paying Agent. This Board hereby appoints the Paying Agent, as defined herein, to serve as the paying agent, bond registrar, authentication agent and transfer agent for the Bonds on behalf of the District. This Board hereby approves the payment of the reasonable fees and expenses of the Paying Agent as they shall become due and payable. The fees and expenses of the Paying Agent which are not paid as a cost of issuance of the Bonds may be paid in each year from *ad valorem* property taxes levied and collected for the payment thereof, insofar as permitted by law, including specifically by Education Code Section 15232.

SECTION 3. Terms and Conditions of Sale. The Bonds shall be sold upon the direction of the Chancellor, the Vice Chancellor, Business Services of the District, or such other officer or employee of the District as may be designated by the Chancellor or the Vice Chancellor, Business Services for such purpose (collectively, the "Authorized Officers") and pursuant to such terms and conditions set forth in the Purchase Contract (defined herein). The Board hereby authorizes the sale of the Bonds at a negotiated sale, which is determined to provide more flexibility in the timing of the sale, an ability to implement the sale in a shorter time period, an increased ability to structure the Bonds to fit the needs of particular purchasers, and a greater opportunity for the Underwriters (as defined herein) to pre-market the Bonds to potential purchasers prior to the sale, all of which will contribute to the District's goal of achieving the lowest overall cost of funds.

SECTION 4. Approval of Purchase Contract. The form of Purchase Contract, by and between the Underwriters and the District, substantially in the form on file with the Secretary to the Board, is hereby approved and the Authorized Officers, each alone, are hereby authorized to execute and deliver the Purchase Contract, with such changes therein, deletions therefrom and modifications thereto as the Authorized Officer executing the same may approve, such approval to be conclusively evidenced by his or her execution and delivery thereof; provided, however, that (i) the interest rates on the Bonds shall not exceed the maximum rate permitted by law, and (ii) the underwriting discount on the Bonds, excluding

original issue discount, shall not exceed 0.40% of the aggregate principal amount of the Bonds actually issued. The Authorized Officers, each alone, are further authorized to determine the principal amount of the Bonds to be specified in the Purchase Contract for sale by the District up to \$200,000,000 and to enter into and execute the Purchase Contract with the Underwriters, if the conditions set forth in this Resolution are satisfied.

SECTION 5. Certain Definitions. As used in this Resolution, the terms set forth below shall have the meanings ascribed to them (unless otherwise set forth in the Purchase Contract):

(a) **"Beneficial Owner"** means, when used with reference to book-entry Bonds registered pursuant to Section 6 hereof, the person who is considered the beneficial owner of such Bonds pursuant to the arrangements for book entry determination of ownership applicable to the Depository.

(b) **"Bond Insurer"** means any insurance company which issues a municipal bond insurance policy insuring the payment of principal of and interest on the Bonds.

(c) **"Bond Payment Date"** means, as applicable (and unless otherwise provided by the Purchase Contract), February 1 and August 1 of each year commencing February 1, 2022 with respect to interest on the Bonds, and the stated maturity dates thereof with respect to payments of principal of the Bonds.

(d) **"Bond Register"** means the registration books which the Paying Agent shall keep or cause to be kept on which the registered ownership, transfer and exchange of Bonds shall be recorded.

(e) **"Code"** means the Internal Revenue Code of 1986, as the same may be amended from time to time. Reference to any particular section of the Code shall be deemed to be a reference to any successor to any such section.

(f) **"Continuing Disclosure Certificate"** means that certain contractual undertaking executed by the District in connection with the issuance of the Bonds pursuant to paragraph (b)(5) of Rule 15c2-12 adopted by the Securities and Exchange Commission under the Securities Exchange Act of 1934, dated as of the date of issuance thereof, as amended from time to time in accordance with the provisions thereof.

(g) **"County"** means Alameda County.

(h) **"Current Interest Bonds"** means Bonds, the interest on which is payable semiannually on each Bond Payment Date specified for each such Bond as designated and maturing in the years and in the amounts set forth in the Purchase Contract.

(i) **"Date of Delivery"** means the date of initial issuance and delivery of the Bonds, or such other date as shall appear in the Purchase Contract or Official Statement.

(j) **"Depository"** means the entity acting as securities depository for the Bonds pursuant to Section 6(c) hereof.

(k) **"DTC"** means The Depository Trust Company, a limited purpose trust company organized under the laws of the State of New York, in its capacity as the initial Depository for the Bonds.

(l) **"Holder" or "Owner"** means the registered owner of a Bond as set forth on the Bond Register maintained by the Paying Agent pursuant to Section 6 hereof.

(m) **"Information Services"** means the Municipal Securities Rulemaking Board's Electronic Municipal Market Access System; or, such other services providing information with respect to called municipal obligations as the District may specify in writing to the Paying Agent or, in the absence of such a written designation, as the Paying Agent may select.

(n) **"Long Current Interest Bonds"** means Current Interest Bonds that mature later than 30 years from their Date of Delivery.

(o) **"Moody's"** means Moody's Investors Service, Inc., a corporation organized and existing under the laws of the State of Delaware, its successors and assigns, or, if such corporation shall be dissolved or liquidated or shall no longer perform the functions of a securities rating agency, such other nationally recognized securities rating agency designated by the District.

(p) **"Nominee"** means the nominee of the Depository, which may be the Depository, as determined from time to time pursuant to Section 6(c) hereof.

(q) **"Official Statement"** means the Official Statement for the Bonds, as described in Section 17 hereof.

(r) **"Outstanding"** means, when used with reference to the Bonds, as of any date, Bonds theretofore issued or thereupon being issued under this Resolution except:

(i) Bonds canceled at or prior to such date;

(ii) Bonds in lieu of or in substitution for which other Bonds shall have been delivered pursuant to Section 8 hereof; or

(iii) Bonds for the payment or redemption of which funds or Government Obligations in the necessary amount shall have been set aside (whether on or prior to the maturity or redemption date of such Bonds), in accordance with Section 19 of this Resolution.

(s) **"Participants"** means those broker-dealers, banks and other financial institutions from time to time for which the Depository holds book-entry certificates as securities depository.

(t) **"Paying Agent"** means initially U.S. Bank National Association, or any other Paying Agent as shall be named in the Purchase Contract or Official Statement, and afterwards any successor financial institution, acting as paying agent, transfer agent, authentication agent and bond registrar for the Bonds.

(u) **"Permitted Investments"** means (i) any lawful investments permitted by Government Code Section 16429.1 and Section 53601, (ii) shares in a California common law trust

established pursuant to Title 1, Division 7, Chapter 5 of the Government Code which invests exclusively in investments permitted by Government Code Section 53635, but without regard to any limitations in such Section concerning the percentage of moneys available for investment being invested in a particular type of security, (iii) a guaranteed investment contract with a provider having a rating meeting the minimum rating requirements of the County investment pool maintained by the Treasurer, (iv) the Local Agency Investments Fund of the California State Treasurer, and (v) United States Treasury Securities, State and Local Government Series.

(v) **"Purchase Contract"** means the contract or contracts for purchase and sale of the Bonds, by and between the District and the Underwriter. To the extent the Bonds are sold pursuant to more than one Purchase Contract, each shall be substantially in the form presented to the Board, with such changes therein, deletions therefrom and modifications thereto as the Authorized Officer executing the same shall approve

(w) **"Record Date"** means the close of business on the 15th day of the month preceding each Bond Payment Date.

(x) **"Series"** means any Bonds executed, authenticated and delivered pursuant to the provisions hereof and identified as a separate Series of Bonds.

(y) **"S&P"** means S&P Global Ratings, a business unit of Standard & Poor's Financial Services LLC, its successors and their assigns, or, if such entity shall be dissolved or liquidated or shall no longer perform the functions of a securities rating agency, any other nationally recognized securities rating agency designated by the District.

(z) **"Taxable Bonds"** means any Bonds the interest on which is not excludable from gross income for federal income tax purposes.

(aa) **"Tax-Exempt Bonds"** means any Bonds the interest on which is excludable from gross income for federal income tax purposes and is not treated as an item of tax preference for purposes of calculating the federal alternative minimum tax, as further described in an opinion of Bond Counsel supplied to the original purchasers of such Bonds.

(bb) **"Term Bonds"** means those Bonds for which mandatory redemption dates have been established in the Purchase Contract.

(cc) **"Transfer Amount"** means, for purposes of exchanging Outstanding Bonds pursuant to Section 8 hereof, the principal amount thereof.

(dd) **"Treasurer"** means the Treasurer-Tax Collector of the County or other comparable officer of the County.

(ee) **"Underwriters"** means the firms identified as such in the Official Statement.

SECTION 6. Terms of the Bonds.

(a) **Denomination, Interest, Date of Delivery.** The Bonds shall be issued as fully registered book-entry Bonds registered as to both principal and interest, in the denominations of \$5,000 principal amount or any integral multiple thereof. The Bonds shall bear interest at a rate not in excess of that

authorized at the Election and will initially be registered in the name of "Cede & Co.," as the Nominee of DTC.

Each Bond shall be dated as of the Date of Delivery, and shall bear interest at the rates set forth in the Purchase Contract, from the Bond Payment Date next preceding the date of authentication thereof unless it is authenticated as of a day during the period from the 16th day of the month next preceding any Bond Payment Date to that Bond Payment Date, inclusive, in which event it shall bear interest from such Bond Payment Date, or unless it is authenticated on or before the first Record Date, in which event it shall bear interest from the Date of Delivery. Interest on the Bonds shall be payable on the respective Bond Payment Dates and shall be calculated on the basis of a 360-day year of 12, 30-day months.

To the extent the issuance of Bonds includes Long Current Interest Bonds, the useful life of any facility financed with such Long Current Interest Bonds will equal or exceed the maturity of such Long Current Interest Bonds.

Notwithstanding any other provision herein, the ratio of total debt service to principal for each Series of Bonds shall not exceed four-to-one.

(b) Redemption.

(i) Terms of Redemption. The Bonds shall be subject to optional or mandatory sinking fund redemption prior to maturity as provided in the Purchase Contract or the Official Statement.

(ii) Selection of Bonds for Redemption. Whenever provision is made in this Resolution for the optional redemption of Bonds and less than all Outstanding Bonds are to be redeemed, the Paying Agent, upon written instruction from the District, shall select Bonds for redemption as so directed by the District and if not directed, in inverse order of maturity. Within a maturity, the Paying Agent shall select Bonds for redemption as directed by the District, and if not so directed by lot. Redemption by lot shall be in such manner as the Paying Agent shall determine; provided, however, that with respect to redemption by lot, the portion of any Bond to be redeemed in part shall be in the principal amount of \$5,000 or any integral multiple thereof.

The Purchase Contract may provide that (i) in the event that a portion of any Term Bond is optionally redeemed prior to maturity pursuant to Section 6(b)(i) hereof, the remaining mandatory sinking fund payments with respect to such Term Bonds shall be reduced proportionately or as otherwise directed by the District, in integral multiples of \$5,000 principal amount, in respect to the portion of such Term Bonds optionally redeemed, or (ii) within a maturity, Bonds shall be selected for redemption on a "Pro Rata Pass-Through Distribution of Principal" basis in accordance with DTC procedures, provided further that, such pro-rata redemption is made in accordance with the operational arrangements of DTC then in effect.

(iii) Redemption Notice. When optional redemption is authorized or required pursuant to Section 6(b) hereof, the Paying Agent, upon written instruction from the District, shall give notice (a "Redemption Notice") of the redemption of the Bonds. Such Redemption Notice shall specify: (a) the Bonds or designated portions thereof (in the case of redemption of the Bonds in part but not in whole) which are to be redeemed, (b) the date of redemption, the place or places where the redemption will be made, including the name and address of the Paying Agent, (d) the redemption price, (e) the CUSIP numbers (if any) assigned to the Bonds to be redeemed, (f) the Bond numbers of the Bonds to be redeemed in whole or in part and, in the case of any Bond to be redeemed in part only, the portion of the principal amount of such

Bond to be redeemed, and (g) the original issue date, interest rate and stated maturity date of each Bond to be redeemed in whole or in part. Such Redemption Notice shall further state that on the specified date there shall become due and payable upon each Bond or portion thereof being redeemed at the redemption price thereof, together with the interest accrued to the redemption date, and that from and after such date, interest thereon shall cease to accrue.

The Paying Agent shall take the following actions with respect to each such Redemption Notice:

(a) At least 20 but not more than 45 days prior to the redemption date, such Redemption Notice shall be given to the respective Owners of Bonds designated for redemption by registered or certified mail, postage prepaid, at their addresses appearing on the Bond Register.

(b) At least 20 but not more than 45 days prior to the redemption date, such Redemption Notice shall be given by (i) registered or certified mail, postage prepaid, (ii) telephonically confirmed facsimile transmission, or (iii) overnight delivery service, to the Depository.

(c) At least 20 but not more than 45 days prior to the redemption date, such Redemption Notice shall be given by (i) registered or certified mail, postage prepaid, or (ii) overnight delivery service, to one of the Information Services.

(d) Such Redemption Notice shall be given to such other persons as may be required pursuant to the Continuing Disclosure Certificate.

A certificate of the Paying Agent to the effect that a Redemption Notice has been given as provided herein shall be conclusive as against all parties. Neither failure to receive any Redemption Notice nor any defect in any such Redemption Notice so given shall affect the sufficiency of the proceedings for the redemption of the affected Bonds. Each transfer of funds made by the Paying Agent for the purpose of redeeming Bonds shall bear or include the CUSIP number identifying, by issue and maturity, the Bonds being redeemed with the proceeds of such check or other transfer. Such Redemption Notice may state that no representation is made as to the accuracy or correctness of CUSIP numbers printed thereon, or on the Bonds.

With respect to any notice of optional redemption of Bonds (or portions thereof) pursuant to Section 6(b)(i) hereof, unless upon the giving of such notice such Bonds or portions thereof shall be deemed to have been defeased pursuant to Section 19 hereof, such notice shall state that such redemption shall be conditional upon the receipt by an independent escrow agent selected by the District on or prior to the date fixed for such redemption of the moneys necessary and sufficient to pay the principal of, premium, if any, and interest on such Bonds (or portions thereof) to be redeemed, and that if such moneys shall not have been so received said notice shall be of no force and effect, no portion of the Bonds shall be subject to redemption on such date and such Bonds shall not be required to be redeemed on such date. In the event that such Redemption Notice contains such a condition and such moneys are not so received, the redemption shall not be made and the Paying Agent shall within a reasonable time thereafter (but in no event later than the date originally set for redemption) give notice to the persons to whom and in the manner in which the Redemption Notice was given that such moneys were not so received. In addition, the District shall have the right to rescind any Redemption Notice, by written notice to the Paying Agent, on or prior to the date fixed for such redemption. The Paying Agent shall distribute a notice of the rescission of such Redemption Notice in the same manner as such notice

was originally provided.

(iv) Partial Redemption of Bonds. Upon the surrender of any Bond redeemed in part only, the Paying Agent shall authenticate and deliver to the Owner thereof a new Bond or Bonds of like tenor and maturity and of authorized denominations equal in Transfer Amounts to the unredeemed portion of the Bond surrendered. Such partial redemption shall be valid upon payment of the amount required to be paid to such Owner, and the District shall be released and discharged thereupon from all liability to the extent of such payment.

(v) Effect of Redemption Notice. Notice having been given as aforesaid, and the moneys for the redemption (including the interest accrued to the applicable date of redemption) having been set aside as provided in Section 19 hereof, the Bonds to be redeemed shall become due and payable on such date of redemption.

If on such redemption date, money for the redemption of all the Bonds to be redeemed as provided in Section 6(b) hereof, together with interest accrued to such redemption date, shall be held in trust as provided in Section 19 hereof so as to be available therefor on such redemption date, and if a Redemption Notice thereof shall have been given as aforesaid, then from and after such redemption date, interest on the Bonds to be redeemed shall cease to accrue and become payable. All money held for the redemption of Bonds shall be held in trust for the account of the Owners of the Bonds to be so redeemed.

All Bonds paid at maturity or redeemed prior to maturity pursuant to the provisions of this Section 6 shall be cancelled upon surrender thereof and be delivered to or upon the order of the District. All or any portion of a Bond purchased by the District shall be cancelled by the Paying Agent.

(vi) Bonds No Longer Outstanding. When any Bonds (or portions thereof), which have been duly called for redemption prior to maturity under the provisions of this Resolution, or with respect to which irrevocable instructions to call for redemption prior to maturity at the earliest redemption date have been given to the Paying Agent, in form satisfactory to it, and sufficient moneys shall be held irrevocably in trust as provided in Section 19 hereof for the payment of the redemption price of such Bonds or portions thereof, and accrued interest thereon to the date fixed for redemption, all as provided in this Resolution, then such Bonds shall no longer be deemed Outstanding and shall be surrendered to the Paying Agent for cancellation.

All Bonds paid at maturity or redeemed prior to maturity pursuant to the provisions of this Section 6 shall be cancelled upon surrender thereof and be delivered to or upon the order of the District. All or any portion of a Bond purchased by the District shall be cancelled by the Paying Agent.

(c) Book-Entry System.

(i) Election of Book-Entry System. The Bonds shall initially be delivered in the form of a separate single fully-registered bond (which may be typewritten) for each maturity date of such Bonds in an authorized denomination. The ownership of each such Bond shall be registered in the Bond Register maintained by the Paying Agent in the name of the Nominee, as nominee of the Depository and ownership of the Bonds, and all or any portion thereof may not thereafter be transferred except as provided in Section 6(c)(i)(4).

With respect to book-entry Bonds, the District and the Paying Agent shall have no responsibility or obligation to any Participant or to any person on behalf of which such a Participant holds an interest

in such book-entry Bonds. Without limiting the immediately preceding sentence, the District and the Paying Agent shall have no responsibility or obligation with respect to (i) the accuracy of the records of the Depository, the Nominee, or any Participant with respect to any ownership interest in book-entry Bonds, (ii) the delivery to any Participant or any other person, other than an Owner as shown in the Bond Register, of any notice with respect to book-entry Bonds, including any Redemption Notice, (iii) the selection by the Depository and its Participants of the beneficial interests in book-entry Bonds to be prepaid in the event the District redeems the Bonds in part, or (iv) the payment by the Depository or any Participant or any other person, of any amount with respect to principal of, premium, if any, or interest on the book-entry Bonds. The District and the Paying Agent may treat and consider the person in whose name each book-entry Bond is registered in the Bond Register as the absolute Owner of such book-entry Bond for the purpose of payment of principal of, premium and interest on and to such Bond, for the purpose of giving Redemption Notices and other matters with respect to such Bond, for the purpose of registering transfers with respect to such Bond, and for all other purposes whatsoever. The Paying Agent shall pay all principal of, and premium, if any, and interest on the book-entry Bonds only to or upon the order of the respective Owner, as shown in the Bond Register, or his respective attorney duly authorized in writing, and all such payments shall be valid and effective to fully satisfy and discharge the District's obligations with respect to payment of principal of, premium, if any, and interest on the book-entry Bonds to the extent of the sum or sums so paid. No person other than an Owner, as shown in the Bond Register, shall receive a certificate evidencing the obligation to make payments of principal of, premium, if any, and interest on the book-entry Bonds. Upon delivery by the Depository to the Owner and the Paying Agent, of written notice to the effect that the Depository has determined to substitute a new nominee in place of the Nominee, and subject to the provisions herein with respect to the Record Date, the word Nominee in this Resolution shall refer to such nominee of the Depository.

1. Delivery of Letter of Representations. In order to qualify the book-entry Bonds for the Depository's book-entry system, the District and the Paying Agent shall execute and deliver to the Depository a Letter of Representations. The execution and delivery of a Letter of Representations shall not in any way impose upon the District or the Paying Agent any obligation whatsoever with respect to persons having interests in such book-entry Bonds other than the Owners, as shown on the Bond Register. By executing a Letter of Representations, the Paying Agent shall agree to take all action necessary at all times so that the District will be in compliance with all representations of the District in such Letter of Representations. In addition to the execution and delivery of a Letter of Representations, the District and the Paying Agent shall take such other actions, not inconsistent with this Resolution, as are reasonably necessary to qualify book-entry Bonds for the Depository's book-entry program.

2. Selection of Depository. In the event (i) the Depository determines not to continue to act as securities depository for book-entry Bonds, or (ii) the District determines that continuation of the book-entry system is not in the best interest of the Beneficial Owners of the Bonds or the District, then the District will discontinue the book-entry system with the Depository. If the District determines to replace the Depository with another qualified securities depository, the District shall prepare or direct the preparation of a new single, separate, fully registered bond for each maturity date of such Outstanding book-entry Bond, registered in the name of such successor or substitute qualified securities depository or its Nominee as provided in subsection (4) hereof. If the District fails to identify another qualified securities depository to replace the Depository, then the Bonds shall no longer be restricted to being registered in such Bond Register in the name of the Nominee, but shall be registered in whatever name or names the Owners transferring or exchanging such Bonds shall designate, in accordance with the provisions of this Section 6(c).

3. Payments and Notices to Depository. Notwithstanding any other provision of this Resolution to the contrary, so long as all Outstanding Bonds are held in book entry form and registered in the name of the Nominee, all payments by the District or the Paying Agent with respect to principal of, premium, if any, or interest on the book-entry Bonds and all notices with respect to such Bonds, including Redemption Notices, shall be made and given, respectively to the Nominee, as provided in the Letter of Representations or as otherwise required or instructed by the Depository and agreed to by the Paying Agent notwithstanding any inconsistent provisions herein.

4. Transfer of Bonds to Substitute Depository.

(A) The Bonds shall be initially issued as described in the Official Statement described herein. Registered ownership of such Bonds, or any portions thereof, may not thereafter be transferred except:

(1) to any successor of DTC or its Nominee, or of any substitute depository designated pursuant to Section 6(c)(i)(4)(A)(2) ("Substitute Depository"); provided that any successor of DTC or Substitute Depository shall be qualified under any applicable laws to provide the service proposed to be provided by it;

(2) to any Substitute Depository, upon (1) the resignation of DTC or its successor (or any Substitute Depository or its successor) from its functions as depository, or (2) a determination by the District that DTC (or its successor) is no longer able to carry out its functions as depository; provided that any such Substitute Depository shall be qualified under any applicable laws to provide the services proposed to be provided by it; or

(3) to any person as provided below, upon (1) the resignation of DTC or its successor (or any Substitute Depository or its successor) from its functions as depository, or (2) a determination by the District that DTC or its successor (or Substitute Depository or its successor) is no longer able to carry out its functions as depository.

(B) In the case of any transfer pursuant to Section 6(c)(i)(4)(A)(1) or (2), upon receipt of all Outstanding Bonds by the Paying Agent, together with a written request of the District to the Paying Agent designating the Substitute Depository, a single new Bond, which the District shall prepare or cause to be prepared, shall be executed and delivered for each maturity of Bonds then Outstanding, registered in the name of such successor or such Substitute Depository or their Nominees, as the case may be, all as specified in such written request of the District. In the case of any transfer pursuant to Section 6(c)(i)(4)(A)(3), upon receipt of all Outstanding Bonds by the Paying Agent, together with a written request of the District to the Paying Agent, new Bonds, which the District shall prepare or cause to be prepared, shall be executed and delivered in such denominations and registered in the names of such persons as are requested in such written request of the District, provided that the Paying Agent shall not be required to deliver such new Bonds within a period of less than sixty (60) days from the date of receipt of such written request from the District.

(C) In the case of a partial redemption or an advance refunding of any Bonds evidencing a portion of the principal maturing in a particular year, DTC or its successor (or any Substitute Depository or its successor) shall make an appropriate notation on such Bonds indicating the date and amounts of such reduction in principal, in form acceptable to the Paying Agent, all in

accordance with the Letter of Representations. The Paying Agent shall not be liable for such Depository's failure to make such notations or errors in making such notations.

(D) The District and the Paying Agent shall be entitled to treat the person in whose name any Bond is registered as the Owner thereof for all purposes of this Resolution and any applicable laws, notwithstanding any notice to the contrary received by the Paying Agent or the District; and the District and the Paying Agent shall not have responsibility for transmitting payments to, communicating with, notifying, or otherwise dealing with any Beneficial Owners of the Bonds. Neither the District nor the Paying Agent shall have any responsibility or obligation, legal or otherwise, to any such Beneficial Owners or to any other party, including DTC or its successor (or Substitute Depository or its successor), except to the Owner of any Bonds, and the Paying Agent may rely conclusively on its records as to the identity of the Owners of the Bonds.

SECTION 7. Execution of the Bonds. The Bonds shall be signed by the President of the Board, or any other member of the Board authorized to sign on behalf of the President, by his or her manual or facsimile signature and countersigned by the manual or facsimile signature of the Secretary or Clerk of the Board, or the designees thereof, all in their official capacities. No Bond shall be valid or obligatory for any purpose or shall be entitled to any security or benefit under this Resolution unless and until the certificate of authentication printed on the Bond is signed by the Paying Agent as authenticating agent. Authentication by the Paying Agent shall be conclusive evidence that the Bond so authenticated has been duly issued, signed and delivered under this Resolution and is entitled to the security and benefit of this Resolution.

SECTION 8. Paying Agent; Transfer and Exchange. So long as any of the Bonds remain Outstanding, the District will cause the Paying Agent to maintain and keep at its designated corporate trust office all books and records necessary for the registration, exchange and transfer of the Bonds as provided in this Section. Subject to the provisions of Section 9 below, the person in whose name a Bond is registered on the Bond Register shall be regarded as the absolute Owner of that Bond for all purposes of this Resolution. Payment of or on account of the principal of, premium, if any, and interest on any Bond shall be made only to or upon the order of such Owner; neither the District nor the Paying Agent shall be affected by any notice to the contrary, but the registration may be changed as provided in this Section. All such payments shall be valid and effectual to satisfy and discharge the District's liability upon the Bonds, including interest, to the extent of the amount or amounts so paid.

Any Bond may be exchanged for a Bond of like Series, tenor, maturity and Transfer Amount upon presentation and surrender at the designated corporate trust office of the Paying Agent, together with a request for exchange signed by the Owner or by a person legally empowered to do so in a form satisfactory to the Paying Agent. A Bond may be transferred on the Bond Register only upon presentation and surrender of the Bond at the designated corporate trust office of the Paying Agent together with an assignment executed by the Owner or by a person legally empowered to do so in a form satisfactory to the Paying Agent. Upon exchange or transfer, the Paying Agent shall complete, authenticate and deliver a new bond or bonds of like tenor and of any authorized denomination or denominations requested by the Owner equal to the Transfer Amount of the Bond surrendered and bearing or accruing interest at the same rate and maturing on the same date.

If any Bond shall become mutilated, the District, at the expense of the Owner of said Bond, shall execute, and the Paying Agent shall thereupon authenticate and deliver, a new Bond of like Series, tenor, maturity and Transfer Amount in exchange and substitution for the Bond so mutilated, but only upon surrender to the Paying Agent of the Bond so mutilated. If any Bond issued hereunder shall be lost, destroyed or stolen, evidence of such loss, destruction or theft may be submitted to the Paying

Agent and, if such evidence be satisfactory to the Paying Agent and indemnity for the Paying Agent and the District satisfactory to the Paying Agent shall be given by the Owner, the District, at the expense of the Owner, shall execute, and the Paying Agent shall thereupon authenticate and deliver, a new Bond of like Series, tenor, maturity and Transfer Amount in lieu of and in substitution for the Bond so lost, destroyed or stolen (or if any such Bond shall have matured or shall have been called for redemption, instead of issuing a substitute Bond the Paying Agent may pay the same without surrender thereof upon receipt of indemnity satisfactory to the Paying Agent and the District). The Paying Agent may require payment of a reasonable fee for each new Bond issued under this paragraph and of the expenses which may be incurred by the District and the Paying Agent.

If manual signatures on behalf of the District are required in connection with an exchange or transfer, the Paying Agent shall undertake the exchange or transfer of Bonds only after the new Bonds are signed by the authorized officers of the District, as provided in Section 7. In all cases of exchanged or transferred Bonds, the District shall sign and the Paying Agent shall authenticate and deliver Bonds in accordance with the provisions of this Resolution. All fees and costs of transfer shall be paid by the requesting party. Those charges may be required to be paid before the procedure is begun for the exchange or transfer. All Bonds issued upon any exchange or transfer shall be valid obligations of the District, evidencing the same debt, and entitled to the same security and benefit under this Resolution as the Bonds surrendered upon that exchange or transfer.

Any Bond surrendered to the Paying Agent for payment, retirement, exchange, replacement or transfer shall be cancelled by the Paying Agent. The District may at any time deliver to the Paying Agent for cancellation any previously authenticated and delivered Bonds that the District may have acquired in any manner whatsoever, and those Bonds shall be promptly cancelled by the Paying Agent. Written reports of the surrender and cancellation of Bonds shall be made to the District by the Paying Agent as requested by the District. The cancelled Bonds shall be retained for three years, then returned to the District or destroyed by the Paying Agent as directed by the District.

Neither the District nor the Paying Agent will be required to (a) issue or transfer any Bonds during a period beginning with the opening of business on the 16th day next preceding either any Bond Payment Date or any date of selection of Bonds to be redeemed and ending with the close of business on the Bond Payment Date or any day on which the applicable Redemption Notice is given or (b) transfer any Bonds which have been selected or called for redemption in whole or in part.

SECTION 9. Payment. Payment of interest on any Bond on any Bond Payment Date shall be made to the person appearing on the Bond Register of the Paying Agent as the Owner thereof as of the Record Date immediately preceding such Bond Payment Date, such interest to be paid by wire transfer to such Owner on the Bond Payment Date to the bank and account number as it appears on such Bond Register or at such other address as he or she may have filed with the Paying Agent for that purpose on or before the Record Date. The principal of, and redemption premiums, if any, payable on the Bonds shall be payable upon maturity or redemption upon surrender at the designated office of the Paying Agent. The principal of, premium, if any, and interest on, the Bonds shall be payable in lawful money of the United States of America. The Paying Agent is hereby authorized to pay the Bonds when duly presented for payment at maturity, and to cancel all Bonds upon payment thereof. The Bonds are obligations of the District payable solely from the levy of *ad valorem* property taxes upon all property subject to taxation within the District, which taxes shall be without limit as to rate or amount. The Bonds do not constitute an obligation of the Counties except as provided in this Resolution, and no part of any fund of any of the Counties is pledged or obligated to the payment of the Bonds.

SECTION 10. Form of Bonds. The Bonds shall be in substantially the form set forth in Exhibit A hereto, allowing those officials executing the Bonds to make the insertions and deletions necessary to conform the Bonds to this Resolution, the Purchase Contract and the Official Statement, or to correct or cure any defect, inconsistency, ambiguity or omission therein. Pending the preparation of definitive Bonds, the Bonds may be executed and delivered in temporary form exchangeable for definitive Bonds when ready for delivery. If the Paying Agent delivers temporary Bonds, it shall execute and deliver definitive Bonds in an equal aggregate principal amount of authorized denominations, when available, and thereupon the temporary Bonds shall be surrendered to the Paying Agent. Until so exchanged, the temporary Bonds shall be entitled to the same benefits hereunder as definitive Bonds.

SECTION 11. Delivery of Bonds. The proper officials of the District shall cause the Bonds to be prepared and, following their sale, shall have the Bonds signed and delivered, together with a final transcript of proceedings with reference to the issuance of the Bonds, to the Underwriter upon payment of the purchase price therefor.

SECTION 12. Deposit of Proceeds of Bonds. (a) The purchase price received from the Underwriters pursuant to the Purchase Contract, to the extent of the principal amount thereof, shall be paid to the County to the credit of the fund hereby authorized to be created to be known as the "Chabot-Las Positas Community College District Election of 2016 General Obligation Bonds, Series B Building Fund" (the "Building Fund") of the District, shall be kept separate and distinct from all other District and County funds, and such proceeds shall be used solely for the purposes for which the Bonds are being issued, and provided further that such proceeds shall be applied solely to the purposes authorized by the voters of the District at the Election. The Counties shall have no responsibility for assuring the proper use of the Bond proceeds by the District. At the election of the District, (i) to the extent the Bonds are issued in more than one Series, there shall be created a separate Building Fund for each such Series of Bonds, with appropriate Series designation, and all references herein to the Building Fund shall be deemed to include any Building Fund created for a Series of Bonds, or (ii) the Building Fund may be established as a subaccount of, or otherwise combined with, but separately accounted for, a fund established by the County for the purpose of holding proceeds of bonds issued pursuant to the Authorization.

The purchase price received from the Underwriters pursuant to the Purchase Contract, to the extent of any accrued interest and any net original issue premium, shall be paid to the County to the credit of the fund hereby authorized to be created to be known as the "Chabot-Las Positas Community College District Election of 2016 General Obligation Bonds, Series B Debt Service Fund" (the "Debt Service Fund") for the Bonds and used for payment of principal of and interest on the Bonds, and for no other purpose. At the election of the District, (i) to the extent the Bonds are issued in more than one Series, there shall be created a separate Debt Service Fund for each such Series of Bonds, with appropriate Series designation, and all references herein to the Debt Service Fund shall be deemed to include any Debt Service Fund created for a Series of Bonds, or (ii) the Debt Service Fund may be established as a subaccount of, or otherwise combined with, a fund established by the County for the purpose of holding proceeds of *ad valorem* property tax levies made to pay bonds issued pursuant to the Authorization.

Interest earnings on monies held in the Building Fund shall be retained in the Building Fund. Interest earnings on monies held in the Debt Service Fund shall be retained in the Debt Service Fund. Any excess proceeds of the Bonds on Deposit in the Building Fund not needed for the authorized purposes set forth herein for which the Bonds are being issued upon written notice from the District shall be transferred to the Debt Service Fund and applied to the payment of the principal of and interest on the Bonds. If, after payment in full of the Bonds, there remain excess proceeds in the Debt Service Fund, any such excess amounts shall be transferred to the general fund of the District, as permitted by

law.

The costs of issuance of the Bonds are hereby authorized to be paid either from premium withheld by the Underwriters upon the sale of the Bonds, or from the principal amount of the Bonds received from the Underwriters. To the extent costs of issuance are paid from such principal amount, the District may direct that a portion thereof, in an amount not-to-exceed 2.0% of such principal amount, in lieu of being deposited into the Building Fund, be deposited in a costs of issuance account to be held by a fiscal agent of the District appointed for such purpose. Any excess moneys in the cost of issuance account remaining after payment of all costs of issuance shall be transferred to the County for deposit into the Building Fund or Debt Service Fund, as appropriate.

(b) Subject to federal tax restrictions, all funds held by the County hereunder shall be invested in Permitted Investments pursuant to law and the investment policy of the County. Neither the County nor its officers and agents, as the case may be, shall have any responsibility or obligation to determine the tax consequences of any investment. The District hereby authorizes investments made pursuant to this Resolution with maturities exceeding five years. The interest earned on the moneys deposited in the Building Fund shall be deposited in the Building Fund and used for the purposes of that fund. Except as required to satisfy the requirements of Code Section 148(f), interest earned on the investment of moneys held in the Debt Service Fund shall be retained in the Debt Service Fund and used by the County to pay the Principal of and interest on the Bonds when due.

SECTION 13. Rebate Fund. The following provisions shall apply to any Bonds issued as Tax-Exempt Bonds.

(a) The District shall create and establish a special fund designated the “Chabot-Las Positas Community College District Election of 2016 General Obligation Bonds, Series B Rebate Fund” (the “Rebate Fund”). All amounts at any time on deposit in the Rebate Fund shall be held in trust, to the extent required to satisfy the requirement to make rebate payments to the United States (the “Rebate Requirement”) pursuant to Code Section 148, and the Treasury Regulations promulgated thereunder (the “Treasury Regulations”). Such amounts shall be free and clear of any lien hereunder and shall be governed by this Section and by the Tax Certificate to be executed by the District in connection with the Tax-Exempt Bonds (the “Tax Certificate”).

(b) Within 45 days of the end of each fifth Bond Year (as such term is defined in the Tax Certificate), (1) the District shall calculate or cause to be calculated with respect to the Bonds the amount that would be considered the “rebate amount” within the meaning of Section 1.148-3 of the Treasury Regulations, using as the “computation date” for this purpose the end of such Bond Year, and (2) the District shall deposit to the Rebate Fund from amounts on deposit in the other funds established hereunder or from other District funds, if and to the extent required, amounts sufficient to cause the balance in the Rebate Fund to be equal to the “rebate amount” so calculated. The District shall not be required to deposit any amount to the Rebate Fund in accordance with the preceding sentence, if the amount on deposit in the Rebate Fund prior to the deposit required to be made under this subsection (b) equals or exceeds the “rebate amount” calculated in accordance with the preceding sentence. Such excess may be withdrawn from the Rebate Fund to the extent permitted under subsection (g) of this Section. The District shall not be required to calculate the “rebate amount” and shall not be required to deposit any amount to the Rebate Fund in accordance with this subsection (b), with respect to all or a portion of the proceeds of the Bonds (including amounts treated as proceeds of the Bonds) (1) to the extent such proceeds satisfy the expenditure requirements of Code Sections 148(f)(4)(B) or 148(f)(4)(C) or Section 1.148-7(d) of the Treasury Regulations, whichever is applicable, and otherwise qualify for the exception to the Rebate Requirement pursuant to whichever of said sections is applicable, (2) to the extent such proceeds are subject to an election

by the District under Code Section 148(f)(4)(C)(vii) to pay a one and one-half percent (1½%) penalty in lieu of arbitrage rebate in the event any of the percentage expenditure requirements of Section 148(f)(4)(C) are not satisfied, or (3) to the extent such proceeds qualify for the exception to arbitrage rebate under Code Section 148(f)(4)(A)(ii) for amounts in a “bona fide debt service fund.” In such event, and with respect to such amounts, the District shall not be required to deposit any amount to the Rebate Fund in accordance with this subsection (b).

(c) Any funds remaining in the Rebate Fund after redemption of all the Bonds and any amounts described in paragraph (2) of subsection (d) of this Section, or provision made therefor satisfactory to the District, including accrued interest, shall be remitted to the District.

(d) Subject to the exceptions contained in subsection (b) of this Section to the requirement to calculate the “rebate amount” and make deposits to the Rebate Fund, the District shall pay to the United States, from amounts on deposit in the Rebate Fund,

(1) not later than 60 days after the end of (i) the fifth Bond Year, and (ii) each fifth Bond Year thereafter, an amount that, together with all previous rebate payments, is equal to at least 90% of the “rebate amount” calculated as of the end of such Bond Year in accordance with Section 1.148-3 of the Treasury Regulations; and

(2) not later than 60 days after the payment of all Bonds, an amount equal to 100% of the “rebate amount” calculated as of the date of such payment (and any income attributable to the “rebate amount” determined to be due and payable) in accordance with Section 1.148-3 of the Treasury Regulations.

(e) In the event that, prior to the time any payment is required to be made from the Rebate Fund, the amount in the Rebate Fund is not sufficient to make such payment when such payment is due, the District shall calculate (or have calculated) the amount of such deficiency and deposit an amount equal to such deficiency into the Rebate Fund prior to the time such payment is due.

(f) Each payment required to be made pursuant to subsection (d) of this Section shall be made to the Internal Revenue Service, on or before the date on which such payment is due, and shall be accompanied by Internal Revenue Service Form 8038-T, such form to be prepared or caused to be prepared by the District.

(g) In the event that immediately following the calculation required by subsection (b) of this Section, but prior to any deposit made under said subsection, the amount on deposit in the Rebate Fund exceeds the “rebate amount” calculated in accordance with said subsection, the District may withdraw the excess from the Rebate Fund and credit such excess to the Debt Service Fund.

(h) The District shall retain records of all determinations made hereunder until three years after the complete retirement of the Bonds.

(i) Notwithstanding anything in this Resolution to the contrary, the Rebate Requirement shall survive the payment in full or defeasance of the Bonds.

SECTION 14. Security for the Bonds. There shall be levied on all the taxable property in the District, in addition to all other taxes, a continuing direct *ad valorem* property tax annually during the period the Bonds are Outstanding in an amount sufficient to pay the principal of and interest on the Bonds when due, which moneys when collected will be deposited in the Debt Service Fund of the District, and which ,

which moneys shall be applied to the payment of the principal of and interest on the Bonds when and as the same fall due, and for no other purpose. The District covenants to cause the Counties to take all actions necessary to levy such *ad valorem* property tax in accordance with this Section 14. Pursuant to Government Code Section 53515, the Bonds shall be secured by a statutory lien on all revenues received pursuant to the levy and collection of *ad valorem* property taxes for the payment of the Bonds.

Pursuant to Government Code Sections 5450 and 5451, the District hereby pledges all revenues received from the levy and collection of *ad valorem* property taxes for the payment of each Series of Bonds and all amounts on deposit in the corresponding Debt Service Fund created pursuant to Section 12 hereof to the payment of such Series of Bonds. Such pledge shall constitute a lien on and security interest in such taxes and amounts in such Debt Service Fund. This pledge shall constitute an agreement between the District and the Owners of such Series of Bonds to provide security for the payment of such Bonds in addition to any statutory lien that may exist.

The moneys in the Debt Service Fund, to the extent necessary to pay the principal of and interest on the Bonds as the same become due and payable, shall be transferred by the Treasurer to the Paying Agent which, in turn, shall pay such moneys to DTC to pay such principal of and interest on the Bonds. DTC will thereupon make payments of principal of and interest on the Bonds to the DTC Participants who will thereupon make payments of such principal and interest to the Beneficial Owners of the Bonds. Any moneys remaining in the Debt Service Fund after the Bonds and the interest thereon have been paid in full, or provision for such payment has been made, shall be transferred to the general fund of the District, pursuant to Education Code Section 15234.

SECTION 15. Arbitrage Covenant. The District covenants that it will restrict the use of the proceeds of the Bonds issued as Tax-Exempt Bonds in such manner and to such extent, if any, as may be necessary, so that the Tax-Exempt Bonds will not constitute arbitrage bonds under Code Section 148 and the applicable regulations prescribed thereunder or any predecessor section. Calculations for determining arbitrage requirements are the sole responsibility of the District.

SECTION 16. Conditions Precedent. The Board determines that all acts and conditions necessary to be performed by the Board or to have been met precedent to and in the issuing of the Bonds in order to make them legal, valid and binding general obligations of the District have been performed and have been met, or will at the time of delivery of the Bonds have been performed and have been met, in regular and due form as required by law; and that no statutory or constitutional limitation of indebtedness or taxation will have been exceeded in the issuance of the Bonds.

SECTION 17. Official Statement. The Preliminary Official Statement relating to the Bonds, substantially in the form on file with the Clerk of or Secretary to the Board, is hereby approved and the Authorized Officers, each alone, are hereby authorized and directed, for and in the name and on behalf of the District, to deliver such Preliminary Official Statement to the Underwriters to be used in connection with the offering and sale of the Bonds. The Authorized Officers, each alone, are hereby authorized and directed, for and in the name and on behalf of the District, to deem the Preliminary Official Statement "final" pursuant to Rule 15c2-12 of the Securities Exchange Act of 1934, prior to its distribution and to execute and deliver to the Underwriters a final Official Statement, substantially in the form of the Preliminary Official Statement, with such changes therein, deletions therefrom and modifications thereto as the Authorized Officer executing the same shall approve. The Underwriters are hereby authorized to distribute copies of the Preliminary Official Statement to persons who may be interested in the purchase of the Bonds, and such Underwriters are directed to deliver copies of any final Official Statement to the purchasers of the Bonds. Execution of the Official Statement shall conclusively evidence the District's approval of the Official Statement.

SECTION 18. Insurance. In the event the District purchases bond insurance for the Bonds, and to the extent that the Bond Insurer makes payment of the principal of and interest on the Bonds, it shall become the Owner of such Bonds with the right to payment of such principal or interest, and shall be fully subrogated to all of the Owners' rights, including the Owners' rights to payment thereof. To evidence such subrogation (i) in the case of subrogation as to claims of past due interest, the Paying Agent shall note the Bond Insurer's rights as subrogee on the Bond Register for the Bonds maintained by the Paying Agent upon receipt of a copy of the cancelled check issued by the Bond Insurer for the payment of such interest to the Owners of the Bonds, and (ii) in the case of subrogation as to claims for past due principal, the Paying Agent shall note the Bond Insurer as subrogee on the Bond Register for the Bonds maintained by the Paying Agent upon surrender of the Bonds by the Owners thereof to the Bond Insurer or the insurance trustee for the Bond Insurer.

SECTION 19. Defeasance. All or any portion of the Outstanding maturities of the Bonds may be defeased prior to maturity in the following ways:

(a) Cash: by irrevocably depositing with an independent escrow agent selected by the District an amount of cash which, together with any amounts transferred from the Debt Service Fund, if any, is sufficient to pay all Bonds Outstanding and designated for defeasance (including all principal thereof, accrued interest thereon and redemption premiums, if any) at or before their maturity date; or

(b) Government Obligations: by irrevocably depositing with an independent escrow agent selected by the District noncallable Government Obligations together with any amounts transferred from the Debt Service Fund, if any, and any other cash, if required, in such amount as will, together with interest to accrue thereon, in the opinion of an independent certified public accountant, be fully sufficient to pay and discharge all Bonds Outstanding and designated for defeasance (including all principal thereof, accrued interest thereon and redemption premiums, if any) at or before their maturity date;

then, notwithstanding that any of such Bonds shall not have been surrendered for payment, all obligations of the District with respect to all such designated Outstanding Bonds shall cease and terminate, except only the obligation of the independent escrow agent selected by the District to pay or cause to be paid from funds deposited pursuant to paragraphs (a) or (b) of this Section, to the Owners of such designated Bonds not so surrendered and paid all sums due with respect thereto.

For purposes of this Section, "Government Obligations" shall, unless otherwise provided in the Purchase Contract, mean:

Direct and general obligations of the United States of America, obligations that are unconditionally guaranteed as to principal and interest by the United States of America (which may consist of obligations of the Resolution Funding Corporation that constitute interest strips), or obligations secured or otherwise guaranteed, directly or indirectly, as to principal and interest by a pledge of the full faith and credit of the United States of America. In the case of direct and general obligations of the United States of America, Government Obligations shall include evidences of direct ownership of proportionate interests in future interest or principal payments of such obligations. Investments in such proportionate interests must be limited to circumstances where (a) a bank or trust company acts as custodian and holds the underlying United States obligations; (b) the owner of the investment is the real party in interest and has the right to proceed directly and individually against the obligor of the underlying United States obligations; and (c) the underlying United States obligations are

held in a special account, segregated from the custodian's general assets, and are not available to satisfy any claim of the custodian, any person claiming through the custodian, or any person to whom the custodian may be obligated; provided that such obligations are rated or assessed at least as high as direct and general obligations of the United States of America by either Moody's or S&P.

SECTION 20. Nonliability of Counties. Notwithstanding anything to the contrary contained herein, in the Bonds or in any other document mentioned herein, none of the Counties, nor their respective officials, officers, employees or agents, shall have any liability hereunder or by reason hereof or in connection with the transactions contemplated hereby, the Bonds are not a debt of any of the Counties or a pledge of the Counties' full faith and credit, and the Bonds and any liability in connection therewith shall be paid solely from *ad valorem* property taxes lawfully levied within the boundaries of the District to pay the principal of and interest on the Bonds, which taxes shall be unlimited as to rate or amount.

SECTION 21. Reimbursement of Counties' Costs. The District shall reimburse the Counties for all costs and expenses incurred by the Counties, and the respective officials, officers, agents and employees thereof in issuing or otherwise in connection with the issuance of the Bonds.

SECTION 22. Request to Counties to Levy Tax. The Boards of Supervisors and officers of the Counties are obligated by statute to provide for the levy and collection of *ad valorem* property taxes in each year sufficient to pay all principal of and interest coming due on the Bonds in such year, and to pay from such taxes all amounts due on the Bonds. The District hereby requests the Boards of Supervisors of the Counties to annually levy a tax upon all taxable property in the District sufficient to pay all such principal and interest coming due on the Bonds in such year, and to pay from such taxes all amounts due on the Bonds. The Board hereby finds and determines that such *ad valorem* property taxes shall be levied specifically to pay the Bonds being issued to finance specific projects authorized by the voters of the District at the Bond Election.

SECTION 23. Other Actions. (a) Officers of the Board and District officials and staff are hereby authorized and directed, jointly and severally, to do any and all things and to execute and deliver any and all documents which they may deem necessary or advisable in order to proceed with the issuance of the Bonds and otherwise carry out, give effect to and comply with the terms and intent of this Resolution. Such actions heretofore taken by such officers, officials and staff are hereby ratified, confirmed and approved.

(b) The Board hereby appoints KNN Public Finance LLC, as the Municipal Advisor, and Stradling Yocca Carlson & Rauth, a Professional Corporation, as Bond Counsel and Disclosure Counsel, each with respect to the issuance of the Bonds.

(c) Notwithstanding any other provisions contained herein, the provisions of this Resolution as they relate to the Bonds may be amended by the Purchase Contract or the Official Statement.

(d) Based on a good faith estimate received by the District from the Municipal Advisor, the District finds that (i) the True Interest Cost of the Bonds (as defined in Government Code Section 5852.1(a)(1)(A)) is expected to be approximately 1.90%, (ii) the total Finance Charge of the Bonds (as defined in Government Code Section 5852.1(a)(1)(B)) is expected to be \$1,265,722, (iii) the total proceeds expected to be received by the District from the sale of the Bonds, less the Finance Charge of the Bonds and any reserves or capitalized interest paid or funded with proceeds of the Bonds, is expected to be \$199,734,278, and (iv) the District expects that the Total Payment Amount (as defined in Government Code Section 5852.1(a)(1)(D)), calculated to the final maturity of the Bonds, will be \$236,427,972. The information presented in this section is included in satisfaction of Government Code Section 5852.1, and shall not abrogate or otherwise limit any provision of this Resolution.

(e) The District hereby approves the execution and delivery of all agreements, documents, certificates and instruments referred to herein with electronic signatures as may be permitted under the California Uniform Electronic Transactions Act and digital signatures as may be permitted under Section 16.5 of the Government Code using DocuSign.

SECTION 24. Resolution to Treasurer. The Clerk of or Secretary to the Board is hereby directed to provide a certified copy of this Resolution to the Treasurer immediately following its adoption.

SECTION 25. Continuing Disclosure. The District hereby covenants and agrees that it will comply with and carry out all of the provisions of that certain Continuing Disclosure Certificate executed by the District and dated the Date of Delivery, as originally executed and as it may be amended from time to time in accordance with the terms thereof. The Board hereby approves the form of the Continuing Disclosure Certificate appended to the form of the Preliminary Official Statement on file with the Clerk of or Secretary to the Board as of the date hereof, and the Authorized Officers, each alone, are hereby authorized to execute and deliver such Continuing Disclosure Certificate with such changes therein and modifications thereto as shall be approved by the Underwriter and the Authorized Officer executing the same, such approval to be conclusively evidenced by such execution and delivery. Any Bond Holder may take such actions as may be necessary and appropriate, including seeking mandate or specific performance by court order, to cause the District to comply with its obligations under this Section. Neither noncompliance with this Section nor noncompliance with the Continuing Disclosure Certificate shall result in acceleration of the Bonds.

SECTION 26. Effective Date. This Resolution shall take effect immediately upon its passage.

SECTION 27. Further Actions Authorized. It is hereby covenanted that the District, and its appropriate officials, have duly taken all actions necessary to be taken by them, and will take any additional actions necessary to be taken by them, for carrying out the provisions of this Resolution.

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SECTION 28. Recitals. All the recitals in this Resolution above are true and correct and this Board so finds, determines and represents.

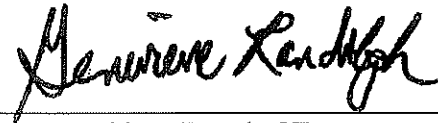
PASSED, ADOPTED AND APPROVED this 15th day of June, 2021, by the following vote:

AYES: Gin, Heredia, Maduli, Randolph, Reynoso, Sbranti

NOES:

ABSENT: Granger

ABSTENTIONS:



President, Board of Trustees
Chabot-Las Positas Community College District

Attest:



Secretary of the Board of Trustees of the Chabot-Las
Positas Community College District County of
Alameda, State of California

SECRETARY'S CERTIFICATE

I, Ronald P. Gerhard, Secretary to the Board of Trustees of the Chabot-Las Positas Community College District (the "District") hereby certify as follows:

The foregoing is a full, true and correct copy of a resolution duly adopted at a regular meeting of the Board of Trustees of the District duly and regularly and legally held at the regular meeting place thereof on June 15, 2021, of which meeting all of the members of the Board of said District had due notice and at which a quorum was present.

I have carefully compared the same with the original minutes of said meeting on file and of record in my office and the foregoing is a full, true and correct copy of the original resolution adopted at said meeting and entered in said minutes.

Said resolution has not been amended, modified or rescinded since the date of its adoption, and the same is now in full force and effect.

Dated: June 15, 2021



Secretary of the Board of Trustees of the Chabot-Las
Positas Community College District County of
Alameda, State of California

EXHIBIT A

FORM OF BONDS

UNLESS THIS BOND IS PRESENTED BY AN AUTHORIZED REPRESENTATIVE OF THE DEPOSITORY TO THE PAYING AGENT FOR REGISTRATION OF TRANSFER, EXCHANGE OR PAYMENT, AND ANY BOND ISSUED IS REGISTERED IN THE NAME OF CEDE & CO. OR IN SUCH OTHER NAME AS IS REQUESTED BY AN AUTHORIZED REPRESENTATIVE OF THE DEPOSITORY (AND ANY PAYMENT IS MADE TO CEDE & CO. OR TO SUCH OTHER ENTITY AS IS REQUESTED BY AN AUTHORIZED REPRESENTATIVE OF THE DEPOSITORY), ANY TRANSFER, PLEDGE OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL INASMUCH AS THE REGISTERED OWNER HEREOF, CEDE & CO., HAS AN INTEREST HEREIN.

REGISTERED
NO.

REGISTERED
\$

**CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT
(ALAMEDA AND CONTRA COSTA COUNTIES, CALIFORNIA)
ELECTION OF 2016 GENERAL OBLIGATION BONDS, SERIES B**

INTEREST RATE:
____% per annum

MATURITY DATE:
August 1, 20____

DATED AS OF:
_____, 2021

CUSIP

REGISTERED OWNER: CEDE & CO.

PRINCIPAL AMOUNT:

The Chabot-Las Positas Community College District (the "District"), for value received, promises to pay to the Registered Owner named above, or registered assigns, the Principal Amount on the Maturity Date, each as stated above, and interest thereon until the Principal Amount is paid or provided for at the Interest Rate stated above, on February 1 and August 1 of each year (the "Bond Payment Dates"), commencing February 1, 2022. This Bond will bear interest from the Bond Payment Date next preceding the date of authentication hereof unless it is authenticated as of a day during the period from the 16th day of the month next preceding any Bond Payment Date to the Bond Payment Date, inclusive, in which event it shall bear interest from such Bond Payment Date, or unless it is authenticated on or before January 15, 2021, in which event it shall bear interest from the Date of Delivery. Interest on this Bond shall be computed on the basis of a 360-day year of 12, 30-day months. Principal and interest are payable in lawful money of the United States of America, without deduction for the paying agent services, to the person in whose name this Bond (or, if applicable, one or more predecessor bonds) is registered, such owner being the Registered Owner, on the Register maintained by the Paying Agent, initially U.S. Bank National Association, Los Angeles, California. Principal is payable upon presentation and surrender of this Bond at the designated office of the Paying Agent. Interest is payable by wire transfer by the Paying Agent on each Bond Payment Date to the Registered Owner of this Bond (or one or more predecessor bonds) as shown on the bond register maintained by the Paying Agent, and to the bank and account number on file with the Paying Agent, as of the close of business on the 15th day of the calendar month next preceding that Bond Payment Date.

This Bond is one of an authorization of bonds approved to raise money for the purposes authorized by voters of the District at the Election (as defined herein) and to pay all necessary legal, financial, engineering and contingent costs in connection therewith under authority of and pursuant to the laws of the State of California, and the requisite vote of the electors of the District cast at a general election held on June 7, 2016 (the "Election"), upon the question of issuing bonds in the amount of \$950,000,000 and the resolution of the Board of Trustees of the District adopted on June 15, 2021 (the "Bond Resolution"). This Bond is being issued under the provisions of Article 4.5 of Chapter 3 of Part 1 of Division 2 of Title 5 of the Government Code. This Bond and the issue of which this Bond is one are payable as to both principal and interest solely from the proceeds of the levy of *ad valorem* property taxes on all property subject to such taxes in the District, which taxes are unlimited as to rate or amount in accordance with Education Code Sections 15250 and 15252. Pursuant to Government Code Section 53515, the Bonds shall be secured by a statutory lien on all revenues received pursuant to the levy and collection of such *ad valorem* property taxes.

Pursuant to Government Code Sections 5450 and 5451, the District has pledged all revenues received

from the levy and collection of *ad valorem* property taxes for the payment of the Bonds, and all amounts on deposit in the Debt Service Fund (as defined in the Bond Resolution), to the payment of the Bonds. Such pledge shall constitute a lien on and security interest in such taxes and amounts in the Debt Service Fund, and shall constitute an agreement between the District and the Registered Owners of the Bonds to provide security for the payment of the Bonds in addition to any statutory lien that may exist.

The Bonds of this issue comprise \$_____ principal amount of current interest bonds, of which this bond is a part (each a "Bond").

This Bond is exchangeable and transferable for a Bond of like series, tenor, maturity and Transfer Amount (as defined in the Bond Resolution) and in authorized denominations at the designated corporate trust office of the Paying Agent, by the Registered Owner or by a person legally empowered to do so, in a form satisfactory to the Paying Agent, all subject to the terms, limitations and conditions provided in the Bond Resolution. All fees and costs of transfer shall be paid by the transferor. The District and the Paying Agent may deem and treat the Registered Owner as the absolute owner of this Bond for the purpose of receiving payment of or on account of principal or interest and for all other purposes, and neither the District nor the Paying Agent shall be affected by any notice to the contrary.

Neither the District nor the Paying Agent will be required to (a) issue or transfer any Bond during a period beginning with the opening of business on the 16th day next preceding either any Bond Payment Date or any date of selection of Bonds to be redeemed and ending with the close of business on the Bond Payment Date or day on which the applicable notice of redemption is given or (b) transfer any Bond which has been selected or called for redemption in whole or in part.

The Bonds maturing on and before August 1, 20__ are not subject to redemption prior to their fixed maturity dates. The Bonds maturing on and after August 1, 20__ are subject to redemption prior to their respective stated maturity dates, at the option of the District, from any source of available funds, in whole or in part, on any date on or after August 1, 20__ at a redemption price equal to the principal amount of the Bonds to be redeemed, plus interest accrued thereon to the date fixed for redemption, without premium.

The Bonds maturing on August 1, 20__ (the "Term Bonds"), are subject to redemption prior to maturity from mandatory sinking fund payments on August 1 of each year, on and after August 1, 20__, at a redemption price equal to the principal amount thereof, together with accrued interest to the date fixed for redemption, without premium. The principal amount of such Term Bonds to be so redeemed and the dates therefor and the final payment date is as indicated in the following table:

Year Ending <u>August 1</u>	Principal <u>To Be Redeemed</u>
--------------------------------	------------------------------------

⁽¹⁾ Maturity.

In the event that a portion of the Term Bonds is optionally redeemed prior to maturity, the remaining mandatory sinking fund payments with respect thereto shall be reduced proportionately, or as otherwise directed by the District, in integral multiples of \$5,000 of principal amount, in respect of the portion of such Term Bonds optionally redeemed.

If less than all of the Bonds of any one maturity shall be called for redemption, the particular Bonds or portions of Bonds of such maturity to be redeemed shall be selected as directed by the District, and if not so directed, by lot. Redemption by lot shall be in such manner as the Paying Agent shall determine; provided, however, that the portion of any Bond to be redeemed shall be in the principal amount of \$5,000 or any integral multiple thereof. If less than all of the Bonds stated to mature on different dates shall be called for redemption, the particular Bonds or portions thereof to be redeemed shall be called by the Paying Agent as directed by the District, and if not so directed, in the inverse order of maturity.

Reference is made to the Bond Resolution for a more complete description of certain defined terms used herein, as well as the provisions, among others, with respect to the nature and extent of the security for the Bonds of this series, the rights, duties and obligations of the District, the Paying Agent and the Registered Owners, and the terms and conditions upon which the Bonds are issued and secured. The Registered Owner of this Bond assents, by acceptance hereof, to all of the provisions of the Bond Resolution.

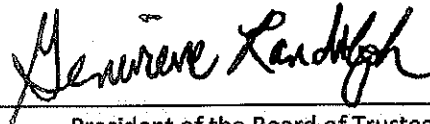
It is certified and recited that all acts and conditions required by the Constitution and laws of the State of California to exist, to occur and to be performed or to have been met precedent to and in the issuing of the Bonds in order to make them legal, valid and binding general obligations of the District, have been performed and have been met in regular and due form as required by law; that no statutory or constitutional limitation on indebtedness or taxation has been exceeded in issuing the Bonds; and that due provision has been made for levying and collecting *ad valorem* property taxes on all of the taxable property within the District in an amount sufficient to pay principal of and interest on the Bonds when due.

This Bond shall not be valid or obligatory for any purpose and shall not be entitled to any security or benefit under the Bond Resolution until the Certificate of Authentication below has been signed.

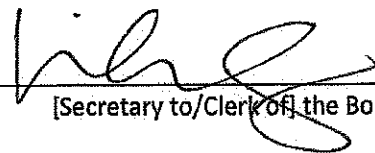
[REMAINDER OF PAGE LEFT BLANK]

IN WITNESS WHEREOF, the Chabot-Las Positas Community College District has caused this Bond to be executed on behalf of the District and in their official capacities by the manual or facsimile signature of the President of the Board of Trustees of the District, and to be countersigned by the manual or facsimile signature of the [Secretary to/Clerk of] the Board of Trustees of the District, all as of the date stated above.

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

By: 
President of the Board of Trustees

COUNTERSIGNED:


[Secretary to/Clerk of] the Board of Trustees

CERTIFICATE OF AUTHENTICATION

This Bond is one of the Bonds described in the Bond Resolution referred to herein which has been authenticated and registered on _____, 2021.

By: U.S. BANK NATIONAL ASSOCIATION, as Paying Agent

Authorized Officer

ASSIGNMENT

For value received, the undersigned sells, assigns and transfers to (print or typewrite name, address and zip code of Transferee): _____ this Bond and irrevocably constitutes and appoints attorney to transfer this Bond on the books for registration thereof, with full power of substitution in the premises.

Dated: _____

Signature Guaranteed:

Notice: The assignor's signature to this assignment must correspond with the name as it appears upon the within Bond in every particular, without alteration or any change whatever, and the signature(s) must be guaranteed by an eligible guarantor institution.

Social Security Number, Taxpayer Identification Number or other identifying number of Assignee: _____

Unless this certificate is presented by an authorized representative of The Depository Trust Company to the issuer or its agent for registration of transfer, exchange or payment, and any certificate issued is registered in the name of Cede & Co. or such other name as requested by an authorized representative of The Depository Trust Company and any payment is made to Cede & Co., ANY TRANSFER, PLEDGE OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL since the registered owner hereof, Cede & Co., has an interest herein.

LEGAL OPINION

The following is a true copy of the opinion rendered by Stradling Yocca Carlson & Rauth, a Professional Corporation in connection with the issuance of, and dated as of the date of the original delivery of, the Bonds. A signed copy is on file in my office.

(Facsimile Signature)

[Secretary to/Clerk of] the Board of Trustees

(Form of Legal Opinion)

Jonah R. Nicholas

Vice Chancellor, Business Services

Signature: _____

PASSED AND ADOPTED by a roll call vote this 15th day of July, 2021, by the Governing Board of Chabot-Las Positas Community College District of Alameda County, State of California.

AYES: Gin, Heredia, Maduli, Randolph, Reynoso, Sbranti

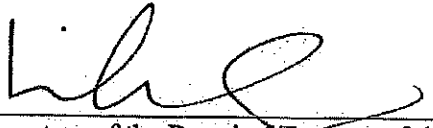
NOES:

ABSENT: Granger

ABSTENTIONS:

I, Secretary of the Governing Board of Chabot-Las Positas Community College District of Alameda County, State of California, certify that the foregoing is a full, true and correct copy of a resolution adopted by the said Board at a regular meeting thereof held at a regular public place of meeting and the resolution is on file in the office of said Board.

6/15/21
Date


Secretary of the Board of Trustees of the Chabot-Las
Positas Community College District County of
Alameda, State of California

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

June 15, 2021

Agenda Item: 5.15

Subject: Adoption of Resolution No. 12-2021, Resolution Requesting the Board of Supervisors of the County of Alameda and Contra Costa Counties to Establish Tax Rate for Bonds of Chabot-Las Positas Community College District Expected to Be Sold During Fiscal Year 2021-22, and Authorizing Necessary Actions in Connection Therewith

Background: An election was held in the Chabot-Las Positas Community College District on June 7, 2016 for the issuance and sale of general obligation bonds of the District for various school facility improvements in the maximum amount of \$950,000,000 (the "Measure A"). The schedule for issuing the second series of bonds authorized under Measure A (the "Bonds") currently anticipates completing the sale of its Bonds after the time that the Auditor-Controllers of each Alameda and Contra Costa Counties (the "Counties") calculate the taxes to be levied for District bonded debt during fiscal year 2021-22. Therefore, Resolution No. ____ is being brought before the Board of Trustees now to formally request that, pursuant to Education Code Sections 15252-15254, the Boards of Supervisors of the Counties adopt a tax rate and levy a tax for the Bonds. The tax rate will be based upon an estimated debt service schedule prepared by the District. The Resolution further authorizes the District officials to file a certified copy of the Resolution with the Boards of Supervisors of the Counties and to deliver copies of the Resolution to the Auditor-Controller and Treasurer and Tax Collector of the Counties.

Adoption of this Resolution is necessary to ensure that property taxes are levied during fiscal year 2021-22 for the payment of the Bonds. The Bonds are expected to be sold during Fiscal Year 2021-22.

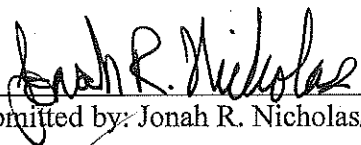
FISCAL IMPACT: There is no fiscal impact to the General Fund resulting from the issuance of the Bonds.


Recommended Action: That the Board of Trustees adopt Resolution No. 12-2021, requesting the Board of Supervisors of the County of Alameda and the County of Contra Costa to establish tax rate for bonds of Chabot-Las Positas Community College District, expected to be sold during the Fiscal Year 2021-22, and authorizing necessary actions in connection therewith. It is further recommended that the Vice Chancellor of Business Services execute this resolution on behalf of the District.

Agenda Item: 5.15

June 15, 2021

Page 2

 6/8/21
Submitted by: Jonah R. Nicholas/Date

 6/9/21
Approved: Ronald P. Gerhard/Date

☒ APPROVED

☐ DISAPPROVED

☐ TABLED

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

RESOLUTION NO. 12-2021

RESOLUTION REQUESTING BOARD OF SUPERVISORS OF THE COUNTIES OF ALAMEDA AND CONTRA COSTA TO ESTABLISH TAX RATE FOR BONDS OF CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT EXPECTED TO BE SOLD DURING FISCAL YEAR 2021-22, AND AUTHORIZING NECESSARY ACTIONS IN CONNECTION THEREWITH

WHEREAS, this Board of Trustees (the "Board") of the Chabot-Las Positas Community College District (the "District"), located in Alameda County and Contra Costa County (together the "Counties") California, is authorized to, and intends to, issue a series of its bonds for the purposes authorized by the voters of the District on June 7, 2016 ("Measure A");

WHEREAS, the Boards of Supervisors of the Counties are required to take action approving a tax rate for payment of indebtedness of the District during Fiscal Year 2021-22, and it is the responsibility of the Auditor-Controller of each of the Counties to calculate the several tax rates for the Boards of Supervisors' action thereon;

WHEREAS, this Board has determined that it is not possible or advisable to sell the District's bonds in time to permit the Auditor-Controllers, or other appropriate officials of each of the Counties, to calculate the tax rates necessary to pay debt service on such bonds in order that such tax rates may be reflected on 2021-2022 property tax bills of taxpayers in the District;

WHEREAS, the Education Code of the State of California provides that the Boards of Supervisors of the Counties shall annually, at the time of making the levy of taxes for county purposes, estimate the amount of money required to meet the payment of the principal of and interest on the bonds authorized by the electors of the District and not sold, and which the Board of Trustees of the District informs such Boards of Supervisors in their belief will be sold before the next tax levy, and further provides that said Boards of Supervisors shall levy a tax sufficient to pay the principal and interest so estimated; and

WHEREAS, this Board deems it necessary and desirable to issue a series of the District's Measure A bonds during Fiscal Year 2021-22, as authorized by the Government Code, and that the Counties levy a tax for payment on debt service estimated to come due on such bonds during Fiscal Year 2021-22, and believes that said bonds will be sold during said Fiscal Year.

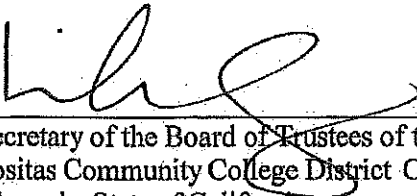
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF TRUSTEES OF CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT:

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

Section 2. Estimate of Tax Levy. The Chancellor or the Vice Chancellor, Business Services of the District or such other officer of the District as either authorized officer may designate (each, an "Authorized District Representative"), are hereby authorized and directed to prepare, or cause the financial advisor or underwriter to the District, to prepare, an estimate of all payments of principal and interest which shall become due on a series of Measure A bonds of the District expected to be sold prior to the making of the tax levy for Fiscal Year 2021-22, and to cause the debt service schedule so prepared to be provided to the Boards of Supervisors and the Auditor-Controllers of the Counties and to any other officers of the Counties responsible for preparing the tax levy for bonds of the District and for levying said tax. The District estimates that the sale of its next series of bonds shall be in the amount of \$200 million, an amount within the District's authorized but unissued bond allowance, and shall be issued on or about September 2021.

I, Secretary of the Governing Board of Chabot-Las Positas Community College District of Alameda County, State of California, certify that the foregoing is a full, true and correct copy of a resolution adopted by the said Board at a regular meeting thereof held at a regular public place of meeting and the resolution is on file in the office of said Board.

6/15/21
Date


Secretary of the Board of Trustees of the Chabot-Las
Positas Community College District County of
Alameda, State of California

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

June 15, 2021

Agenda Item: 6.1

Subject: Approval to Reject all bids of Informal Bid (IFB) No. B20/21-19 License Plate Recognition System Project for the Las Positas College

Background: The District issued IFB No. B20/21-19 on May 7, 2021. The invitation of bid was in accordance with the state public bidding requirements under the Board Approved Uniform Public Construction Cost Accounting Act or UPCCA. The purpose of this request was to receive comprehensive proposals for License Plate Recognition System Project at the Las Positas College.

On May 6, 2021 the Facilities Management Team held a Mandatory job walk and had 5 potential bidders attend. On May 26, 2021, the District received two responses to the Informal Bid No. B20/21-19;

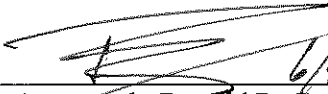
Proposer	County
Radonich Corp. DBA Cal Coast Telecom	San Jose
McMillian Security Systems	San Francisco

Staff performed an evaluation of the bids received. All bids received exceed the statutory limit provided by the UPCCA bidding process. This results in a recommendation to reject all Bids due to budgetary excesses. The power of public agency to reject all bids received through competitive bidding is well recognized. In regards to the competitive bidding for public works projects, the public agency must award to the lowest responsive responsible bidder or reject all bids (Public Contract Code 20111 and 20651). California case law authority is fully supportive.

Recommended Action: That the Board of Trustees REJECT all bids for the proposed award of IFB No. B20/21-19 License Plate Recognition System Project for the Las Positas College.

Funding Source: Measure A Bond Funds

 6/8/21
Submitted: Owen Letcher/Date

 6/9/21
Approved: Ronald P. Gerhard/Date

☒ APPROVED ☐ DISAPPROVED ☐ TABLED

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

June 15, 2021

Agenda Item: 6.2

Subject: Approval of Award of Bid No. B20/21-14 to Nema Construction for the Dental Hygiene Simulation Equipment Connections Project at Chabot College

Background: The District issued Bid No. B20/21-14 on April 16, 2021. The invitation of bid was in accordance with state public bidding requirements. The purpose of this request was to receive comprehensive proposals for Dental Hygiene Simulation Equipment Connections Project at Chabot College.

On Wednesday, April 28, 2021, a mandatory bid walk was held and attended by three (3) interested parties. On May 18, 2021 three (3) parties submitted bid proposals.

Bidder	City	Amount
JD General Construction Inc	Livermore	\$620,000.00
Nema Construction	Albany	\$340,000.00
Rodan Builders, Inc.	Hayward	\$494,000.00

After an evaluation of received bids and follow up interview, Nema Construction was selected as the lowest responsive and most qualified company.

Base Fee	\$310,000.00
Owner's Allowance	<u>\$ 30,000.00</u>
Total Bid Amount	\$340,000.00

The District is requesting that the Board of Trustees approve the proposed award of Bid No. B20/21-14 to Nema Construction.

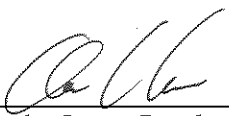
Agenda Item: 6.2

June 15, 2021

Page 2

Recommended Action: That the Board of Trustees approve the award of Bid No. B20/21-14 to Nema Construction, of Albany, California in the amount of \$340,000.00 for the Dental Hygiene Simulation Equipment Connections Project at Chabot College. It is further recommended that the Board authorize the Vice Chancellor, Business Services, to execute the agreement and any future amendments to the agreement on behalf of the District.

Funding Source: Measure A Bond

 6/8/2021
Submitted: Owen Letcher/Date

 6/9/21
Approved: Ronald P. Gerhard/Date

✓

APPROVED

DISAPPROVED

TABLED

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

June 15, 2021

Agenda Item: 6.3

Subject: Approval of Award of Contract with Structure Groups for DSA Approved Inspector of Record for B2100 Academic Support and Office Building at Las Positas College

Background: The District issued a Request for Proposal on April 9, 2021, seeking qualified DSA Approved Inspector of Record for B2100 Academic Support and Office Building at Las Positas College.

Proposer
Durbrow Consulting, LLC
Structure Groups

City
Rescue, CA
Livermore, CA

Structure Groups was selected as the lowest responsive and most qualified firm for all services requested.

DSA IOR Projected Total	\$462,800.00
District Allowance	<u>\$ 46,280.00</u>
Not to Exceed Amount	\$509,080.00

The district recommends the selection of Structure Groups for DSA Approved Inspector of Record for B2100 Academic Support and Office Building at Las Positas College.

Recommended Action: That the Board of Trustees approves the proposed Award of Contract with Structure Groups of Livermore, CA, for DSA Approved Inspector of Record for B2100 Academic Support and Office Building at Las Positas College in an amount not to exceed \$509,080.00. It is also recommended that the Board authorize the Vice Chancellor, Business Services, to execute the agreement on behalf of the District.

Funding Source: Measure A Bond Funds

 6/6/2021
Submitted: Owen Letcher/Date

 6/9/21
Approved: Ronald P. Gerhard/Date

☒ APPROVED

☐ DISAPPROVED

☐ TABLED

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

June 15, 2021

Agenda Item: 6.4

Subject: Approval of Award of Contract with Mencos Inspection for DSA Approved Inspector of Record Services for the Public Safety Complex (PSC) and Advanced Manufacturing and Transportation (AMT) Facilities at Las Positas College

Background: The District issued a Request for Proposal on May 10, 2021, seeking qualified DSA Approved Inspector of Record Services for the Public Safety Complex (PSC) and Advanced Manufacturing and Transportation (AMT) Facilities at Las Positas College. On May 24th the District Purchasing Department received three (3) responses to the RFP from qualified firms.

<u>Proposer</u>	<u>City</u>
Dubrow Consulting Group	El Dorado Hills
ITS Enterprises, Inc.	Acampo
Mencos Inspections	Castro Valley

After review of the submitted documents, Mencos Inspections was selected as the lowest responsive and most qualified firm for all services requested.

DSA IOR Projected Total (2 years)	\$501,900.00
District Allowance	<u>\$ 50,190.00</u>
Not to Exceed Amount	\$552,090.00


The district recommends the selection of Mencos Inspections for DSA Approved Inspector of Record Services for the Public Safety Complex (PSC) and Advanced Manufacturing and Transportation (AMT) Facilities at Las Positas College.

Agenda Item: 6.4
June 15, 2021
Page 2

Recommended Action: That the Board of Trustees approves the proposed Award of Contract with Mencos Inspections of Castro Valley, CA, for DSA Approved Inspector of Record Services for the Public Safety Complex (PSC) and Advanced Manufacturing and Transportation (AMT) Facilities at Las Positas College in an amount not to exceed \$552,090.00. It is also recommended that the Board authorize the Vice Chancellor, Business Services, to execute the agreement on behalf of the District.

Funding Source: Measure A Bond Funds

 6/8/21
Submitted: Owen Letcher/Date

 6/9/21
Approved: Ronald P. Gerhard/Date

☒ APPROVED ☐ DISAPPROVED ☐ TABLED

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

June 15, 2021

Agenda Item: 6.5

Subject: Approval of Measure B & Measure A Bond Program: Bond List Revision
Measure B #AE and Measure A #5 – Non-Substantive

Background: As part of the accountability measures for the Measure A Bond Program, the management team for the programs has put into place a formal process for managing, tracking and presenting to the Board of Trustees all revisions to the Measure B and Measure A individual project names, scopes and budgets. This process adheres to the accountability standards outlined by Proposition 39 and provides transparency in the evolution of the project list.

Additional criteria added to the bond list revision process at the September 18, 2018 Board of Trustees meeting. These criteria identified an added layer of information and flagging to a bond list revision for those projects with substantive changes (a change to a single project in excess of \$5 million dollars, the cancellation of a project from the bond list, or the creation of a new project). In order to provide clarity for the Board of Trustees, the management team will identify bond list revisions containing “substantive changes” or “non-substantive changes in the agenda text.

Measure B bond list revision #AE and Measure A Bond List revision #5 contains non-substantive changes based on the criteria set forth above. The Bond List Revision is proposing the following changes:

Measure A

Chabot College – 562210 Biology / Faculty Building 2100 Phase 2, added “STEM Complex” to the project title per the request of college user group.

Las Positas College – No Changes

District & Districtwide – recognize interest earnings from December 2019 through March 31, 2021

Measure B

Chabot College –552520 Campus Repairs & Small Projects, adjusted balance to reflect total expenditures since inception of Measure B Bond Program.

552640 Swimming Pool, adjusted balance to reflect total expenditures since inception of Measure B Bond Program.

Las Positas College – No Changes

District & Districtwide – No Changes

Agenda Item: 6.5

June 15, 2021


Page 2

Please refer to the attached Bond List Revision Measure B #AE and Measure A #5 for details on each project included in the Bond Project List. These Bond List Revisions have been reviewed by the Chabot College President and Las Positas College President and approved by the Vice Chancellor of Facilities/Bond Programs and Operations.

Recommended Action: That the Board of Trustees review and approve the revisions to the Measure B and A Bond Project List, as presented.

Funding Source: Measure A & B

 6/8/2021
Submitted: Owen Letcher/Date

 6/9/21
Approved: Ronald P. Gerhard/Date

☒ APPROVED

☐ DISAPPROVED

☐ TABLED

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

June 15, 2021

Agenda Item: 6.6

Subject: Approval of Modification to the existing Lease/Leaseback Contract with C. Overaa and Company, Inc., Richmond, CA, for Phase II of said contract for Final Guaranteed Maximum Pricing (GMP) for Construction Services, Site Lease and Facilities Lease for the Public Safety Complex and Automotive, Manufacturing and Transportation Facility at Las Positas College

Background: On May 19, 2020, the Board of Trustees approved the Lease/Leaseback Contract with C. Overaa and Company for pre-construction services for the Public Safety Complex and Automotive, Manufacturing and Transportation Facility at Las Positas College. Per Article 2, Item 11 Establishing GMP and Milestone Schedule of said Lease Leaseback Agreement, the Contractor has successfully negotiated the Final GMP and milestone schedule for the construction of the Public Safety Complex and Automotive, Manufacturing and Transportation Facility at Las Positas College with District Staff.

Pursuant to the Pre-Construction contract, the District will issue a Notice to Proceed to the LLB Contractor and enter into a separate Site Lease Agreement with Contractor (the "Site Lease"), under which it will lease the Project site described and depicted in Exhibit A1.

Upon completion of project the Contractor will lease the Site and the Project back to the District pursuant to a separate Facilities Lease Agreement (the "Facilities Lease"), under which the District will be required to make lease payments to Contractor for the use and occupancy of the Site, including the Project for a (12) twelve-month period.

Current Approved Amount	\$ 144,620.00
Modification No. 1	<u>\$ 41,340,625.00</u>
New Contract Amount	\$ 41,485,245.00

Agenda Item: 6.6

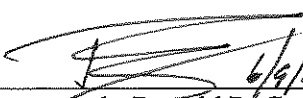
June 15, 2021

Page 2

Recommended Action: That the Board of Trustees approves the proposed Lease/Leaseback contract modification for the Final Guaranteed Maximum Pricing for construction services, site lease and facilities lease to C. Overaa and Company, Richmond, CA for the A Public Safety Complex and Automotive, Manufacturing and Transportation Facility at Las Positas College in the amount not to exceed \$41,340,625.00. It is also recommended that the Board authorize the Vice Chancellor, Business Services, to execute the agreement on behalf of the District.

Funding Source: Measure A Bond Funds


Submitted: Owen Letcher/Date


Approved: Ronald P. Gerhard/Date

☒ APPROVED

☐ DISAPPROVED

☐ TABLED

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

June 15, 2021

Agenda Item: 6.7

Subject: Approval of Modification to the existing Lease/Leaseback Contract with Flint Builders, Inc., San Jose, CA, for Phase II of said contract for Final Guaranteed Maximum Pricing (GMP) for Construction Services, Site Lease and Facilities Lease for the Academic Support and Office Building at Las Positas College

Background: On May 19, 2020, the Board of Trustees approved the Lease/Leaseback Contract with Flint Builders, Inc. for pre-construction services for the Academic Support and Office Building at Las Positas College. Per Article 2, Item 11 Establishing GMP and Milestone Schedule of said Lease Leaseback Agreement, the Contractor has successfully negotiated the Final GMP and milestone schedule for the construction of the Academic Support and Office Building at Las Positas College with District Staff.

Pursuant to the Pre-Construction contract, the District will issue a Notice to Proceed to the LLB Contractor and enter into a separate Site Lease Agreement with Contractor (the "Site Lease"), under which it will lease the Project site described and depicted in Exhibit A1.


Upon completion of project the Contractor will lease the Site and the Project back to the District pursuant to a separate Facilities Lease Agreement (the "Facilities Lease"), under which the District will be required to make lease payments to Contractor for the use and occupancy of the Site, including the Project for a (12) twelve-month period.

Current Approved Amount	\$ 700,208.66
Modification No. 2	<u>\$ 59,345,514.34</u>
New Contract Amount	\$ 60,045,723.00

Recommended Action: That the Board of Trustees approves the proposed Lease/Leaseback contract modification for the Final Guaranteed Maximum Pricing for construction services, site lease and facilities lease to Flint Builders, Inc., San Jose, CA for the Academic Support and Office Project at Las Positas College in the amount not to exceed \$60,546,987.34. It is also recommended that the Board authorize the Vice Chancellor, Business Services, to execute the agreement on behalf of the District.

Funding Source: Measure A Bond Funds

 6/6/21
Submitted: Owen Letcher/Date

 6/6/21
Approved: Ronald P. Gerhard/Date

☒ APPROVED

☐ DISAPPROVED

☐ TABLED

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

June 15, 2021

Agenda Item: 6.8

Subject: Approval of Modification to Lease Agreement for the property located at 5860 Owens Drive, Pleasanton, between San Ramon Ambulatory Care, LLC and Chabot-Las Positas Community College District

Background: The Board of Trustees approved a Lease Agreement for property located at 5860 Owens Drive at the May 21, 2019 meeting as agenda item 6.8 for operational space to support Economic Development and Contract Education, OSHA Training Institute and Tri-Valley Career Center functions.

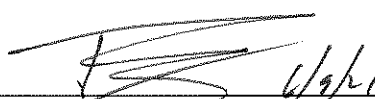
Upon the completion of construction and the operational start-up of the OSHA Training Center an additional need for ground level on-site storage was identified for support of the training programs offered at the site. The 5860 Owens Drive Landlord was approached regarding availability of space to meet this need. The landlord identified approximately 234 square feet of enclosed space in the parking structure and has offered to modify the lease agreement to include the additional space for a cost of \$269.10 per month with an escalation of 2% every two years.

Based upon the program needs and available space provided by the landlord, Staff requests Board approval to increase the total monthly lease amount by \$269.10 for the additional storage space.

Recommended Action: That the Board of Trustees approves the proposed revision to the lease agreement with San Ramon Ambulatory Care LLC to include the lease of additional square footage at 5860 Owens Drive, Pleasanton, CA per the attached Second Amendment to Lease Agreement. It is also recommended that the Board authorize the Vice Chancellor, Business Services, to execute the amendment on behalf of the District.

Funding Source: EDCE Funds


Submitted: Owen Letcher/Date


Approved: Ronald P. Gerhard/Date

☒ APPROVED

☐ DISAPPROVED

☐ TABLED

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

June 15, 2021

Agenda Item: 6.9

Subject: Approval of Professional Services Agreement Extension with Swinerton Management & Consulting for Construction Management Support Services at Chabot College

Background: On February 20, 2018, the District created a pool of twenty-one (21) qualified professional organizations to provide project management, construction management and related services to support the implementation of the District's Bond programs. On March 22, 2018 the district received seven (7) responses to RFP C-18.1 requesting services of a Senior Construction Manager to provide construction management services.

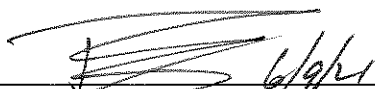
On May 15, 2018 the Board of Trustees approved the issuance of a two and a half (2.5) year Professional Services Agreement with Swinerton Management & Consulting for Construction Management Support Services at Chabot College. On July 21, 2020, the Board of Trustees approved a one (1) year contract extension. In accordance with Article IV Term of the referenced Professional Services agreement the District wishes to extend the term of the agreement through December 2023 in an amount not to exceed \$662,928.00.

Current Approved Amount	\$ 752,604.00
<u>2 ½ Year Contract Extension</u>	<u>\$ 662,928.00</u>
Final Contract Amount	\$ 1,415,532.00

Recommended Action: That the Board of Trustees approves renewal term agreement for two and a half (2.5) years with Swinerton Management & Consulting for Construction Management Services at Chabot College in an amount not to exceed \$662,928.00. It is further recommended that the Board authorize the Vice Chancellor, Business Services, to execute the agreement on behalf of the District.

Funding Source: Measure A Bond Funds


Submitted: Owen Letcher/Date


Approved: Ronald P. Gefhard/Date

☒ APPROVED

☐ DISAPPROVED

☐ TABLED

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

June 15, 2021

Agenda Item: 6.10

Subject: Adoption of Resolution No. 13-2021, Authorization to Submit the Five-Year Construction Plan (2023-2027) to the California Community Colleges Chancellor's Office and Request for State Funds for Capital Outlay Projects

Background: Each year the District Facilities Planning Department is responsible for conducting a review and update of the District's Five-Year Construction Plan. The Five-Year Construction Plan is an annual summary of current and proposed capital outlay projects. The plan gives the State Chancellor's Office a complete picture of the capital improvement needs and projects at the colleges, enabling the Chancellor's Office to make informed decisions regarding project priorities for State Funding.

The 2023-2024 Five-Year Construction Plan includes twenty-three (23) projects. The following four (4) project is being submitted as Initial Project Proposals (IPPs):

Building 2300 – Modernization at Chabot College


Building 3800 – Modernization at Chabot College

Building 3900 – Modernization at Chabot College

Building 700 – STEAM (Arts) at Las Positas College

It is anticipated that funding for these projects will be considered for funding year 2024-2025.

Recommended Action: That the Board of Trustees adopts Resolution No. 13-2021, authorizing the District's submittal of the Five-Year Construction Plan (2023–2027) to the California Community Colleges Chancellor's Office before August 1, 2021 and Request for State Funds for Capital Outlay Projects.

 6/8/2021
Submitted: Owen Letcher/Date

 6/8/21
Approved: Ronald P. Gerhard/Date

☒ APPROVED ☐ DISAPPROVED ☐ TABLED

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

RESOLUTION NO. 13-2021

AUTHORIZATION TO SUBMIT THE FIVE-YEAR CONSTRUCTION PLAN 13-2021 TO
THE CALIFORNIA COMMUNITY COLLEGES CHANCELLOR'S OFFICE
AND REQUEST FOR FUNDS FOR THE CAPITAL OUTLAY PROJECTS

WHEREAS, Chabot-Las Positas Community College District has decided it is in the best interest of Chabot and Las Positas Colleges' students, faculty, and staff to request State funds for the Capital Outlay Projects named herein; and

WHEREAS, the Five-Year Construction Plan 2023-2027 submitted herein is in accordance with the State of California Education Code and Title V provisions; and

WHEREAS, any State funds received pursuant to this application shall be used solely for defraying the development cost of the proposed project; and

WHEREAS, the Four (4) Initial Project Proposals (IPPs) included in the Five-Year Construction Plan are as follows:

Building 2300 – Modernization at Chabot College -Fiscal Year funding consideration
2024-2025

Building 3800 – Modernization at Chabot College -Fiscal Year funding consideration
2024-2025

Building 3900 – Modernization at Chabot College -Fiscal Year funding consideration
2024-2025

Building 700 – STEAM (Arts) at Las Positas College -Fiscal Year funding consideration
2024-2025

WHEREAS, the Chabot-Las Positas Community College District further assures the Board of Governors of the California Community Colleges that the other project terms and conditions as described in the Final Project Proposal document shall be followed;

NOW, THEREFORE, BE IT RESOLVED, that the Board of Trustees approves the submission of the Five-Year Construction Plan 2023-2027.

Resolution No. 13-2021
June 15, 2021
Page 2

PASSED AND ADOPTED by a roll call vote on the 15th day of June 2021 by the Governing Board of Chabot-Las Positas Community College District of Alameda County, State of California.

AYES: Gin, Heredia, Maduli, Randolph, Reynoso, Sbranti


NOES:

ABSENT: Granger

ABSTENTIONS:

I, Secretary of the Governing Board of Chabot-Las Positas Community College District of Alameda County, State of California, certify that the foregoing is a full, true and correct copy of a resolution adopted by the said Board at a regular meeting thereof held at a regular public place of meeting and the resolution is on file in the office of said Board.

6/15/21
Date


Secretary of the Board of Trustees of the Chabot-Las
Positas Community College District County of
Alameda, State of California

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

June 15, 2021

Agenda Item: 7.1

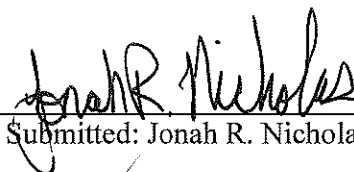
Subject: Approval of Interagency Agreement - Contra Costa County Employment and Human Services, District-Economic Development


Background: Contra Costa County's Employment and Human Services Department has contracted with Chabot-Las Positas Community College District's Economic Development and Contract Education Department to provide training to people who work with the out of home children and youth of Contra Costa County, for several years. The County has requested that we continue to provide training services for the 2021-22 and 2022-23 fiscal years.

As with the prior contracts, we will be working closely with our partners Alternative Family Services and Seneca Center to deliver training to their own staff as well as to other Contra Costa County community-based agencies serving foster children. Additionally, the County's Child Welfare Services incorporates training for their staff and resource families as part of this contract.

The contract states that Contra Costa County will pay the District up to \$375,000 for training services provided each year, for a two-year total contract of \$750,000. This contract has a term of twenty-four months (July 1, 2021 to June 30, 2023).

Recommended Action: That the Board of Trustees approves the proposed Interagency Agreement - Contra Costa County Employment and Human Services, District – Economic Development, in the amount of \$750,000, for the period of July 1, 2021 through June 30, 2023. It is further recommended that the Board authorize the Vice Chancellor, Business Services, to execute the agreement on behalf of the District.

 6/8/21
Submitted: Jonah R. Nicholas/Date

 6/8/21
Approved: Ronald P. Gerhard/Date

☒ APPROVED ☐ DISAPPROVED ☐ TABLED

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

June 15, 2021

Agenda Item: 8.2

Subject: First Reading of New, Reviewed, or Revised Administrative Procedures

Background:

Board Policy and Administrative Procedure 2410 articulates the process in which Board Policies and Administrative Procedures are created and reviewed on a six-year cycle. The Administrative Procedures presented have been reviewed through this established process. Changes, if any, are identified using track changes (strike through where deletions occur and underlines where additions are included). The Administrative Procedures are reviewed in the same manner as Board Policies except that they are presented to the Board once, as informational items.

- AP 5130 Financial Aid
- AP 5203 Lactation Accommodation
- AP 5400 Associated Students
- AP 5420 Associated Students Finance

Recommended Action: For information only.

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

June 15, 2021

Agenda Item: 8.3

Subject: First Reading of New, Reviewed, or Revised Board Policies

Background:

Board Policy and Administrative Procedure 2410 articulates the process in which Board Policies and Administrative Procedures are created and reviewed on a six-year cycle. The Board Policies presented have been reviewed through this established process. Changes, if any, are identified using track changes (strike through where deletions occur and underlines where additions are included). This is the first reading of these Board Policies. Based upon board comment and feedback, they will be presented for a second reading at the Board's July's meeting for approval.

- BP 5130 Financial Aid
- BP 5400 Associated Students
- BP 5410 Associated Students Elections
- BP 5420 Associated Students Finance
- BP 5430 Co-curricular Activities

Recommended Action: None at this time.

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

June 15, 2021

Agenda Item: 9.1

Subject: Second Reading of New, Reviewed, or Revised Board Policies

Background:

Board Policy and Administrative Procedure 2410 articulates the process in which Board Policies and Administrative Procedures are created and reviewed on a six-year cycle. The Board Policies presented have been reviewed through this established process. Changes, if any, are identified using track changes (strike through where deletions occur and underlines where additions are included). This is the second reading of these Board Policies.

- BP 5012 International Students
- BP 5055 Enrollment Priorities

Recommended Action: That the Board of Trustees adopts the Board Policies presented.

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

June 15, 2021

Agenda Item: 9.2

Subject: Approval of Mission, Vision, and Values Statements – Chabot College

Background: Through a collegial and inclusive process, Chabot College developed and proposed updated Mission, Vision, and Values statements that will guide institutional decision-making, planning, resource allocation, and inform institutional goals for student learning and achievement. The review and revision of these statements was conducted as part of the 2021 Educational Master Plan process. The Mission, Vision, and Values statements have been reviewed and approved by Chabot College's Academic/Faculty Senate, Classified Senate, Associated Students of Chabot College, and Planning and Resource Allocation Committee. Chabot College's Mission, Vision, and Values statements meet accreditation requirements and are presented below:

Mission Statement: Chabot College is a dynamic, student-centered community college that serves the educational, career, job skill, and personal development needs of our community. We provide culturally responsive, revitalizing, and sustaining learning and support services driven by a goal of equity. Building upon students' strengths and voices, we empower students to achieve their goals and lead us towards an equitable and sustainable world.

Vision Statement: Chabot College empowers students to reach their academic and career goals and to lead in sustainability, innovation, and equity in their communities and the world.

Values Statements:

1. Learning and Teaching

- a. Providing an environment that fosters intellectual curiosity, creativity, innovation, critical thinking, and equity.
- b. Supporting the development of the whole person with compassion and care.
- c. Providing quality and culturally responsive, revitalizing, and sustaining educational experiences that meet students where they are and help them achieve their goals.
- d. Providing opportunities for career exploration and career readiness based on self-knowledge, interests, values, and skills.
- e. Holistically supporting students and making learning accessible to all.

2. Community, Inclusion, and Equity

- a. Establishing equity and inclusivity in our campus culture, decision-making, policies, and practices.
- b. Treating one another with respect, dignity and integrity.

Agenda Item: 9.2

June 15, 2021

Page 2

- a. Providing a safe, welcoming, and well-maintained learning and working environment, free from anti-blackness and racism, discrimination, intimidation, harassment, and bullying.
 - b. Practicing our work in an ethical and reflective manner.
 - c. Honoring, respecting, and celebrating diversity, and valuing, in particular, the perspectives of those most impacted by systemic inequality.
3. *Integrity: Individual and Collective Responsibility*
- a. Valuing broad participation and collaborating through open communication, professionalism, and commitment to working together.
 - b. Developing responsible and compassionate community members with a sense of individual and social responsibility.
 - c. Adhering to the highest standards of ethics and public stewardship.
 - d. Providing resources to make it possible for students to achieve their goals.
4. *Innovation, Growth, and Sustainability*
- a. Fostering innovative instruction, student services, operations, and organizational culture.
 - b. Advocating for change geared towards a just, equitable, and sustainable world.
 - c. Providing professional development and continued learning opportunities for all employees.

Recommended Action: That the Board of Trustees approves the updated Mission, Vision, and Values statements for Chabot College

Susan Sperling 6/10/2021
Submitted: Susan Sperling/Date

[Signature] 6/10/21
Approved: Ronald P. Gerhard/Date

☒ APPROVED

☐ DISAPPROVED

☐ TABLED

CHABOT-LAS POSITAS COMMUNITY COLLEGE DISTRICT

June 15, 2021

Agenda Item: 9.3

Subject: Approval of Mission, Vision, and Values Statements – Las Positas College

Background: Las Positas College (LPC) has proposed updated Mission, Vision, and Values statements that reflect the purpose, vision of excellence, and principles of the College. The statements have been reviewed and approved by LPC's Academic Senate, Classified Senate, Student Senate, and College Council. Las Positas College's Mission, Vision, and Values Statements meet accreditation requirements and are presented below.

College Mission Statement: Las Positas College provides an inclusive, learning-centered, equity-focused environment that offers educational opportunities and support for completion of students' transfer, degree, and career-technical goals while promoting lifelong learning.

Vision Statement: Las Positas College strives to support and empower students to develop the knowledge, skills, values, and abilities needed to become engaged participants and leaders in their local and global communities.

Values Statement: Las Positas College thrives as a collaborative teaching and learning community committed to integrity and excellence by:

1. Encouraging and celebrating lifelong learning;
2. Responding to the needs of the ever-changing workplace and society;
3. Demonstrating civic, social and environmental responsibility;
4. Promoting ethical behavior, mutual trust, equity, and respect within our diverse community;
5. Fostering a climate of discovery, creativity, personal development, and physical and mental health;
6. Committing to anti-racist policies and practices;
7. Ensuring that Las Positas College is a sanctuary campus for undocumented students;
8. Holding firm to the belief that each of us makes an astonishing difference.

Agenda Item: 9.3

June 15, 2021

Page 2

Recommended Action: That the Board of Trustees approves the updated Mission, Vision, and Values statements for Las Positas College.

Dyrell Foster 6/15/21
Submitted: Dyrell Foster/Date

[Signature] 6/15/21
Approved: Ronald P. Gerhard/Date

☒ APPROVED

☐ DISAPPROVED

☐ TABLED

**AFFIRMING CHABOT-LAS POSITAS COMMUNITY
COLLEGE DISTRICT
RESOLUTION NO. 14-2021**

**COMMITMENT TO DIVERSITY, EQUITY, AND
INCLUSION**

WHEREAS, Chabot-Las Positas Community College District Mission Statement asserts that Chabot-Las Positas Community College District offers innovative educational opportunity and support services to prepare students to succeed in a diverse global society by challenging them to think critically, to engage socially, and to acquire workplace knowledge and educational skills; and

WHEREAS, the diverse student population of the Chabot-Las Positas Community College District is one of its greatest assets and closely reflects the diverse population of California, as 37% of its students are Latinx, 22% are White, 17% are Asian, 7% are Black, 7% are Filipino, 1% are Native American, 1% are Pacific Islander, 6% Multi-Ethnic, 2% are Unknown; and

WHEREAS, diversity enriches the educational experience through the exchange of different ideas, beliefs, experiences, and perspectives; promotes personal growth because it challenges stereotypes, preconceptions, and bias; encourages critical thinking; and helps people learn to communicate effectively with others of varied backgrounds; and

WHEREAS, diversity strengthens communities; prepares students to become globally responsible citizens in an increasingly complex, global society; fosters mutual respect and teamwork; helps build communities whose members are judged by the quality of their character and contributions; enhances the nation's and the state's economic competitiveness because it brings together individuals from varied and different backgrounds and cultures into the workplace; and

WHEREAS, there are significant equity gaps in completion rates among student populations, and the *Vision for Success* calls on the system to integrate equity throughout all efforts to increase student success and to eliminate those equity gaps by the year 2026-27; and

WHEREAS, Chabot-Las Positas Community College District has adopted local *Vision for Success* goals centered on improving student success; and

WHEREAS, faculty and staff diversity are a driver for the educational achievement and the social mobility of students; documented by established peer reviewed literature that affirms that students who benefit from a racial and ethnic diverse faculty are better prepared for leadership, citizenship, and professional competitiveness; and

WHEREAS, recognizing the importance of faculty and staff as key drivers of student success, the Board of Governors of the California Community Colleges has adopted the Diversity, Equity and Inclusion Integration Plan, consisting of 68 hiring, recruitment and retention strategies to

Board Item: 9.4
Resolution No. 14-2021
June 15, 2021
Page 3

Chancellor's Office Vision for Success Diversity, Equity and Inclusion Task Force Report dated April 24, 2020, and annually participate in implicit bias and cultural competency training; and be it further

RESOLVED, the Chabot-Las Positas Community College District Board of Trustees shall publicly review on an annual basis, the District's compliance with the California Education Code Equal Employment Opportunity standards and Chancellor's Office Certification Form that incorporates multiple methods to address diversity, including but not limited to, board policies and adopted resolutions; incentives for hard-to-hire areas/disciplines; focused outreach and publications; procedures for addressing diversity throughout hiring steps and levels; consistent and ongoing training for hiring committees; professional development focused on diversity; diversity incorporated into criteria for employee evaluation and tenure review; grow-your-own programs; an analysis of why staff leave the district; and the make-up of hiring committees.

PASSED AND ADOPTED this 15th day of June 2021 by the following votes:


AYES: Gin, Heredia, Maduli, Randolph, Reynoso, Sbranti

NOES:

ABESENT: Granger

ABSTENTIONS:

6/15/21
Date


Secretary of the Board of Trustees of the Chabot-Las
Positas Community College District County of
Alameda, State of California