

**MT DIABLO UNIFIED SCHOOL DISTRICT**

**RESOLUTION NO. 14/15-57**

**A RESOLUTION OF THE BOARD OF EDUCATION OF THE MT. DIABLO UNIFIED SCHOOL DISTRICT APPROVING THE FORM OF PRELIMINARY OFFICIAL STATEMENT PREPARED IN CONNECTION WITH THE ISSUANCE OF MT. DIABLO UNIFIED SCHOOL DISTRICT (CONTRA COSTA COUNTY, CALIFORNIA) GENERAL OBLIGATION BONDS, 2010 ELECTION, 2015 SERIES F**

**WHEREAS**, a duly called election was held in the Mt. Diablo Unified School District, Contra Costa County, State of California (hereinafter referred to as the “District”), on June 8, 2010, (the “Authorization”) and thereafter canvassed pursuant to law;

**WHEREAS**, at such election there was submitted to and approved by the requisite vote of more than fifty-five percent of the qualified electors of the District 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 \$348,000,000, payable from the levy of an *ad valorem* tax against the taxable property in the District;

**WHEREAS**, the District has previously issued \$270,999,056.55 aggregate principal amount of general obligation bonds under the 2010 Authorization in five series such that \$77,009,943.45 aggregate principal amount of general obligation bonds remain for issuance under the Authorization; and

**WHEREAS**, the Board previously authorized the issuance of an additional series of general obligation bonds pursuant to the Authorization in an aggregate principal amount not to exceed \$38,500,000 (the “Bonds”) pursuant to Resolution No. 14/15-45 adopted on May 4, 2015 (the “Bond Resolution”);

**WHEREAS**, at this time the Board of Education wishes to approve the form of a Preliminary Official Statement and authorize the preparation of an Official Statement, as such terms are defined herein, and all in connection with the issuance of the Bonds;

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF EDUCATION OF THE MT. DIABLO UNIFIED SCHOOL DISTRICT AS FOLLOWS:**

**SECTION 1. Official Statement.** The Preliminary Official Statement relating to the Bonds, substantially in the form on file with the Secretary to the Board is hereby approved and the Superintendent (the “Superintendent”) or the Director of Budget and Fiscal Services (the “Director of Budget and Fiscal Services”) of the District or any designee thereof (each, an “Authorized Officer”), 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 Underwriter 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 Stifel, Nicolaus & Company, Incorporated, as representative of itself and George K. Baum & Co., as co-managing underwriters (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 is 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 2. Authorized Actions.** 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 or the Bond Resolution. Such actions heretofore taken by such officers, officials and staff are hereby ratified, confirmed and approved.

**SECTION 2. Effective Date.** This Resolution shall take effect immediately upon its passage.

**APPROVED, PASSED AND ADOPTED,** on June 22, 2015 by the Mt. Diablo Unified School District Board of Education by the following vote:

Ayes \_\_\_\_\_

Noes \_\_\_\_\_

Absent \_\_\_\_\_

Abstain \_\_\_\_\_

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President of the Board of Education

ATTEST:

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Secretary to the Board of Education