

Paramount Unified School District

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District Superintendent



September 15, 2020

ADOPTED

BOARD OF SUPERVISORS
COUNTY OF LOS ANGELES

The Honorable Board of Supervisors
County of Los Angeles

c/o

Adela Guzman, Head, Board Specialist
383 Hall of Administration
500 West Temple Street
Los Angeles, California 90012

56 September 29, 2020

A handwritten signature in black ink that reads "Celia Zavala".

CELIA ZAVALA
EXECUTIVE OFFICER

Re: Paramount Unified School District Request for the Board to Authorize the Levy of Taxes for General Obligation Bonds, Election of 2016, Series 2020C of the Paramount Unified School District, to Designate the Treasurer and Tax Collector of the County to act as Paying Agent for the Bonds and to Direct the Auditor-Controller to Place Taxes on the Tax Roll in Connection with such Bonds

Dear Supervisors:

On September 14, 2020, the Board of Education of the Paramount Unified School District (the "District") adopted a resolution (the "District Resolution") authorizing the issuance and sale of the District's General Obligation Bonds, Election of 2016, Series 2020C (the "Bonds") in an aggregate initial principal amount not to exceed \$49,833,911 and requesting for the County Board of Supervisors (the "Board of Supervisors") to authorize the District to issue and sell the Bonds on its own behalf, to levy taxes for the Bonds, to designate the County Treasurer and Tax Collector to act as the authenticating agent, bond registrar, transfer agent and paying agent for the Bonds, and to direct the County Auditor-Controller to place taxes on the tax roll in connection with the Bonds.

In this regard, the District formally requests, in accordance with applicable law, that the Board of Supervisors adopt the enclosed resolution (the "County Resolution") to authorize the District to issue and sell the Bonds on its own behalf, to designate the County Treasurer and Tax Collector to act as the authenticating agent, bond registrar, transfer agent and paying agent for the Bonds, and to direct the County Auditor-Controller to place these taxes on the tax roll every year according to the debt service schedule to be supplied by the District following the sale of the Bonds.

Serving the communities of Bellflower, Lakewood, Long Beach, Paramount and South Gate.

IT IS THEREFORE REQUESTED THAT:

1. The Board of Supervisors adopt the enclosed County Resolution at the next available Board of Supervisors meeting.

2. After the Board of Supervisors has taken action on this letter, the District requests that the Executive Officer-Clerk of the Board of Supervisors furnish one (1) certified copy of the adopted County Resolution to:

Greg Harrington, Esq.
c/o Laura Gao, Project Manager
Orrick, Herrington & Sutcliffe LLP
777 South Figueroa Street, Suite 3200
Los Angeles, California 90017-5855

and send one (1) copy of the adopted County Resolution to each of the following:

Los Angeles County Treasurer and Tax Collector
Attention: John Patterson
500 West Temple Street, Room 432
Los Angeles, California 90012

Los Angeles County Auditor-Controller
Attention: Lotis De Ungria
500 West Temple Street, Room 603
Los Angeles, California 90012

Office of the County Counsel
Attention: Debbie Cho, Deputy County Counsel
500 West Temple Street, Room 648
Los Angeles, California 90012

Very truly yours,

PARAMOUNT UNIFIED SCHOOL DISTRICT



Ruben Frutos
Assistant Superintendent, Business
Services

cc: Greg Harrington, Esq.

RESOLUTION OF THE BOARD OF SUPERVISORS OF THE COUNTY OF LOS ANGELES, CALIFORNIA, REGARDING THE ISSUANCE OF BONDS BY THE PARAMOUNT UNIFIED SCHOOL DISTRICT, DESIGNATING THE PAYING AGENT THEREFOR, THE LEVY OF TAXES AND DIRECTING THE COUNTY AUDITOR-CONTROLLER TO PLACE TAXES ON THE TAX ROLL

WHEREAS, the issuance of \$106,000,000 principal amount of general obligation bonds of the Paramount Unified School District (the “District”), County of Los Angeles (the “County”), State of California, was authorized at a duly called election held within the District on November 8, 2016 (the “Election”), the proceeds of which are to be used for the acquisition and construction of certain capital improvements to the public school facilities of the District; and

WHEREAS, Sections 53506 and following of the California Government Code (the “Government Code”), including Section 53508.7 thereof (the “Bond Law”), provide that a school district may issue and sell bonds on its own behalf at a private sale pursuant to Sections 15140 and 15146 of the California Education Code (the “Education Code”); and

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

WHEREAS, on July 12, 2017, the District, a school district under the jurisdiction of the Superintendent of Schools of the County, previously issued an initial portion of such authorized bonds, designated “Paramount Unified School District (Los Angeles County, California) General Obligation Bonds, Election of 2016, Series 2017A,” in an aggregate principal amount of \$25,670,000;

WHEREAS, on April 18, 2019, the District, a school district under the jurisdiction of the Superintendent of Schools of the County, previously issued an additional portion of such authorized bonds, designated “Paramount Unified School District (Los Angeles County, California) General Obligation Bonds, Election of 2016, Series 2019B,” in an aggregate initial principal amount of \$30,496,088.80;

WHEREAS, the Board of Education of the District (the “District Board”) has heretofore adopted and filed with the Board of Supervisors of the County of Los Angeles (the “County Board”) its Resolution adopted September 14, 2020 (the “District Resolution”) authorizing the issuance and sale of its “Paramount Unified School District (Los Angeles County, California) General Obligation Bonds, Election of 2016, Series 2020C” (the “Series 2020 Bonds”), in an amount not to exceed \$49,833,911 under the provisions of the Bond Law for the purpose of providing funds to cause a portion of the Paramount Unified School District Certificates of Participation (2012 School Facility Bridge Funding Program) to be prepaid and financing additional projects authorized at the Election; and

WHEREAS, the District, through the District Resolution, has requested that the County Board authorize the District to issue and sell its proposed Series 2020 Bonds on its own behalf at

a negotiated sale pursuant to Sections 15140 and 15146 of the Education Code, as permitted by Section 53508.7 of the Government Code, and the terms set forth in the District Resolution, and has represented and warranted to the County that it has not received a qualified or negative certification in its most recent interim report; and

WHEREAS, the District, through the District Resolution, has also formally requested the County Board to levy taxes in an amount sufficient to pay the principal of and interest on the Series 2020 Bonds when due, and to direct the Auditor-Controller of the County (the “Auditor-Controller”) to place on its 2021-22 tax roll, and all subsequent tax rolls, taxes sufficient to fulfill the requirements of the debt service schedule for the Series 2020 Bonds, that will be provided to the Auditor-Controller by the District following the sale of such Series 2020 Bonds; and

WHEREAS, the District has requested that the Treasurer and Tax Collector of the County (the “Treasurer”) be appointed by the County Board to act as the authenticating agent, bond registrar, transfer agent and paying agent (collectively, the “Paying Agent”) for the Series 2020 Bonds pursuant to the District Resolution;

NOW, THEREFORE, THE BOARD OF SUPERVISORS OF THE COUNTY OF LOS ANGELES DOES HEREBY RESOLVE, DETERMINE AND ORDER AS FOLLOWS:

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

Section 2. Authorization of Negotiated Sale. That the County Board hereby authorizes the issuance and negotiated sale by the District on its own behalf of the Series 2020 Bonds, pursuant to Sections 15140 and 15146 of the Education Code, as permitted by Section 53508.7(c) of the Government Code, and the terms set forth in the District Resolution. This authorization shall only apply to the specific bonds named.

Section 3. Levy of Taxes. That the County Board levy taxes in an amount sufficient to pay the principal of and interest on the Series 2020 Bonds.

Section 4. Preparation of Tax Roll. That the Auditor-Controller is hereby directed to place on its 2021-22 tax roll, and all subsequent tax rolls, taxes in an amount sufficient to fulfill the requirements of the debt service schedule for the Series 2020 Bonds, which will be provided to the Auditor-Controller by the District following the sale of the Series 2020 Bonds.

Section 5. Paying Agent. That the Treasurer, or the Treasurer’s third party designee, act as the initial Paying Agent for the Series 2020 Bonds. The Treasurer is authorized to contract with a third party to perform the services of Paying Agent.

Section 6. Indemnification of County. The County acknowledges and relies upon the fact that the District has represented that it shall indemnify and hold harmless, to the extent permitted by law, the County and its officers and employees (“Indemnified Parties”), against any and all losses, claims, damages or liabilities, joint or several, to which such Indemnified Parties may become subject because of action or inaction related to the adoption of this resolution, or related to the proceedings for sale, award, issuance and delivery of the Series 2020 Bonds in accordance herewith and with the District Resolution and that the District shall also reimburse any

such Indemnified Parties for any legal or other expenses incurred in connection with investigating or defending any such claims or actions.

Section 7. Effective Date. This resolution shall take effect immediately upon its adoption.

The foregoing resolution was on the 29th day of September, 2020, adopted by the Board of Supervisors of the County of Los Angeles and *ex-officio* the governing body of all other special assessment and taxing districts, agencies and authorities for which said Board so acts.

CELIA ZAVALA, Executive Officer-Clerk
of the Board of Supervisors of the County of
Los Angeles

By: Lachelle Amitheman
Deputy

APPROVED AS TO FORM:

MARY C. WICKHAM, County Counsel

By: [Signature]
Deputy County Counsel



PARAMOUNT UNIFIED SCHOOL DISTRICT

RESOLUTION NO. 20-16

RESOLUTION OF THE BOARD OF EDUCATION OF THE PARAMOUNT UNIFIED SCHOOL DISTRICT AUTHORIZING THE ISSUANCE AND SALE OF NOT TO EXCEED \$49,833,911 AGGREGATE PRINCIPAL AMOUNT OF BONDS OF PARAMOUNT UNIFIED SCHOOL DISTRICT, INCLUDING BONDS THAT ALLOW FOR THE COMPOUNDING OF INTEREST, BY A NEGOTIATED SALE PURSUANT TO A BOND PURCHASE AGREEMENT, PRESCRIBING THE TERMS OF SALE, APPROVING THE FORM OF AND AUTHORIZING THE EXECUTION AND DELIVERY OF A BOND PURCHASE AGREEMENT AND A CONTINUING DISCLOSURE CERTIFICATE, APPROVING THE FORM OF AND AUTHORIZING THE DISTRIBUTION OF AN OFFICIAL STATEMENT FOR THE BONDS, AND AUTHORIZING THE EXECUTION OF NECESSARY DOCUMENTS AND CERTIFICATES AND RELATED ACTIONS

WHEREAS, an election was duly called and regularly held in the Paramount Unified School District (the “District”), located in the County of Los Angeles, California (the “County”), on November 8, 2016, at which the following proposition (as abbreviated pursuant to Section 13247 of the California Elections Code) was submitted to the electors of the District (the “Bond Measure”):

“NEIGHBORHOOD SCHOOL REPAIR, CAREER EDUCATION, SAFETY IMPROVEMENT MEASURE. *To repair/upgrade schools that prepare students for college/careers; upgrade classrooms/labs for job training/college preparation; improve school security/technology, electrical wiring, air conditioning, emergency alarms, earthquake safety, disabled access, aging gymnasiums/athletic fields and tracks; repair deteriorating roofs, water pipes; remove lead paint/asbestos; shall Paramount Unified School District issue 106 million dollars in bonds at legal rates, with independent audits, citizens’ oversight, all funds used locally”;*

and

WHEREAS, passage of said proposition required a 55% affirmative vote of the votes cast therein, and at least 55% of the votes cast on said proposition were in favor of issuing said bonds; and

WHEREAS, on July 12, 2017, pursuant to the Bond Measure and a resolution of the Board of Education of the District (the “Board of Education”) adopted on May 8, 2017, a portion of said bonds designated the “Paramount Unified School District (Los Angeles County, California) General Obligation Bonds, Election of 2016, Series 2017A,” in the aggregate principal amount of \$25,670,000 was issued and sold; and

WHEREAS, on April 18, 2019, pursuant to the Bond Measure and a resolution of the Board of Education of the District (the “Board of Education”) adopted on July 16, 2018, an additional portion of said bonds designated the “Paramount Unified School District (Los Angeles County, California) General Obligation Bonds, Election of 2016, Series 2019B,” in the aggregate initial principal amount of \$30,496,088.80 was issued and sold; and

WHEREAS, at this time, the Board of Education deems it necessary and desirable to authorize and consummate the sale of an additional portion of the bonds, designated the “Paramount Unified School District (Los Angeles County, California) General Obligation Bonds, Election of 2016, Series 2020C” (the “Series 2020 Bonds”), in an aggregate initial principal amount not exceeding \$49,833,911, for purposes of (a) providing funds to cause a portion of the Paramount Unified School District Certificates of Participation (2012 School Facilities Bridge Funding Program) (the “2012 Certificates”) to be prepaid and (b) financing projects authorized to be financed under the Bond Measure, according to the terms and in the manner hereinafter set forth; and

WHEREAS, Sections 53506 and following of the California Government Code (the “Government Code”), including Section 53508.7 thereof, provide that a school district may issue and sell bonds on its own behalf at a private or negotiated sale pursuant to Sections 15140 and 15146 of the California Education Code (the “Education Code”); and

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

WHEREAS, the District has not received a qualified or negative certification in its most recent interim report; and

WHEREAS, the Series 2020 Bonds shall be issued and sold by the District on its own behalf at a negotiated sale pursuant to authorization to be obtained from the Board of Supervisors of the County (the “Board of Supervisors”); and

WHEREAS, Section 15146 of the Education Code requires the Board of Education to be presented with (i) an analysis containing the total overall cost of any bonds that allow for the compounding of interest that are proposed to be issued, (ii) a comparison to the overall cost of current interest bonds, (iii) the reasons bonds that allow for the compounding of interest are being recommended, and (iv) a copy of the disclosure made by the underwriters of the Series 2020 Bonds in compliance with Municipal Securities Rulemaking Board Rule G-17; and

WHEREAS, in compliance with Section 15146 of the Education Code, an analysis containing the total overall cost of bonds that allow for the compounding of interest that are proposed to be issued and a comparison to the overall cost of current interest bonds have been presented to the Board of Education by California Financial Services, the municipal advisor to the District (the “Municipal Advisor”) and such analysis prepared by the Municipal Advisor is attached hereto as Exhibit E, the Board of Education confirms the reason for the issuance of bonds that allow for the compounding of interest is to provide sufficient and timely funds for the projects specified in the Bond Measure, and the Municipal Securities Rulemaking Board Rule G-17 submission of the underwriters of the Series 2020 Bonds has been received by the Board of Education; and

WHEREAS, this Resolution was submitted at two consecutive meetings of the Board of Education in compliance with Section 15146 of the Education Code; and

WHEREAS, pursuant to Section 33050 *et seq.* of the Education Code, the governing board of a school district or a county board of education, on a districtwide or countywide basis or on behalf of one or more of its schools or programs, after a public hearing on the matter, may request the State Board of Education to waive all or part of any section of the Education Code or any regulation adopted by the State Board of Education that implements a provision of the Education Code that may be waived, except for certain specified provisions of the Education Code set forth in Education Code Section 33050(a); and

WHEREAS, under Education Code Section 15270, bonds of unified school districts may be issued in amounts up to a statutory bonding limit of 2.50% of the district’s assessed valuation, as calculated by the county assessor; and

WHEREAS, in the Bond Measure, it was recognized that the issuance of all of the authorized bonds might require the outstanding debt of the District to exceed its statutory bonding limit of 2.50% of the District’s assessed valuation; and

WHEREAS, as part of the Bond Measure, the voters of the District authorized the District to seek a waiver of the statutory bonding limit from the State Board of Education, and to issue authorized bonds in excess of the 2.50% limit as the State Board of Education may approve; and

WHEREAS, the District previously obtained a waiver of the statutory bonding limit from the State Board of Education, permitting the District to issue authorized bonds in excess of the 2.50% limit up to 2.80% of the District’s assessed valuation, from the period beginning January 15, 2019 through December 15, 2021; and

WHEREAS, in order to issue the remaining authorized bonds within the current bonding limit would require an unknown delay until assessed valuation can grow or outstanding bonds can be paid down in a sufficient amount; and

WHEREAS, delaying issuance of the remaining bonds foreseeably will drive the bond program off schedule, and likely increase costs significantly; and

WHEREAS, in order for the District to complete critical projects authorized by the Bond Measure in a timely and cost effective manner, the Board of Education has determined it is in the best interest of the District to issue authorized bonds in excess of the 2.50% limit not to exceed 3.20% of the District's assessed valuation, pursuant to a waiver of the statutory bonding limit to be obtained from the State Board of Education; and

WHEREAS, the Board of Education has determined that securing the timely payment of the principal of and interest on the Series 2020 Bonds by obtaining a municipal bond insurance policy with respect thereto could be economically advantageous to the District; and

WHEREAS, a form of Bond Purchase Agreement (such Bond Purchase Agreement, in the form presented to this meeting, with such changes, insertions and omissions as are made pursuant to this Resolution, being referred to herein as the "Bond Purchase Agreement") to purchase the Series 2020 Bonds proposed to be entered into with Piper Sandler & Co., on behalf of itself and as representative of U.S. Bancorp Investments, Inc., as underwriters (the "Underwriters") has been prepared; and

WHEREAS, Rule 15c2-12 promulgated under the Securities Exchange Act of 1934 ("Rule 15c2-12") requires that, in order to be able to purchase or sell the Series 2020 Bonds, the Underwriters must have reasonably determined that the issuer or other obligated person has undertaken in a written agreement or contract for the benefit of the holders of the Series 2020 Bonds to provide disclosure of certain financial and operating information and certain enumerated events on an ongoing basis; and

WHEREAS, in order to cause such requirement to be satisfied, the District desires to execute and deliver a Continuing Disclosure Certificate (such Continuing Disclosure Certificate, in the form presented to this meeting, with such changes, insertions and omissions as are made pursuant to this Resolution, being referred to herein as the "Continuing Disclosure Certificate"), a form of which has been prepared; and

WHEREAS, the Preliminary Official Statement to be distributed in connection with the public offering of the Series 2020 Bonds has been prepared (such Preliminary Official Statement, in the form presented to this meeting, with such changes, insertions and omissions as are made pursuant to this Resolution, being referred to herein as the "Preliminary Official Statement"); and

WHEREAS, Section 5852.1 of the Government Code requires that the Board of Education obtain from an underwriter, financial advisor or private lender and disclose, prior to authorization of the issuance of bonds with a term of greater than 13 months, good faith estimates of the following information in a meeting open to the public: (a) the true interest cost of the Series 2020 Bonds, (b) the sum of all fees and charges paid to third parties with respect to the Series 2020 Bonds, (c) the amount of proceeds of the Series 2020 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 Series 2020 Bonds, and (d) the sum total of all debt service payments on the Series 2020 Bonds calculated to the final maturity of the Series 2020 Bonds, plus the fees and charges paid to third parties not paid with the proceeds of the Series 2020 Bonds; and

WHEREAS, in compliance with Section 5852.1 of the Government Code, the Board of Education has obtained from the Municipal Advisor, the required good faith estimates and such estimates are disclosed and set forth on Exhibit D attached hereto; and

WHEREAS, the Board of Education has been presented with the form of each document referred to herein relating to the financing contemplated hereby, and the Board of Education has examined each document and desires to approve, authorize and direct the execution of such documents and the consummation of such financing; and

WHEREAS, the District desires that the County levy and collect a tax on all taxable property within the District sufficient to provide for payment of the Series 2020 Bonds, and intends by the adoption of this Resolution to notify the Board of Supervisors, the Auditor-Controller of the County, the Treasurer and Tax Collector of the County and other officials of the County that they should take such actions as shall be necessary to provide for the levy and collection of such a tax and payment of the Series 2020 Bonds, all pursuant to Sections 15250 and 15251 of the Education Code; and

WHEREAS, all acts, conditions and things required by the Constitution and laws of the State of California to exist, to have happened and to have been performed precedent to and in connection with the consummation of the actions authorized hereby do exist, have happened and have been performed in regular and due time, form and manner as required by law, and the District is now duly authorized and empowered, pursuant to each and every requirement of law, to consummate such actions for the purpose, in the manner and upon the terms herein provided;

NOW, THEREFORE, BE IT RESOLVED by the Board of Education of the Paramount Unified School District, as follows:

Section 1. Recitals. All of the above recitals are true and correct and the Board of Education so finds.

Section 2. Definitions. Unless the context clearly otherwise requires, the terms defined in this Section shall, for all purposes of this Resolution, have the meanings specified herein, to be equally applicable to both the singular and plural forms of any of the terms herein defined.

“Auditor-Controller” means the Auditor-Controller of the County or any authorized deputy thereof.

“Authorized Officers” means the President of the Board of Education, or such other member of the Board of Education as the President may designate, the Superintendent of the District, the Assistant Superintendent, Business Services of the District, or such other officer or employee of the District as the Superintendent may designate.

“Board of Education” means the Board of Education of the District.

“Board of Supervisors” means the Board of Supervisors of the County.

“Bond Purchase Agreement” means the Bond Purchase Agreement relating to the sale of the Series 2020 Bonds by and between the District and the Underwriters in accordance with the provisions hereof.

“Bonds” means all bonds, including refunding bonds, of the District heretofore or hereafter issued pursuant to voter approved measures of the District, including bonds approved by the voters of the District on April 14, 1998, November 7, 2006 and pursuant to the Bond Measure, as all such Bonds are required by State Law to be paid from the interest and sinking fund.

“Capital Appreciation Bonds” means the Series 2020 Bonds accreting interest semiannually to the maturity date thereof payable in accordance with Section 5(e) hereof.

“Cede & Co.” means Cede & Co., the nominee of DTC, and any successor nominee of DTC with respect to the Series 2020 Bonds.

“Code” means the Internal Revenue Code of 1986.

“Continuing Disclosure Certificate” means the Continuing Disclosure Certificate executed and delivered by the District relating to the Series 2020 Bonds.

“Conversion Date” means the date a Convertible Capital Appreciation Bond converts to a bond bearing interest payable semiannually on a current basis.

“Convertible Capital Appreciation Bonds” means those Series 2020 Bonds accreting interest semiannually to the Conversion Date thereof and bearing interest payable semiannually on a current basis from and after the Conversion Date thereof, all in accordance with Section 5(f) hereof.

“County” means the County of Los Angeles.

“Current Interest Bonds” means those Series 2020 Bonds bearing interest payable semiannually on a current basis in accordance with Section 5(d) hereof.

“District” means the Paramount Unified School District.

“DTC” means The Depository Trust Company, a limited-purpose trust company organized under the laws of the State of New York, and its successors as securities depository for the Series 2020 Bonds, including any such successor thereto appointed pursuant to Section 9 hereof.

“Interest Date” means February 1 and August 1 of each year (a) commencing on February 1, 2021, with respect to the Current Interest Bonds and, for purposes of compounding interest on the Capital Appreciation Bonds and, to their Conversion Dates, Convertible Capital Appreciation Bonds, commencing on February 1, 2021, or such other dates as may be set forth in the Bond Purchase Agreement, and (b) with respect to Convertible Capital Appreciation Bonds, from and after their Conversion Date, commencing on the February 1 or August 1 immediately following such Conversion Date, or such other dates as may be set forth in the Bond Purchase Agreement.

“Investment Agreement” shall have the meaning set forth in Section 15 hereof.

“Official Statement” means the Official Statement of the District relating to the Series 2020 Bonds.

“Opinion of Bond Counsel” means an opinion of counsel of nationally recognized standing in the field of law relating to municipal bonds.

“Owner” means, with respect to any Series 2020 Bond, the person whose name appears on the Registration Books as the registered Owner thereof.

“Paying Agent” means the Treasurer, or any bank, trust company, national banking association or other financial institution appointed as Paying Agent to act as authenticating agent, bond registrar, transfer agent and paying agent for the Series 2020 Bonds in accordance with Section 8 hereof.

“Preliminary Official Statement” means the Preliminary Official Statement of the District relating to the Series 2020 Bonds.

“Record Date” means, with respect to any Interest Date for the Series 2020 Bonds, the 15th day of the calendar month immediately preceding such Interest Date, whether or not such day is a business day, or such other date or dates as may be set forth in the Bond Purchase Agreement.

“Registration Books” means the books for the registration and transfer of the Series 2020 Bonds maintained by the Paying Agent in accordance with Section 8(d) hereof.

“Series 2020 Bonds” means the bonds authorized and issued pursuant to this Resolution, designated the “Paramount Unified School District (Los Angeles County, California) General Obligation Bonds, Election of 2016, Series 2020C.”

“State” means the State of California.

“Tax Certificate” means the Tax Certificate with respect to the Series 2020 Bonds not issued as Taxable Bonds, executed by the District, dated the date of issuance of the Series 2020 Bonds.

“Tax-Exempt” means, with respect to interest on any obligations of a state or local government, that such interest is excluded from the gross income of the holders thereof for federal income tax purposes, whether or not such interest is includable as an item of tax preference or otherwise includable directly or indirectly for purposes of calculating other tax liabilities, including any alternative minimum tax or environmental tax under the Internal Revenue Code of 1986 (the “Code”).

“Taxable Bonds” means those Series 2020 Bonds the interest on which is not Tax-Exempt.

“Treasurer” means Treasurer and Tax Collector of the County or any authorized deputy thereof.

“Underwriters” means Piper Sandler & Co. and U.S. Bancorp Investments, Inc. as co-underwriters.

Section 3. Authorization and Designation of Bonds. Subject to the authorization of the District by the Board of Supervisors to issue and sell the Series 2020 Bonds without the further action of the Board of Supervisors pursuant to Sections 15140 and 15146 of the Education Code, as permitted by Section 53508.7 of the Government Code, which authorization is hereby respectfully requested, the Series 2020 Bonds described herein are being issued pursuant to the authority of Article 4.5 of Chapter 3, of Part 1 of Division 2 of

Title 5 of the Government Code, and other applicable provisions of law, including applicable provisions of the Education Code. The Board of Education hereby authorizes the issuance and sale, by a negotiated sale, of not to exceed \$49,833,911 aggregate principal amount of Series 2020 Bonds. The Series 2020 Bonds shall be designated "Paramount Unified School District (Los Angeles County, California) General Obligation Bonds, Election of 2016, Series 2020C." The Series 2020 Bonds may be issued as Current Interest Bonds, Capital Appreciation Bonds and/or Convertible Capital Appreciation Bonds, or any combination thereof, all as provided in Section 5 hereof. The proceeds of the Series 2020 Bonds, exclusive of any premium and accrued interest received, shall be applied to cause a portion of the 2012 Certificates to be prepaid and to finance projects authorized to be financed under the Bond Measure.

Section 4. Form of Bonds; Execution. (a) *Form of Series 2020 Bonds.* The Series 2020 Bonds shall be issued in fully registered form without coupons. The Current Interest Bonds, the Capital Appreciation Bonds and the Convertible Capital Appreciation Bonds, and the certificate of authentication and registration and the forms of assignment to appear on each of them, shall be in substantially the forms attached hereto as Exhibit A, Exhibit B and Exhibit C, respectively, with necessary or appropriate variations, omissions and insertions as permitted or required by this Resolution.

(b) *Execution of Bonds.* The Series 2020 Bonds shall be signed by the manual or facsimile signatures of the President of the Board of Education, and countersigned by the manual or facsimile signature of the Clerk of the Board of Education. The Series 2020 Bonds shall be authenticated by a manual signature of a duly authorized signatory of the Paying Agent.

(c) *Valid Authentication.* Only such of the Series 2020 Bonds as shall bear thereon a certificate of authentication and registration as described in subsection (a) of this Section, executed by the Paying Agent, shall be valid or obligatory for any purpose or entitled to the benefits of this Resolution, and such certificate of authentication and registration shall be conclusive evidence that the Series 2020 Bonds so authenticated have been duly authenticated and delivered hereunder and are entitled to the benefits of this Resolution.

(d) *Identifying Number.* The Paying Agent shall assign each Series 2020 Bond authenticated and registered by it a distinctive letter, or number, or letter and number, and shall maintain a record thereof at its principal office, which record shall be available to the District and the County for inspection.

Section 5. Terms of Bonds. (a) *Date of Series 2020 Bonds.* The Current Interest Bonds shall be dated the date of their delivery, or such other date as shall be set forth in the Bond Purchase Agreement. The Capital Appreciation Bonds shall be dated the date of their delivery, or such other date as shall be set forth in the Bond Purchase Agreement. The Convertible Capital Appreciation

Bonds shall be dated the date of their delivery, or such other date as shall be set forth in the Bond Purchase Agreement.

(b) *Denominations.* The Current Interest Bonds shall be issued in denominations of \$5,000 principal amount or any integral multiple thereof. The Capital Appreciation Bonds shall be issued in denominations of \$5,000 accreted value at maturity (“maturity value”) or any integral multiple thereof, except that the first numbered Capital Appreciation Bond may be issued in a denomination such that the maturity value of such Capital Appreciation Bond shall not be an integral multiple of \$5,000. The Convertible Capital Appreciation Bonds shall be issued in denominations of \$5,000 accreted value at their Conversion Date or any integral multiple thereof.

(c) *Maturity.* The Current Interest Bonds shall mature on the date or dates, in each of the years, in the principal amounts and in the aggregate principal amount as shall be set forth in the Bond Purchase Agreement. No Current Interest Bond shall mature later than the date which is 30 years from the date of the Current Interest Bonds, to be determined as provided in subsection (a) of this Section; provided, however, that Current Interest Bonds may have a maturity greater than 30 years, but not greater than 31 years, if an Authorized Officer, for and on behalf of the District, makes a finding in writing that the useful life of the facility financed with such Current Interest Bonds equals or exceeds the maturity date of such Current Interest Bonds. No Current Interest Bond shall have principal maturing on more than one principal maturity date. The Bond Purchase Agreement may provide that no Current Interest Bonds shall be issued.

The Capital Appreciation Bonds shall mature on the date or dates, in each of the years, and in such maturity values as shall be set forth in the Bond Purchase Agreement. No Capital Appreciation Bond shall mature later than the date which is 25 years from the date of the Capital Appreciation Bonds, to be determined as provided in subsection (a) of this Section. No Capital Appreciation Bond shall have principal maturing on more than one principal maturity date. The Bond Purchase Agreement may provide that no Capital Appreciation Bonds shall be issued.

The Convertible Capital Appreciation Bonds shall have Conversion Dates of and mature on the date or dates, in each of the years, in the accreted amounts and in the stated values at their Conversion Date as shall be set forth in the Bond Purchase Agreement. No Convertible Capital Appreciation Bond shall mature later than the date which is 25 years from the date of the Convertible Capital Appreciation Bonds, to be determined as provided in subsection (a) of this Section. No Convertible Capital Appreciation Bond shall have principal maturing on more than one principal maturity date. The Bond Purchase Agreement may provide that no Convertible Capital Appreciation Bonds shall be issued.

The Current Interest Bonds, the Capital Appreciation Bonds and the Convertible Capital Appreciation Bonds may mature in the same year or years as any other Current Interest Bonds, Capital Appreciation Bonds or Convertible Capital Appreciation Bonds, without limitation. The aggregate principal amount of the Series 2020 Bonds issued as Current Interest Bonds, Capital Appreciation Bonds or Convertible Capital Appreciation Bonds shall not exceed \$49,833,911.

(d) *Interest; Current Interest Bonds.* The Current Interest Bonds shall bear interest at an interest rate or rates not to exceed 5.00% per annum, payable on the Interest Dates in each year computed on the basis of a 360-day year of twelve 30-day months. Each Current Interest Bond shall bear interest from the Interest Date next preceding the date of authentication thereof, unless it is authenticated after the close of business on a Record Date and on or prior to the succeeding Interest Date, in which event it shall bear interest from such Interest Date, or unless it is authenticated on or before the Record Date preceding the first Interest Date, in which event it shall bear interest from its dated date; provided, however, that if, at the time of authentication of any Current Interest Bond, interest is in default on any outstanding Current Interest Bonds, such Current Interest Bond shall bear interest from the Interest Date to which interest has previously been paid or made available for payment on the outstanding Current Interest Bonds.

(e) *Interest; Capital Appreciation Bonds.* The Capital Appreciation Bonds shall not bear current interest; each Capital Appreciation Bond shall accrete in value daily over the term to its maturity (on the basis of a 360-day year consisting of twelve 30-day months), from its initial principal (denominational) amount on the date of issuance thereof to its stated maturity value at maturity thereof, on the basis of a constant interest rate or rates (which shall not exceed 5.00% per annum) compounded semiannually on each Interest Date (with straight-line interpolations between Interest Dates). The accreted value per \$5,000 maturity value of the Capital Appreciation Bonds on each Interest Date shall be given for reference in a table of accreted values to appear in the Capital Appreciation Bonds; provided, however, that the accreted value determined in accordance with this Section shall prevail over any different accreted value given in such table. Interest on the Capital Appreciation Bonds shall be payable only upon maturity or prior redemption thereof.

(f) *Interest; Convertible Capital Appreciation Bonds.* The Convertible Capital Appreciation Bonds shall not bear current interest prior to their respective Conversion Dates; each Convertible Capital Appreciation Bond shall accrete in value daily from its initial principal (denominational) amount on the date of issuance thereof to its stated value at the Conversion Date thereof (on the basis of a 360-day year consisting of twelve 30-day months), on the basis of a constant interest rate or rates (which shall not exceed 5.00% per annum) compounded semiannually on each Interest Date (with straight-line interpolations between Interest Dates). From and after the respective Conversion

Date of a Convertible Capital Appreciation Bond, such Convertible Capital Appreciation Bonds shall bear current interest on the accreted value thereof at an interest rate or rates not to exceed 5.00% per annum, computed on the basis of a 360-day year of twelve 30-day months, payable on the Interest Dates in each year following its Conversion Date. Following the Conversion Date with respect thereto, each Convertible Capital Appreciation Bond shall bear interest from the Interest Date next preceding the date of authentication thereof, unless it is authenticated after the close of business on a Record Date and on or prior to the succeeding Interest Date, in which event it shall bear interest from such Interest Date, or unless it is authenticated on or before the Record Date preceding the first Interest Date following its Conversion Date, in which event it shall bear interest from its Conversion Date; provided, however, that if, at the time of authentication of any Convertible Capital Appreciation Bond, interest is in default on any outstanding Convertible Capital Appreciation Bonds, such Convertible Capital Appreciation Bond shall bear interest from the Interest Date to which interest has previously been paid or made available for payment on the outstanding Convertible Capital Appreciation Bonds.

(g) *Interest; Tax-Exempt or Taxable.* The Series 2020 Bonds may be issued such that the interest on the Series 2020 Bonds is Tax-Exempt or such that the interest on the Series 2020 Bonds is not Tax-Exempt. The Board of Education hereby finds and determines that, pursuant to Section 5903 of the Government Code, the interest payable on the Series 2020 Bonds issued as Taxable Bonds will be subject to federal income taxation under the Code in existence on the date of issuance of the Series 2020 Bonds.

Section 6. Payment of Bonds. (a) *Request for Tax Levy.* The money for the payment of principal, redemption premium, if any, and interest on the Series 2020 Bonds shall be raised by taxation upon all taxable property in the District and provision shall be made for the levy and collection of such taxes in the manner provided by law and for such payment out of the related interest and sinking fund of the District. The Board of Supervisors and officers of the County are obligated by statute to provide for the levy and collection of property taxes in each year sufficient to pay all principal and interest coming due on the Series 2020 Bonds in such year, and to pay from such taxes all amounts due on the Series 2020 Bonds. The District hereby requests the Board of Supervisors to annually levy a tax upon all taxable property in the District sufficient to redeem the Series 2020 Bonds, and to pay the principal, redemption premium, if any, and interest thereon as and when the same become due.

(b) *Principal.* The principal of the Current Interest Bonds and the accreted value of the Capital Appreciation Bonds and the Convertible Capital Appreciation Bonds shall be payable in lawful money of the United States of America to the Owner thereof, upon the surrender thereof at the principal corporate trust office of the Paying Agent.

(c) *Interest; Record Date.* The interest on the Current Interest Bonds and the Convertible Capital Appreciation Bonds after the Conversion Date shall be payable on each Interest Date in lawful money of the United States of America to the Owner thereof as of the Record Date preceding such Interest Date, such interest to be paid by check or draft mailed on such Interest Date (if a business day, or on the next business day if the Interest Date does not fall on a business day) to such Owner at such Owner's address as it appears on the Registration Books or at such address as the Owner may have filed with the Paying Agent for that purpose except that the payment shall be made by wire transfer of immediately available funds to any Owner of at least \$1,000,000 of outstanding Current Interest Bonds or Convertible Capital Appreciation Bonds after the Conversion Date who shall have requested in writing such method of payment of interest prior to the close of business on the Record Date immediately preceding any Interest Date.

(d) *Interest and Sinking Fund.* Principal and interest due on the Series 2020 Bonds shall be paid from the related interest and sinking fund of the District as provided in Section 15146 of the Education Code.

(e) *Obligation of the District.* No part of any fund or account of the County is pledged or obligated to the payment of the Series 2020 Bonds. The obligation for repayment of the Series 2020 Bonds is the sole obligation of the District.

(f) *Pledge of Taxes.* The District hereby pledges all revenues from the property taxes collected from the levy by the Board of Supervisors for the payment of Bonds of the District and amounts on deposit in each interest and sinking fund of the District to the payment of the principal or redemption price of and interest on the Bonds. This pledge shall be valid and binding from the date hereof for the benefit of the owners of the Bonds and successors thereto. The property taxes and amounts held in each interest and sinking fund of the District shall be immediately subject to this pledge, and the pledge shall constitute a lien and security interest which shall immediately attach to the property taxes and amounts held in each interest and sinking fund of the District to secure the payment of the Bonds and shall be effective, binding, and enforceable against the District, its successors, creditors and all others irrespective of whether those parties have notice of the pledge and without the need of any physical delivery, recordation, filing, or further act. The pledge is an agreement between the District and the owners of Bonds to provide security for the Bonds in addition to any statutory lien that may exist, and the Bonds secured by the pledge are or were issued to finance one or more of the projects specified in the applicable voter-approved measure.

(g) *Insurance.* The payment of principal of and interest on all or a portion of the Series 2020 Bonds may be secured by a municipal bond insurance policy as shall be described in the Bond Purchase Agreement. The Bond

Purchase Agreement may provide that no municipal bond insurance policy shall be obtained. The Authorized Officers are each hereby authorized and directed to qualify the District for municipal bond insurance for the Series 2020 Bonds and authorize that such insurance be obtained if the present value cost of such insurance is less than the present value of the estimated interest savings with respect to the Series 2020 Bonds. The Authorized Officers are each hereby authorized and directed, for and in the name and on behalf of the District, to execute and deliver a contract or contracts for such insurance if such contract is deemed by the Authorized Officer executing the same to be in the best interests of the District, such determination to be conclusively evidenced by such Authorized Officer's execution and delivery of such contract. If the Authorized Officers so deem and obtain municipal bond insurance, and such insurance is issued by a mutual insurance company, the Authorized Officers are each hereby authorized and directed to enter into any required mutual insurance agreement substantially in such insurer's standard form with such changes, insertions and omissions therein as the Authorized Officer executing the same may require or approve, such requirement or approval to be conclusively evidenced by the execution of such agreement by such Authorized Officer.

Section 7. Redemption Provisions. (a) *Optional Redemption.* The Series 2020 Bonds may be subject to redemption, at the option of the District, on the dates and terms as shall be designated in the Bond Purchase Agreement. Subject to the requirements of Section 15144.2 of the Education Code, the Bond Purchase Agreement may provide that the Series 2020 Bonds shall not be subject to optional redemption, and may provide separate and distinct redemption provisions for the Current Interest Bonds, the Capital Appreciation Bonds and the Convertible Capital Appreciation Bonds.

(b) *Selection.* If less than all of the Series 2020 Bonds (Current Interest Bonds, Capital Appreciation Bonds or Convertible Capital Appreciation Bonds), if any, are subject to such redemption and are called for redemption, such Series 2020 Bonds shall be redeemed in inverse order of maturities or as otherwise directed by the District (or as otherwise set forth in the Bond Purchase Agreement), and if less than all of the Series 2020 Bonds of any given maturity are called for redemption, the portions of such bonds of a given maturity to be redeemed shall be determined by lot (or as otherwise set forth in the Bond Purchase Agreement).

(c) *Mandatory Sinking Fund Redemption.* The Series 2020 Bonds, if any, which are designated in the Bond Purchase Agreement as term bonds shall also be subject to redemption prior to their stated maturity dates, without a redemption premium, in part by lot (or as otherwise set forth in the Bond Purchase Agreement), from mandatory sinking fund payments in the amounts and in accordance with the terms to be specified in the Bond Purchase Agreement. Unless otherwise provided in the Bond Purchase Agreement, the principal amount of each mandatory sinking fund payment of any maturity shall

be reduced proportionately or as otherwise directed by the District by the amount of any Series 2020 Bonds of that maturity redeemed in accordance with subsection (a) of this Section prior to the mandatory sinking fund payment date. The Bond Purchase Agreement may provide that the Series 2020 Bonds shall not be subject to mandatory sinking fund redemption. The Auditor-Controller is hereby authorized to create such sinking funds or accounts for the term Series 2020 Bonds as shall be necessary to accomplish the purposes of this Section.

(d) *Notice of Redemption.* Notice of any redemption of the Series 2020 Bonds shall be mailed by the Paying Agent, postage prepaid, not less than 30 nor more than 60 days prior to the redemption date (i) by first class mail to the County and the respective Owners thereof at the addresses appearing on the Registration Books, and (ii) as may be further required in accordance with the Continuing Disclosure Certificate.

Each notice of redemption shall state (i) the date of such notice; (ii) the name of the Series 2020 Bonds and the date of issue of the Series 2020 Bonds; (iii) the redemption date; (iv) the redemption price; (v) the series of Series 2020 Bonds and the dates of maturity or maturities of Series 2020 Bonds to be redeemed; (vi) if less than all of the Series 2020 Bonds of a series of any maturity are to be redeemed, the distinctive numbers of the Series 2020 Bonds of each maturity of such series to be redeemed; (vii) in the case of Series 2020 Bonds of a series redeemed in part only, the respective portions of the principal amount of the Series 2020 Bonds of each maturity of such series to be redeemed; (viii) the CUSIP number, if any, of each maturity of Series 2020 Bonds of a series to be redeemed; (ix) a statement that such Series 2020 Bonds must be surrendered by the Owners at the principal corporate trust office of the Paying Agent, or at such other place or places designated by the Paying Agent; (x) notice that further interest on such Series 2020 Bonds will not accrue after the designated redemption date; and (xi) in the case of a conditional notice, that such notice is conditioned upon certain circumstances and the manner of rescinding such conditional notice.

(e) *Effect of Notice.* A certificate of the Paying Agent that notice of redemption has been given to Owners as herein provided shall be conclusive as against all parties. Neither the failure to receive the notice of redemption as provided in this Section, nor any defect in such notice shall affect the sufficiency of the proceedings for the redemption of the Series 2020 Bonds or the cessation of interest on the date fixed for redemption.

When notice of redemption has been given substantially as provided for herein, and when the redemption price of the Series 2020 Bonds called for redemption is set aside for the purpose as described in subsection (g) of this Section, the Series 2020 Bonds designated for redemption shall become due and payable on the specified redemption date and interest shall cease to accrue thereon as of the redemption date, and upon presentation and surrender of such

Series 2020 Bonds at the place specified in the notice of redemption, such Series 2020 Bonds shall be redeemed and paid at the redemption price thereof out of the money provided therefor. The Owners of such Series 2020 Bonds so called for redemption after such redemption date shall be entitled to payment thereof only from the related interest and sinking fund or the trust fund established for such purpose. All Series 2020 Bonds redeemed shall be cancelled forthwith by the Paying Agent and shall not be reissued.

(f) *Right to Rescind Notice.* The District may rescind any optional redemption and notice thereof for any reason on any date prior to the date fixed for redemption by causing written notice of the rescission to be given to the owners of the Series 2020 Bonds so called for redemption. Any optional redemption and notice thereof shall be rescinded if for any reason on the date fixed for redemption moneys are not available in the related interest and sinking fund or otherwise held in trust for such purpose in an amount sufficient to pay in full on said date the principal of, interest, and any premium due on the Series 2020 Bonds called for redemption. Notice of rescission of redemption shall be given in the same manner in which notice of redemption was originally given. The actual receipt by the owner of any Series 2020 Bond of notice of such rescission shall not be a condition precedent to rescission, and failure to receive such notice or any defect in such notice shall not affect the validity of the rescission.

(g) *Funds for Redemption.* Prior to or on the redemption date of any Series 2020 Bonds there shall be available in the related interest and sinking fund of the District, or held in trust for such purpose as provided by law, monies for the purpose and sufficient to redeem, at the redemption prices as in this Resolution provided, the Series 2020 Bonds designated in the notice of redemption. Such monies shall be applied on or after the redemption date solely for payment of principal of, interest and premium, if any, on the Series 2020 Bonds to be redeemed upon presentation and surrender of such Series 2020 Bonds, provided that all monies in the related interest and sinking fund of the District shall be used for the purposes established and permitted by law. Any interest due on or prior to the redemption date shall be paid from the related interest and sinking fund of the District, unless otherwise provided to be paid from such monies held in trust. If, after all of the Series 2020 Bonds have been redeemed and cancelled or paid and cancelled, there are monies remaining in the related interest and sinking fund of the District or otherwise held in trust for the payment of redemption price of the Series 2020 Bonds, the monies shall be held in or returned or transferred to any interest and sinking fund of the District for payment of any outstanding bonds of the District payable from such fund; provided, however, that if the monies are part of the proceeds of bonds of the District, the monies shall be transferred to the fund created for the payment of principal of and interest on such bonds. If no such bonds of the District are at such time outstanding, the monies shall be transferred to the general fund of the District as provided and permitted by law.

(h) *Defeasance of Bonds.* If at any time the District shall pay or cause to be paid or there shall otherwise be paid to the Owners of any or all of the outstanding Series 2020 Bonds all or any part of the principal, interest and premium, if any, on the Series 2020 Bonds at the times and in the manner provided herein and in the Series 2020 Bonds, or as provided in the following paragraph, or as otherwise provided by law consistent herewith, then such Owners shall cease to be entitled to the obligation of the District and the County as provided in Section 6 hereof, and such obligation and all agreements and covenants of the District and of the County to such Owners hereunder and under the Series 2020 Bonds shall thereupon be satisfied and discharged and shall terminate, except only that the District shall remain liable for payment of all principal, interest and premium, if any, represented by the Series 2020 Bonds, but only out of monies on deposit in the related interest and sinking fund or otherwise held in trust for such payment; and provided further, however, that the provisions of subsection (i) of this Section shall apply in all events.

For purposes of this Section, the District may pay and discharge any or all of the Series 2020 Bonds by depositing in trust with the Paying Agent or an escrow agent, selected by the District, at or before maturity, money or non-callable direct obligations of the United States of America (including zero interest bearing State and Local Government Series) or other non-callable obligations the payment of the principal of and interest on which is guaranteed by a pledge of the full faith and credit of the United States of America, in an amount which will, together with the interest to accrue thereon and available monies then on deposit in the related interest and sinking fund of the District, be fully sufficient to pay and discharge the indebtedness on such Series 2020 Bonds (including all principal, interest and redemption premiums) at or before their respective maturity dates.

(i) *Unclaimed Monies.* Any money held in any fund created pursuant to this Resolution, or by the Paying Agent or an escrow agent in trust, for the payment of the principal or accreted value of, redemption premium, if any, or interest on the Series 2020 Bonds and remaining unclaimed for two years after the principal or accreted value of all of the Series 2020 Bonds has become due and payable (whether by maturity or upon prior redemption) shall be transferred to any interest and sinking fund of the District for payment of any outstanding bonds of the District payable from the fund; or, if no such bonds of the District are at such time outstanding, the monies shall be transferred to the general fund of the District as provided and permitted by law.

Section 8. Paying Agent. (a) *Appointment; Payment of Fees and Expenses.* This Board of Education does hereby consent to and confirm the appointment of the Treasurer to act as the initial paying agent for the Series 2020 Bonds. The Treasurer is hereby authorized to contract with any third party to perform the services of Paying Agent under this Resolution. All fees and expenses of the Paying Agent shall be the sole responsibility of the District, and

to the extent not paid from the proceeds of sale of the Series 2020 Bonds, or from the related interest and sinking fund of the District, insofar as permitted by law, including specifically by Section 15232 of the Education Code, such fees and expenses shall be paid by the District.

(b) *Resignation, Removal and Replacement of Paying Agent.* The Paying Agent initially appointed or any successor Paying Agent may resign from service as Paying Agent and may be removed at any time by the Treasurer. If at any time the Paying Agent shall resign or be removed, the Treasurer shall appoint a successor Paying Agent, which shall be any bank, trust company, national banking association or other financial institution doing business in and having a corporate trust office in California, with at least \$100,000,000 in net assets.

(c) *Principal Corporate Trust Office.* Unless otherwise specifically noted, any reference herein to the Paying Agent shall initially mean the Treasurer and his designated agents or his successors or assigns, acting in the capacity of paying agent, registrar, authenticating agent and transfer agent (the “Paying Agent”), and any reference herein to the “principal corporate trust office” of the Paying Agent for purposes of transfer, registration, exchange, payment, and surrender of the Series 2020 Bonds shall initially mean the office of the Treasurer or the principal corporate trust office of his designated agent bank or other office of his designated agent bank designated thereby for a particular purpose; provided, however, that in the event that “Paying Agent” shall refer to any successor paying agent, bond registrar, authenticating agent or transfer agent for the Series 2020 Bonds, “principal corporate trust office” shall include the principal corporate trust office or other office of such successor Paying Agent designated thereby for a particular purpose.

(d) *Registration Books.* The Paying Agent shall keep or cause to be kept at its principal corporate trust office sufficient books for the registration and transfer of the Series 2020 Bonds, which shall at all times be open to inspection by the District and the County, and, upon presentation for such purpose, the Paying Agent shall, under such reasonable regulations as it may prescribe, register or transfer or cause to be registered or transferred on the Registration Books, Series 2020 Bonds as provided in Sections 9 and 10 hereof. The Paying Agent shall keep accurate records of all funds administered by it and of all Series 2020 Bonds paid and discharged by it. Such records shall be provided, upon reasonable request, to the District in a format mutually agreeable to the Paying Agent and the District.

Section 9. Transfer Under Book-Entry System; Discontinuation of Book-Entry System. (a) Unless otherwise specified in the Bond Purchase Agreement, DTC is hereby appointed depository for the Series 2020 Bonds and the Series 2020 Bonds shall be issued in book-entry form only, and shall be initially registered in the name of “Cede & Co.,” as nominee of DTC. One bond certificate shall be issued for each maturity of the Current Interest Bonds, the

Capital Appreciation Bonds and the Convertible Capital Appreciation Bonds; provided, however, that if different CUSIP numbers are assigned to Series 2020 Bonds of a series maturing in a single year or, if Series 2020 Bonds of the same series maturing in a single year are issued with different interest rates, additional bond certificates shall be prepared for each such maturity. Registered ownership of such Series 2020 Bonds of each such maturity, or any portion thereof, may not thereafter be transferred except as provided in this Section or Section 10 hereof:

(i) To any successor of DTC, or its nominee, or to any substitute depository designated pursuant to clause (ii) of this Section (a “substitute depository”); provided, however that any successor of DTC, as nominee of DTC or substitute depository, shall be qualified under any applicable laws to provide the services proposed to be provided by it;

(ii) To any substitute depository not objected to by the District, 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 to substitute another depository for DTC (or its successor) because DTC or its successor (or any substitute depository 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

(iii) To any person as provided below, upon (1) the resignation of DTC or its successor (or substitute depository or its successor) from its functions as depository; provided that no substitute depository which is not objected to by the District can be obtained, or (2) a determination by the District that it is in the best interests of the District to remove DTC or its successor (or any substitute depository or its successor) from its functions as depository.

(b) In the case of any transfer pursuant to clause (i) or clause (ii) of subsection (a) of this Section, upon receipt of the outstanding Series 2020 Bonds by the Paying Agent, together with a written request of the District to the Paying Agent, a new Series 2020 Bond for each maturity shall be executed and delivered (in the case of Current Interest Bonds, in the aggregate principal amount of such Current Interest Bonds then outstanding, in the case of Capital Appreciation Bonds, in the aggregate maturity value of such Capital Appreciation Bonds then outstanding, and in the case of Convertible Capital Appreciation Bonds, in the aggregate accreted value at the Conversion Date of such Convertible Capital Appreciation 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 clause (iii) of subsection (a) of this Section, upon receipt of the outstanding Series 2020 Bonds by the Paying Agent together with a written

request of the District to the Paying Agent, new Series 2020 Bonds shall be executed and delivered in such denominations, numbered in the manner determined by the Paying Agent, and registered in the names of such persons, as are requested in such written request of the District, subject to the limitations of Section 5 hereof and the receipt of such a written request of the District, and thereafter, the Series 2020 Bonds shall be transferred pursuant to the provisions set forth in Section 10 hereof; provided, however, that the Paying Agent shall not be required to deliver such new Series 2020 Bonds within a period of less than 60 days after the receipt of any such written request of the District.

(c) In the case of partial redemption or an advance refunding of the Series 2020 Bonds evidencing all or a portion of the principal amount then outstanding, DTC shall make an appropriate notation on the Series 2020 Bonds indicating the date and amounts of such reduction in principal.

(d) The District and the Paying Agent shall be entitled to treat the person in whose name any Series 2020 Bond is registered as the owner thereof, notwithstanding any notice to the contrary received by the District or the Paying Agent; and the District and the Paying Agent shall have no responsibility for transmitting payments to, communicating with, notifying, or otherwise dealing with any beneficial owners of the Series 2020 Bonds, and neither the District nor the Paying Agent shall have any responsibility or obligation, legal or otherwise, to the beneficial owners or to any other party, including DTC or its successor (or substitute depository or its successor), except for the Owner of any Series 2020 Bonds.

(e) So long as the outstanding Series 2020 Bonds are registered in the name of Cede & Co. or its registered assigns, the District and the Paying Agent shall cooperate with Cede & Co., as sole registered Owner, or its registered assigns in effecting payment of the principal of and interest on the Series 2020 Bonds by arranging for payment in such manner that funds for such payments are properly identified and are made immediately available on the date they are due.

Section 10. Transfer and Exchange. (a) *Transfer.* Following the termination or removal of DTC or successor depository pursuant to Section 9 hereof, any Series 2020 Bond may, in accordance with its terms, be transferred, upon the Registration Books, by the Owner thereof, in person or by the duly authorized attorney of such Owner, upon surrender of such Series 2020 Bond to the Paying Agent for cancellation, accompanied by delivery of a duly executed written instrument of transfer in a form approved by the Paying Agent.

Whenever any Series 2020 Bond or Series 2020 Bonds shall be surrendered for transfer, the designated District officials shall execute and the Paying Agent shall authenticate and deliver, as provided in Section 4 hereof, a new Series 2020 Bond or Series 2020 Bonds, of the same maturity, Interest Date and interest rate or rates (in the case of Current Interest Bonds, for a like

aggregate principal amount, in the case of Capital Appreciation Bonds, for a like aggregate maturity value, and in the case of Convertible Capital Appreciation Bonds, for a like aggregate accreted value at the Conversion Date). The Paying Agent may require the payment by any Owner of Series 2020 Bonds requesting any such transfer of any tax or other governmental charge required to be paid with respect to such transfer.

No transfer of any Series 2020 Bond shall be required to be made by the Paying Agent (i) during the period established by the Paying Agent for selection of the Series 2020 Bonds for redemption, and (ii) after any Series 2020 Bond has been selected for redemption.

(b) *Exchange.* The Series 2020 Bonds may be exchanged for Series 2020 Bonds of other authorized denominations of the same maturity, Interest Date and interest rate or rates, by the Owner thereof, in person or by the duly authorized attorney of such Owner, upon surrender of such Series 2020 Bond to the Paying Agent for cancellation, accompanied by delivery of a duly executed request for exchange in a form approved by the Paying Agent.

Whenever any Series 2020 Bond or Series 2020 Bonds shall be surrendered for exchange, the designated District officials shall execute and the Paying Agent shall authenticate and deliver, as provided in Section 4 hereof, a new Series 2020 Bond or Series 2020 Bonds of the same maturity and interest payment mode and interest rate or rates (in the case of Current Interest Bonds, for a like aggregate principal amount, in the case of Capital Appreciation Bonds, for a like aggregate maturity value, and in the case of Convertible Capital Appreciation Bonds, for a like aggregate accreted value at the Conversion Date). The Paying Agent may require the payment by the Owner requesting such exchange of any tax or other governmental charge required to be paid with respect to such exchange.

No exchange of any Series 2020 Bonds shall be required to be made by the Paying Agent (i) during the period established by the Paying Agent for selection of the Series 2020 Bonds for redemption, and (ii) after any Series 2020 Bond has been selected for redemption.

Section 11. Bond Purchase Agreement; Sale of Bonds. The form of Bond Purchase Agreement, in substantially the form submitted to this meeting and made a part hereof as though set forth herein, is hereby approved, and the Authorized Officers are each hereby authorized and directed, for and in the name and on behalf of the District, to execute and deliver the Bond Purchase Agreement in substantially said form, with such changes, insertions and omissions therein as the Authorized Officer executing the same may require or approve, such approval to be conclusively evidenced by the execution and delivery thereof; provided, however, that (a) the true interest cost for the Series 2020 Bonds shall not be in excess of 4.85%, (b) the interest rates on the Current Interest Bonds and, from and after their Conversion Dates, the Convertible

Capital Appreciation Bonds, shall not exceed 5.00% per annum, (c) the Capital Appreciation Bonds and, to their Conversion Dates, the Convertible Capital Appreciation Bond, shall accrete in value at compounded interest rates not to exceed 5.00% per annum, (d) the ratio of total debt service to principal of the Series 2020 Bonds shall not exceed four to one, (e) the annual estimated change in the assessed value of taxable property within the District over the term of the Series 2020 Bonds assumed in the structuring of the Series 2020 Bonds shall not exceed 4.50%, (f) the Underwriters' discount for the sale of Series 2020 Bonds shall not exceed 0.60% of the principal amount of such Series 2020 Bonds exclusive of any costs of issuance the Underwriters contract to pay, and (g) the Series 2020 Bonds shall otherwise conform to the limitations specified herein.

The Bond Purchase Agreement shall recite the aggregate principal amount of the Series 2020 Bonds, and with respect to the Current Interest Bonds, shall recite the date thereof, the maturity dates, principal amounts and annual rates of interest of each maturity thereof, the initial and semiannual Interest Dates thereof, and the terms of optional, extraordinary and mandatory sinking fund redemption thereof, if any, with respect to the Capital Appreciation Bonds, shall recite the date thereof, the initial principal amounts, maturity dates, and maturity values of each maturity thereof, the initial and semiannual Interest Dates thereof, and the terms of optional, extraordinary and mandatory sinking fund redemption thereof, if any, and with respect to the Convertible Capital Appreciation Bonds, shall recite the date thereof, the initial principal amounts, Conversion Dates, maturity dates, and stated value at the Conversion Date of each maturity thereof, the initial and semiannual Interest Dates thereof, and the terms of optional, extraordinary and mandatory sinking fund redemption thereof, if any.

The Board of Education hereby finds and determines that the sale of the Series 2020 Bonds at negotiated sale as contemplated herein and by the Bond Purchase Agreement will 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 Series 2020 Bonds to fit the needs of particular purchasers, and greater opportunity for the Underwriters to pre-market the Series 2020 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. Estimates of the costs associated with the issuance of the Series 2020 Bonds, including any such costs which the Underwriters may agree to pay pursuant to the Bond Purchase Agreement, are set forth on Exhibit D attached hereto and incorporated herein.

In accordance with Section 15146(h) of the Education Code, to the extent not contracted to be paid by the Underwriters, the Authorized Officers are each hereby authorized to cause to be deposited in a costs of issuance account, which may be held by a bank, national banking association or trust company meeting the qualifications necessary to be a paying agent set forth in Section 8, as cost of issuance administrator, proceeds of sale of the Series 2020 Bonds (exclusive

of any premium or accrued interest received) in an amount not exceeding 2.00% of the principal amount of the Series 2020 Bonds sold, as shall be set forth in the Bond Purchase Agreement, for the purposes of paying the costs associated with the issuance of the Series 2020 Bonds.

In accordance with subsections (i) and (j) of Section 15146 of the Education Code, the Authorized Officers are each hereby authorized to cause to be deposited in the related interest and sinking fund of the District proceeds of sale of the Series 2020 Bonds (in addition to any premium or accrued interest received) to fund (i) an annual reserve permitted by Section 15250 of the Education Code, and/or (ii) capitalized interest in an amount not exceeding the interest scheduled to become due on the Series 2020 Bonds for a period of two years from the date of issuance of the Series 2020 Bonds, as shall be set forth in the Bond Purchase Agreement, if any such a deposit is deemed by the Authorized Officer executing the same to be in the best interests of the District.

Section 12. Continuing Disclosure Certificate. The Continuing Disclosure Certificate, in substantially the form submitted to this meeting and made a part hereof as though set forth herein, is hereby approved, and the Authorized Officers are each hereby authorized and directed, for and in the name and on behalf of the District, to execute and deliver the Continuing Disclosure Certificate in substantially said form, as is necessary to cause the requirements of Rule 15c2-12 to be satisfied, with such changes, insertions and omissions as the Authorized Officer executing the same may require or approve, such determination, requirement or approval to be conclusively evidenced by the execution of the Continuing Disclosure Certificate by such Authorized Officer.

Section 13. Preliminary Official Statement. The Preliminary Official Statement to be distributed in connection with the public offering of the Series 2020 Bonds, in substantially the form submitted to this meeting and made a part hereof as though set forth herein, with such changes, insertions and omissions as may be approved by an Authorized Officer, is hereby approved, and the use of such Preliminary Official Statement in connection with the offering and sale of the Series 2020 Bonds is hereby authorized and approved. The Authorized Officers are each hereby authorized to certify on behalf of the District that such Preliminary Official Statement is deemed final as of its date, within the meaning of Rule 15c2-12 (except for the omission of certain final pricing, rating and related information as permitted by Rule 15c2-12).

Section 14. Official Statement. The preparation and delivery of an Official Statement with respect to the Series 2020 Bonds, and its use by the Underwriters in connection with the offering and sale of the Series 2020 Bonds, is hereby authorized and approved. Such Official Statement shall be in substantially the form of the Preliminary Official Statement distributed in connection with the public offering of the Series 2020 Bonds with such changes, insertions and omissions as may be approved by an Authorized Officer, such

approval to be conclusively evidenced by the execution and delivery thereof. The Authorized Officers are each hereby authorized and directed, for and in the name of and on behalf of the District, to execute the final Official Statement with respect to the Series 2020 Bonds and any amendment or supplement thereto and thereupon to cause such final Official Statement and any such amendment or supplement to be delivered to the Underwriters.

Section 15. Investment of Proceeds. (a) All funds held in the interest and sinking fund of the District established for the Series 2020 Bonds shall be invested at the discretion of the Treasurer. In the absence of written request from the District, proceeds of the Series 2020 Bonds held in the building fund of the District shall be invested at the sole discretion of the Treasurer pursuant to State law, including Government Code Section 53601 *et. seq.*, as the same may be amended or supplemented from time to time, and the investment policy of the County.

(b) To the extent permitted by law, at the written request of an Authorized Officer, each of whom is hereby expressly authorized to make such request, all or any portion of the building fund of the District may be invested on behalf of the District in investment agreements, including guaranteed investment contracts, float contracts or other investment products (collectively, "Investment Agreements"), which comply with the requirements of each rating agency then rating the Series 2020 Bonds necessary in order to maintain the then-current rating on the Series 2020 Bonds. Pursuant to Section 5922 of the Government Code, the Board of Education hereby finds and determines that the Investment Agreements will reduce the amount and duration of interest rate risk with respect to amounts invested pursuant to the Investment Agreements and are designed to reduce the amount or duration of payment, rate, spread or similar risk or result in a lower cost of borrowing when used in combination with the Series 2020 Bonds or enhance the relationship between risk and return with respect to investments of proceeds of the Series 2020 Bonds and funds held to pay the Series 2020 Bonds.

Section 16. Tax Covenants. (a) The District shall not take any action, or fail to take any action, if such action or failure to take such action would adversely affect the exclusion from gross income of the interest payable on a Tax-Exempt series of Series 2020 Bonds under Section 103 of the Code. Without limiting the generality of the foregoing, the District hereby covenants that it will comply with the requirements of the Tax Certificate to be executed by the District on the date of issuance of each Tax-Exempt series of Series 2020 Bonds. The provisions of this subsection (a) shall survive payment in full or defeasance of the Series 2020 Bonds.

(b) In the event that at any time the District is of the opinion that for purposes of this Section it is necessary or helpful to restrict or limit the yield on the investment of any monies held by the Treasurer on behalf of the District, in

accordance with this Resolution or pursuant to law, the District shall so request of the Treasurer in writing, and the District shall make its best efforts to ensure that the Treasurer shall take such action as may be necessary in accordance with such instructions.

(c) Notwithstanding any provision of this Section, if the District shall provide to the Treasurer an Opinion of Bond Counsel that any specified action required under this Section is no longer required or that some further or different action is required to maintain the exclusion from federal income tax of interest on Series 2020 Bonds not issued as Taxable Bonds under Section 103 of the Code, the Treasurer may conclusively rely on such Opinion of Bond Counsel in complying with the requirements of this Section and of each Tax Certificate with respect to the Series 2020 Bonds not issued as Taxable Bonds, and the covenants hereunder shall be deemed to be modified to that extent.

Section 17. Professional Services. California Financial Services shall serve as municipal advisor to the District for the Series 2020 Bonds. Orrick, Herrington & Sutcliffe LLP shall serve as bond counsel and disclosure counsel to the District for the Series 2020 Bonds. Piper Sandler & Co. and U.S. Bancorp Investments, Inc. shall serve as underwriters for the Series 2020 Bonds.

Section 18. Delegation of Authority. The Authorized Officers are hereby authorized and directed, jointly and severally, to do any and all things which they may deem necessary or advisable in order to consummate the transactions herein authorized and otherwise to carry out, give effect to and comply with the terms and intent of this Resolution, including, without limitation negotiating the terms of the insurance policy, if any, referred to herein.

Section 19. Approval of Actions. All actions heretofore taken by the officers, employees and agents of the District with respect to the transactions set forth above are hereby approved, confirmed and ratified.

Section 20. Filing with County. The Superintendent, or such other officer or employee of the District as the Superintendent may designate, is hereby authorized and directed to report to the Auditor-Controller the final terms of sale of the Series 2020 Bonds, and to file with the Auditor-Controller and with the Treasurer a copy of the executed Bond Purchase Agreement and this Resolution, and the schedule of amortization of the principal of and payment of interest on the Series 2020 Bonds, and to file with the Treasurer a proposed schedule of draws on the building fund of the District, and this Resolution shall serve as the notice required to be given by Section 15140(c) of the Education Code and as the District's request to the Auditor-Controller and the Board of Supervisors to propose and adopt in each year a tax rate applicable to all taxable property of the District for payment of the Series 2020 Bonds, pursuant to law; and to the other officers of the County to levy and collect said taxes for the payment of the Series 2020 Bonds, to pay in a timely manner to the Paying Agent on behalf of the Owners of the Series 2020 Bonds the principal, interest, and premium, if

any, due on the Series 2020 Bonds in each year, and to create in the County treasury to the credit of the District a building fund and an interest and sinking fund pursuant to Section 15146 of the Education Code.

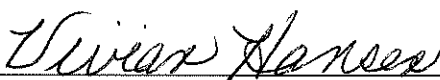
Section 21. Contract with Bondholders. The provisions of this Resolution shall be a contract with each and every owner of Bonds and the duties of the District and of the Board of Education and the officers of the District shall be enforceable by any owner of Bonds by mandamus or other appropriate suit, action or proceeding in any court of competent jurisdiction.

Section 22. Amendments. This Resolution may be modified or amended without the consent of the Owners in order to cure ambiguities or provide clarification, provided that such modification or amendment does not materially adversely affect the rights of owners of Bonds. For any other purpose, this Resolution may be modified or amended only with the consent of the Owners of a majority of the aggregate principal amount of all Series 2020 Bonds then outstanding; provided that any such modification or amendment to Section 6(f) or Section 21 shall require the consent of the owners of a majority of the aggregate principal amount of all Bonds then outstanding. No such modification or amendment shall extend the maturity of, reduce the interest rate or redemption premium on or principal amount of any Series 2020 Bond or reduce the percentage of consent required for amendment hereof without the express consent of all the owners so affected.

Section 23. Indemnification of County. The District shall indemnify and hold harmless, to the extent permitted by law, the County and its officers and employees (“Indemnified Parties”), against any and all losses, claims, damages or liabilities, joint or several, to which such Indemnified Parties may become subject because of action or inaction related to the adoption of any resolution by the Board of Supervisors authorizing the District to issue and sell the Series 2020 Bonds without the further action of the Board of Supervisors pursuant to Sections 15140 and 15146 of the Education Code, as permitted by Section 53508.7 of the Government Code. The District shall also reimburse any such Indemnified Parties for any legal or other expenses incurred in connection with investigating or defending any such claims or actions.

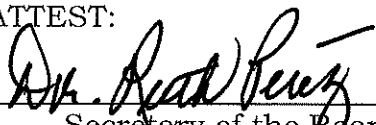
Section 24. Effective Date. This Resolution shall take effect from and after its date of adoption.

PASSED AND ADOPTED this 14th day of September, 2020.



President of the Board of Education
of the Paramount Unified School
District

ATTEST:



Secretary of the Board of
Education of the Paramount
Unified School District

EXHIBIT A

FORM OF CURRENT INTEREST BOND

Number **UNITED STATES OF AMERICA** **Amount**
R-__ **STATE OF CALIFORNIA** **\$_____**
COUNTY OF LOS ANGELES

PARAMOUNT UNIFIED SCHOOL DISTRICT
(LOS ANGELES COUNTY, CALIFORNIA)
GENERAL OBLIGATION BONDS, ELECTION OF 2016, SERIES 2020C

CURRENT INTEREST BOND

Maturity Date	Interest Rate	Dated as of	CUSIP No.
August 1, 20__	____%	_____, 2020	_____

Registered Owner: CEDE & CO.

Principal Amount: _____ DOLLARS

Paramount Unified School District, County of Los Angeles, State of California (the "District"), acknowledges itself obligated to and promises to pay to the Registered Owner identified above or registered assigns, on the Maturity Date set forth above or upon prior redemption hereof, the Principal Amount specified above in lawful money of the United States of America, and to pay interest thereon in like lawful money from the interest payment date next preceding the date of authentication of this Bond (unless this bond is authenticated after the close of business on a Record Date (as defined herein) and on or prior to the succeeding interest payment date, in which event it shall bear interest from such interest payment date, or unless this Bond is authenticated on or before _____ 15, 20__, in which event it shall bear interest from the date hereof) at the Interest Rate per annum stated above, payable commencing on February 1, 2021, and thereafter on February 1 and August 1 in each year, until payment of the Principal Amount. This Bond is issued pursuant to a Resolution adopted by the Board of Education of the District on September 14, 2020 (the "Resolution"). Capitalized undefined terms used herein have the meanings ascribed thereto in the Resolution.

The principal hereof is payable to the Registered Owner hereof upon the surrender hereof at the principal corporate trust office of the paying agent/registrars and transfer agent of the District (the "Paying Agent"), initially the Treasurer and Tax Collector of the County of Los Angeles. The interest hereon is payable to the person whose name appears on the bond registration books of

the Paying Agent as the Registered Owner hereof as of the close of business on the 15th day of the month preceding an interest payment date (the “Record Date”), whether or not such day is a business day, such interest to be paid by check or draft mailed to such Registered Owner at the owner’s address as it appears on such registration books, or at such other address filed with the Paying Agent for that purpose. Upon written request, given no later than the Record Date immediately preceding an interest payment date, of the owner of Current Interest Bonds aggregating at least \$1,000,000 in principal amount, interest will be paid by wire transfer in immediately available funds to an account maintained in the United States as specified by the Registered Owner in such request. So long as Cede & Co. or its registered assigns shall be the Registered Owner of this Bond, payment shall be made in immediately available funds as provided in the Resolution hereinafter described.

This Bond is one of a duly authorized issue of bonds of like tenor (except for such variations, if any, as may be required to designate varying series, numbers, denominations, interest rates, interest payment modes, maturities and redemption provisions), in the aggregate principal amount of \$_____, and designated as “Paramount Unified School District (Los Angeles County, California) General Obligation Bonds, Election of 2016, Series 2020C” (the “Bonds”). The Bonds were authorized by a vote of at least 55% percent of the voters voting at an election duly and legally called, held and conducted in the District on November 8, 2016. The Bonds are issued and sold by the Board of Education of the District pursuant to and in strict conformity with the provisions of the Constitution and laws of the State, and of the Resolution, and subject to the more particular terms specified in the Bond Purchase Agreement, dated _____, 2020 (the “Bond Purchase Agreement”), by and between the District and Piper Sandler & Co., on behalf of itself and as representative of U.S. Bancorp Investments, Inc., as underwriters.

The Current Interest Bonds are issuable as fully registered bonds without coupons in the denomination of \$5,000 principal amount or any integral multiple thereof, provided that no Current Interest Bond shall have principal maturing on more than one principal maturity date. Subject to the limitations and conditions and upon payment of the charges, if any, as provided in the Resolution, Bonds may be exchanged for a like aggregate principal amount of Bonds of the same tenor, interest payment mode, and maturity of other authorized denominations.

This Bond is transferable by the Registered Owner hereof, in person or by attorney duly authorized in writing, at the principal corporate trust office of the Paying Agent, but only in the manner, subject to the limitations and upon payment of the charges provided in the Resolution, and upon surrender and cancellation of this Bond. Upon such transfer, a new Bond or Bonds of authorized denomination or denominations of the same tenor, interest payment

mode, and same aggregate principal amount will be issued to the transferee in exchange herefor.

The District and the Paying Agent may treat the registered owner hereof as the absolute owner hereof for all purposes, and the District and the Paying Agent shall not be affected by any notice to the contrary.

[The Bonds are subject to optional and mandatory sinking fund redemption on the terms and subject to the conditions specified in the Resolution and the Bond Purchase Agreement. If this Bond is called for redemption and payment is duly provided therefor, interest shall cease to accrue hereon from and after the date fixed for redemption.]

The Board of Education of the District hereby certifies and declares that the total amount of indebtedness of the District, including the amount of this Bond, is within the limit provided by law; that all acts, conditions and things required by law to be done or performed precedent to and in the issuance of this Bond have been done and performed in strict conformity with the laws authorizing the issuance of this Bond; and that this Bond is in substantially the form prescribed by order of the Board of Education duly made and entered on its minutes. The Bonds represent an obligation payable out of the related interest and sinking fund of the District, and the money for the payment of principal of, premium, if any, and interest hereon, shall be raised by taxation upon the taxable property of the District.

Unless this Bond is presented by an authorized representative of The Depository Trust Company, a New York corporation ("DTC"), 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 DTC (and any payment is made to Cede & Co. or to such other entity as is requested by an authorized representative of DTC), 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.

This Bond shall not be entitled to any benefit under the Resolution, or become valid or obligatory for any purpose, until the certificate of authentication and registration hereon endorsed shall have been signed by the Paying Agent.

IN WITNESS WHEREOF, the Board of Education of the Paramount Unified School District, County of Los Angeles, State of California, has caused this bond to be signed by its President and countersigned by the Clerk of said Board, as of the date set forth above.

President of the Board of Education
of the Paramount Unified School
District

Countersigned:

Clerk of the Board of Education of
the Paramount Unified School
District

CERTIFICATE OF AUTHENTICATION AND REGISTRATION

This is one of the Bonds described in the within-mentioned Resolution and authenticated and registered on _____.

**Treasurer and Tax Collector of the
County of Los Angeles, California,
as Paying Agent/Registrar and
Transfer Agent**

By: U.S. Bank National Association,
as agent

By: _____
Authorized Officer

ASSIGNMENT

For value received the undersigned do(es) hereby sell, assign and transfer unto _____ the within-mentioned Bond and hereby irrevocably constitute(s) and appoint(s) _____ attorney, to transfer the same on the books of the Paying Agent with full power of substitution in the premises.

I.D. Number

Note: The signature(s) on this Assignment must correspond with the name(s) as written on the face of the within Bond in every particular, without alteration or enlargement or any change whatsoever.

Dated: _____

Signature Guarantee: _____

Note: Signature must be guaranteed by an eligible guarantor institution.

EXHIBIT B

FORM OF CAPITAL APPRECIATION BOND

Number **UNITED STATES OF AMERICA**
CAB-__ **STATE OF CALIFORNIA**
 COUNTY OF LOS ANGELES

PARAMOUNT UNIFIED SCHOOL DISTRICT

(LOS ANGELES COUNTY, CALIFORNIA)
GENERAL OBLIGATION BONDS, ELECTION OF 2016, SERIES 2020C

CAPITAL APPRECIATION BOND

Maturity Date Interest Rate Dated as of CUSIP No.
August 1, 20__ _____, 2020 _____

Registered Owner: CEDE & CO.

Initial Principal Amount: _____ DOLLARS

Accreted Value at Maturity: _____ DOLLARS

Paramount Unified School District of the County of Los Angeles, State of California (the “District”), acknowledges itself obligated to and promises to pay, to the Registered Owner identified above or registered assigns, on the Maturity Date specified above or upon prior redemption hereof, in lawful money of the United States of America, the accreted value hereof on such date, consisting of the Initial Principal Amount hereof plus interest accrued thereon to such date, commencing on the date hereof, compounded on February 1 and August 1 of each year commencing on February 1, 2021, at the Interest Rate specified above, assuming in any such semiannual period that such interest accretes in equal daily amounts on the basis of a 360-day year of twelve 30-day months, until the obligation represented hereby shall have been discharged, as provided in the Resolution adopted by the Board of Education of the District on September 14, 2020 (the “Resolution”). The accreted value hereof shall be determined in accordance with the Resolution and as reflected in the Table of Accreted Values hereinafter set forth; provided, however, that any accreted value determined in accordance with the Resolution shall prevail over any accreted values given in the Table of Accreted Values. Capitalized undefined terms used herein have the meanings ascribed thereto in the Resolution.

The accreted value hereof is payable to the Registered Owner hereof upon the surrender hereof at the principal corporate trust office of the paying

agent/registrant and transfer agent of the District (the “Paying Agent”), initially the Treasurer and Tax Collector of the County of Los Angeles.

This Bond is one of a duly authorized issue of bonds of like tenor (except for such variations, if any, as may be required to designate varying tenors, numbers, denominations, interest rates, interest payment modes, maturities and redemption provisions), in the aggregate principal amount of \$_____, and designated as “Paramount Unified School District (Los Angeles County, California) General Obligation Bonds, Election of 2016, Series 2020C” (the “Bonds”). The Bonds were authorized by a vote of at least 55% percent of the voters voting at an election duly and legally called, held and conducted in the District on November 8, 2016. The Bonds are issued and sold by the Board of Education of the District pursuant to and in strict conformity with the provisions of the Constitution and laws of the State, and the Resolution, and subject to the more particular terms specified in the Bond Purchase Agreement, dated _____, 2020 (the “Bond Purchase Agreement”), by and between the District and Piper Sandler & Co., on behalf of itself and as representative of U.S. Bancorp Investments, Inc., as underwriters.

The Capital Appreciation Bonds are issuable as fully registered bonds without coupons in the denomination of \$5,000 accreted value at maturity (the “maturity value”) or any integral multiple thereof, except that the first numbered Bond may be issued in a denomination such that the maturity value of such Bond shall not be in an integral multiple of \$5,000, and provided that no Capital Appreciation Bond shall have principal maturing on more than one principal maturity date. Subject to the limitations and conditions and upon payment of the charges, if any, as provided in the Resolution, Bonds may be exchanged for a like aggregate maturity value of Bonds of the same tenor, interest payment mode, and maturity of other authorized denominations.

This Bond is transferable by the Registered Owner hereof, in person or by attorney duly authorized in writing, at the principal corporate trust office of the Paying Agent, but only in the manner, subject to the limitations and upon payment of the charges provided in the Resolution, and upon surrender and cancellation of this Bond. Upon such transfer, a new Bond or Bonds of authorized denomination or denominations for the same tenor and interest payment mode and same aggregate maturity value will be issued to the transferee in exchange herefor.

The District and the Paying Agent may treat the registered owner hereof as the absolute owner hereof for all purposes, and the District and the Paying Agent shall not be affected by any notice to the contrary.

[The Bonds are subject to optional and mandatory sinking fund redemption on the terms and subject to the conditions specified in the Resolution and the Bond Purchase Agreement. If this Bond is called for redemption and

payment is duly provided therefor, interest shall cease to accrue hereon from and after the date fixed for redemption.]

The Board of Education of the District hereby certifies and declares that the total amount of indebtedness of the District, including the amount of this Bond, is within the limit provided by law, that all acts, conditions and things required by law to be done or performed precedent to and in the issuance of this Bond have been done and performed in strict conformity with the laws authorizing the issuance of this Bond, and that this Bond is in substantially the form prescribed by order of this Board duly made and entered on its minutes. The Bonds represent an obligation payable out of the related interest and sinking fund of the District, and the money for the payment of the maturity value of this Bond (or redemption price hereof upon redemption prior to maturity), shall be raised by taxation upon the taxable property of the District.

Unless this Bond is presented by an authorized representative of The Depository Trust Company, a New York corporation ("DTC"), to the Paying Agent for registration of transfer, exchange, or payment, and any certificate issued is registered in the name of Cede & Co. or in such other name as is requested by an authorized representative of DTC (and any payment is made to Cede & Co. or to such other entity as is requested by an authorized representative of DTC), 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.

This Bond shall not be entitled to any benefit under the Resolution, or become valid or obligatory for any purpose, until the certificate of authentication and registration hereon endorsed shall have been signed by the Paying Agent.

IN WITNESS WHEREOF, the Board of Education of the Paramount Unified School District, County of Los Angeles, State of California, has caused this Bond to be signed by its President and countersigned by the Clerk of said Board, as of the date set forth above.

President of the Board of Education
of the Paramount Unified School
District

Countersigned:

Clerk of the Board of Education of
the Paramount Unified School
District

CERTIFICATE OF AUTHENTICATION AND REGISTRATION

This is one of the Bonds described in the within-mentioned Resolution and authenticated and registered on _____.

**Treasurer and Tax Collector of the
County of Los Angeles, California,
as Paying Agent/Registrar and
Transfer Agent**

By: U.S. Bank National Association,
as agent

By: _____
Authorized Officer

ASSIGNMENT

For value received the undersigned do(es) hereby sell, assign and transfer unto _____ the within-mentioned Bond and hereby irrevocably constitute(s) and appoint(s) _____ attorney, to transfer the same on the books of the Paying Agent with full power of substitution in the premises.

I.D. Number

Note: The signature(s) on this Assignment must correspond with the name(s) as written on the face of the within Bond in every particular, without alteration or enlargement or any change whatsoever.

Dated: _____

Signature Guarantee: _____

Note: Signature must be guaranteed by an eligible guarantor institution.

**CAPITAL APPRECIATION BOND
TABLE OF ACCRETED VALUES**

EXHIBIT C

FORM OF CONVERTIBLE CAPITAL APPRECIATION BOND

Number **UNITED STATES OF AMERICA**
CCAB-__ **STATE OF CALIFORNIA**
COUNTY OF LOS ANGELES

PARAMOUNT UNIFIED SCHOOL DISTRICT
(LOS ANGELES COUNTY, CALIFORNIA)
GENERAL OBLIGATION BONDS, ELECTION OF 2016, SERIES 2020C

CONVERTIBLE CAPITAL APPRECIATION BOND

Maturity Date	Interest Rate	Conversion Date	Dated as of	CUSIP No.
August 1, 20__			_____, 2020	_____

Registered Owner: CEDE & CO.

Initial Principal Amount: _____ DOLLARS

Accreted Value at Conversion Date: _____ DOLLARS

Paramount Unified School District of the County of Los Angeles, State of California (the "District"), acknowledges itself obligated to and promises to pay, to the Registered Owner identified above or registered assigns, on the Maturity Date specified above or upon prior redemption hereof, in lawful money of the United States of America, the accreted value hereof on such date, consisting of the Initial Principal Amount hereof plus interest accrued thereon to the Conversion Date specified above, commencing on the date hereof, compounded on February 1 and August 1 of each year commencing on February 1, 2021, at the Interest Rate per annum specified above, assuming in any such semiannual period that such interest accretes in equal daily amounts on the basis of a 360-day year of twelve 30-day months, and from and after said Conversion Date to pay interest on said accreted value as of said Conversion Date in like lawful money from the interest payment date next preceding the date of authentication of this Bond (unless this bond is authenticated after the close of business on a Record Date (as defined herein) and on or prior to the succeeding interest payment date, in which event it shall bear interest from such interest payment date) at the Interest Rate per annum stated above, payable commencing on the February 1 or August 1 first following said Conversion Date, and thereafter on February 1 and August 1 in each year, until the obligation represented hereby shall have been discharged, as provided in the Resolution adopted by the Board

of Education of the District on September 14, 2020 (the “Resolution”), upon the surrender hereof at the principal corporate trust office of the paying agent/registrant and transfer agent of the District (the “Paying Agent”), initially the Treasurer and Tax Collector of the County of Los Angeles. The accreted value hereof shall be determined in accordance with the Resolution and as reflected in the Table of Accreted Values hereinafter set forth; provided, however, that any accreted value determined in accordance with the Resolution shall prevail over any accreted values given in the Table of Accreted Values. Capitalized undefined terms used herein have the meanings ascribed thereto in the Resolution.

The accreted value hereof is payable to the Registered Owner hereof upon the surrender hereof at the principal corporate trust office of the Paying Agent. The interest hereon is payable to the person whose name appears on the bond registration books of the Paying Agent as the Registered Owner hereof as of the close of business on the 15th day of the month preceding an interest payment date (the “Record Date”), whether or not such day is a business day, such interest to be paid by check or draft mailed to such Registered Owner at the owner’s address as it appears on such registration books, or at such other address filed with the Paying Agent for that purpose. Upon written request, given no later than the Record Date immediately preceding an interest payment date, of the owner of Current Interest Bonds aggregating at least \$1,000,000 in accreted value as of the Conversion Date, interest will be paid by wire transfer in immediately available funds to an account maintained in the United States as specified by the Registered Owner in such request. So long as Cede & Co. or its registered assigns shall be the Registered Owner of this Bond, payment shall be made in immediately available funds as provided in the Resolution.

This Bond is one of a duly authorized issue of bonds of like tenor (except for such variations, if any, as may be required to designate varying tenors, numbers, denominations, interest rates, interest payment modes, maturities and redemption provisions), in the aggregate principal amount of \$_____, and designated as “Paramount Unified School District (Los Angeles County, California) General Obligation Bonds, Election of 2016, Series 2020C” (the “Bonds”). The Bonds were authorized by a vote of at least 55% percent of the voters voting at an election duly and legally called, held and conducted in the District on November 8, 2016. The Bonds are issued and sold by the Board of Education of the District pursuant to and in strict conformity with the provisions of the Constitution and laws of the State, and the Resolution, and subject to the more particular terms specified in the Bond Purchase Agreement, dated _____, 2020 (the “Bond Purchase Agreement”), by and between the District and Piper Sandler & Co., on behalf of itself and as representative of U.S. Bancorp Investments, Inc., as underwriters.

The Convertible Capital Appreciation Bonds are issuable as fully registered bonds without coupons in the denomination of \$5,000 accreted value at the Conversion Date or any integral multiple thereof, provided that no Convertible

Capital Appreciation Bond shall have principal maturing on more than one principal maturity date. Subject to the limitations and conditions and upon payment of the charges, if any, as provided in the Resolution, Bonds may be exchanged for a like aggregate maturity value of Bonds of the same tenor, interest payment mode, and maturity of other authorized denominations.

This Bond is transferable by the Registered Owner hereof, in person or by attorney duly authorized in writing, at the principal corporate trust office of the Paying Agent, but only in the manner, subject to the limitations and upon payment of the charges provided in the Resolution, and upon surrender and cancellation of this Bond. Upon such transfer, a new Bond or Bonds of authorized denomination or denominations for the same tenor and interest payment mode and same aggregate maturity value will be issued to the transferee in exchange herefor.

The District and the Paying Agent may treat the registered owner hereof as the absolute owner hereof for all purposes, and the District and the Paying Agent shall not be affected by any notice to the contrary.

[The Bonds are subject to optional and mandatory sinking fund redemption on the terms and subject to the conditions specified in the Resolution and the Bond Purchase Agreement. If this Bond is called for redemption and payment is duly provided therefor, interest shall cease to accrue hereon from and after the date fixed for redemption.]

The Board of Education of the District hereby certifies and declares that the total amount of indebtedness of the District, including the amount of this Bond, is within the limit provided by law, that all acts, conditions and things required by law to be done or performed precedent to and in the issuance of this Bond have been done and performed in strict conformity with the laws authorizing the issuance of this Bond, and that this Bond is in substantially the form prescribed by order of this Board duly made and entered on its minutes. The Bonds represent an obligation payable out of the related interest and sinking fund of the District, and the money for the payment of the maturity value of this Bond (or redemption price hereof upon redemption prior to maturity), shall be raised by taxation upon the taxable property of the District.

Unless this Bond is presented by an authorized representative of The Depository Trust Company, a New York corporation ("DTC"), to the Paying Agent for registration of transfer, exchange, or payment, and any certificate issued is registered in the name of Cede & Co. or in such other name as is requested by an authorized representative of DTC (and any payment is made to Cede & Co. or to such other entity as is requested by an authorized representative of DTC), 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.

This Bond shall not be entitled to any benefit under the Resolution, or become valid or obligatory for any purpose, until the certificate of authentication and registration hereon endorsed shall have been signed by the Paying Agent.

IN WITNESS WHEREOF, the Board of Education of the Paramount Unified School District, County of Los Angeles, State of California, has caused this Bond to be signed by its President and countersigned by the Clerk of said Board, as of the date set forth above.

President of the Board of Education
of the Paramount Unified School
District

Countersigned:

Clerk of the Board of Education of
the Paramount Unified School
District

CERTIFICATE OF AUTHENTICATION AND REGISTRATION

This is one of the Bonds described in the within-mentioned Resolution and authenticated and registered on _____.

**Treasurer and Tax Collector of the
County of Los Angeles, California,
as Paying Agent/Registrar and
Transfer Agent**

By: U.S. Bank National Association,
as agent

By: _____
Authorized Officer

ASSIGNMENT

For value received the undersigned do(es) hereby sell, assign and transfer unto _____ the within-mentioned Bond and hereby irrevocably constitute(s) and appoint(s) _____ attorney, to transfer the same on the books of the Paying Agent with full power of substitution in the premises.

I.D. Number

Note: The signature(s) on this Assignment must correspond with the name(s) as written on the face of the within Bond in every particular, without alteration or enlargement or any change whatsoever.

Dated: _____

Signature Guarantee: _____

Note: Signature must be guaranteed by an eligible guarantor institution.

CONVERTIBLE CAPITAL APPRECIATION BOND
TABLE OF ACCRETED VALUES

EXHIBIT D

GOOD FAITH ESTIMATES

The following information was obtained from California Financial Services, municipal advisor to the District, in connection with the bonds approved in the attached Resolution (the “Series 2020 Bonds”), and is provided in compliance with Section 15146(b)(4) of the California Education Code and Section 5852.1 of the California Government Code with respect to the Series 2020 Bonds:

1. *True Interest Cost of the Series 2020 Bonds.* Assuming the maximum aggregate principal amount of the Series 2020 Bonds authorized (\$49,833,911) are sold and based on market interest rates prevailing at the time of preparation of this information, a good faith estimate of the true interest cost of the Series 2020 Bonds, which means the rate necessary to discount the amounts payable on the respective principal and interest payment dates to the purchase price received for the Series 2020 Bonds, is 2.995%.

2. *Finance Charge of the Series 2020 Bonds.* Assuming the maximum aggregate principal amount of the Series 2020 Bonds authorized (\$49,833,911) are sold and based on market interest rates prevailing at the time of preparation of this information, a good faith estimate of the finance charge of the Series 2020 Bonds, which means the sum of all fees and charges paid to third parties (or costs associated with the Series 2020 Bonds), is \$751,088, as follows:

a) Underwriters’ Discount	\$299,003
b) Credit Enhancement	124,585*
c) Bond Counsel and Disbursements	65,000
d) Disclosure Counsel and Disbursements	35,000
e) Municipal Advisor and Disbursements	95,000
f) Rating Agency	100,000
g) Other Expenses	32,500

* A municipal bond insurance policy with respect to the Series 2020 Bonds will be obtained only if economically advantageous to the District as determined by an Authorized Officer of the District.

3. *Amount of Proceeds to be received.* Assuming the maximum aggregate principal amount of the Series 2020 Bonds authorized (\$49,833,911) are sold and based on market interest rates prevailing at the time of preparation of this information, a good faith estimate of the amount of proceeds expected to be received by the District for sale of the Series 2020 Bonds less the finance charge of the Series 2020 Bonds described in 2 above and any reserves or

capitalized interest paid or funded with proceeds of the Series 2020 Bonds, is \$49,410,323.

4. *Total Payment Amount.* Assuming the maximum aggregate principal amount of the Series 2020 Bonds authorized (\$49,833,911) are sold and based on market interest rates prevailing at the time of preparation of this information, a good faith estimate of the total payment amount, which means the sum total of all payments the District will make to pay debt service on the Series 2020 Bonds plus the finance charge of the Series 2020 Bonds described in paragraph 2 above not paid with the proceeds of the Series 2020 Bonds, calculated to the final maturity of the Series 2020 Bonds, is \$84,986,216.

Attention is directed to the fact that the foregoing information constitutes good faith estimates only. The actual interest cost, finance charges, amount of proceeds and total payment amount may vary from the estimates above due to variations from these estimates in the timing of Series 2020 Bond sales, the amount of Series 2020 Bonds sold, the amortization of the Series 2020 Bonds sold and market interest rates at the time of each sale. The date or dates of sale and the amount of Series 2020 Bonds sold will be determined by the District based on need for project funds and other factors. The actual interest rates at which the Series 2020 Bonds will be sold will depend on the bond market at the time of each sale. The actual amortization of the Series 2020 Bonds will also depend, in part, on market interest rates at the time of each sale. Market interest rates are affected by economic and other factors beyond the District's control. The Board of Education has approved the issuance of the Series 2020 Bonds with a maximum true interest cost of 4.85%.

EXHIBIT E

DISCLOSURE REQUIRED BY CALIFORNIA EDUCATION CODE 15146(b) and 154146(c)

1. **Financing term and time of maturity of the bonds:** Illustrative Option 1 below is based on the estimated issuance of the District’s planned 2016 Measure I – 2020 Series “C” Bonds utilizing a combination of current interest bonds (“CIBs”), convertible capital appreciation bonds (“CCABs”), and capital appreciation bonds (“CABs”). Illustrative Option 2 below is based on the estimated issuance of the District’s planned 2016 Measure I – 2020 Series “C” Bonds utilizing only CIBs.

Illustrative Option 1 <i>MIX of CIBs, CCABs, & CABs</i>						Illustrative Option 2 <i>CIBs ONLY</i>		
Bond Types		CIBs	CABs/CCABs	MIX Bond Types		Bond Types	CIBs	
Principal Amt.		\$34,125,000	\$15,702,187	\$49,827,187		Principal Amt.	\$40,955,000	
Year (Aug. 1)		CIB Estimated Payments	CAB Estimated Payments	COMBINED Estimated Pmts.		Year (Aug. 1)	CIB Estimated Payments	
Term	2020	Issue	Issue	Issue		2020	Issue	
1	2021	-----	-----	-----		2021	-----	
2	2022	1,850,000	-----	1,850,000		2022	1,947,128	
3	2023	1,820,000	-----	1,820,000		2023	1,911,980	
4	2024	1,869,516	-----	1,869,516		2024	1,964,370	
5	2025	1,937,100	-----	1,937,100		2025	2,037,568	
6	2026	2,015,350	-----	2,015,350		2026	2,119,954	
7	2027	1,667,850	-----	1,667,850		2027	1,753,248	
8	2028	1,730,600	-----	1,730,600		2028	1,730,600	
9	2029	1,793,850	-----	1,793,850		2029	1,793,850	
10	2030	1,982,350	-----	1,982,350		2030	1,835,994	
11	2031	2,049,600	-----	2,049,600		2031	1,891,074	
12	2032	936,800	1,205,000	2,141,800		2032	1,947,806	
13	2033	936,800	1,305,000	2,241,800		2033	2,006,240	
14	2034	936,800	1,405,000	2,341,800		2034	2,066,427	
15	2035	936,800	1,510,000	2,446,800		2035	2,128,420	
16	2036	936,800	1,625,000	2,561,800		2036	2,192,273	
17	2037	936,800	1,735,000	2,671,800		2037	2,258,041	
18	2038	936,800	1,855,000	2,791,800		2038	2,325,782	
19	2039	936,800	1,980,000	2,916,800		2039	2,395,555	
20	2040	936,800	2,110,000	3,046,800		2040	2,467,422	
21	2041	936,800	2,250,000	3,186,800		2041	2,541,445	
22	2042	936,800	2,390,000	3,326,800		2042	2,617,688	
23	2043	936,800	2,310,000	3,246,800		2043	2,696,219	
24	2044	936,800	2,420,000	3,356,800		2044	2,777,106	
25	2045	936,800	2,530,000	3,466,800		2045	2,860,419	
26	2046	3,586,800	-----	3,586,800		2046	2,946,232	
27	2047	5,355,800	-----	5,355,800		2047	3,034,619	
28	2048	5,599,800	-----	5,599,800		2048	3,125,658	
29	2049	5,856,800	-----	5,856,800		2049	3,219,428	
30	2050	6,125,600	-----	6,125,600		2050	3,316,011	
Pmt. Total =		\$58,356,216	\$26,630,000	\$84,986,216		Pmt. Total =		\$67,908,557
Pmt. Ratio =		<i>1.7101</i>	<i>1.6959</i>	<i>1.7056</i>		Pmt. Ratio =		<i>1.6581</i>

NOTE: Represents the estimated payment amounts for tax roll purposes after the credit of capitalized interest.

2. **Estimated change in assessed value (“AV”) of taxable property within the District over the term of the bonds:** The tables below compares the District’s historical average AV to the annual AV estimate utilized for the District’s planned 2016 Measure I – 2020 Series “C” Bond issue.

Historical Avg. AV Increase	
30-Year Avg. =	4.552%
District Latest AV Increase	
FY 2019-20 =	7.896%

Annual Estimate =	2021	0.000%
Annual Estimate =	2022	-2.000%
Annual Estimate =	2023	0.500%
Annual Estimate =	2024	3.000%
Annual Estimate =	2025 - 2031	3.500%
Annual Estimate =	2032 - 2046	4.000%
Annual Estimate =	2047 -2050	3.250%
AV Avg. Estimate =	2021 - 2050	3.291%

3. **Comparison of overall impact of issuing bonds with and without CCABs and CABs:** The table below compares the estimated bond principal amounts and repayment ratios that would be generated under Illustrative Option 1 (MIX of bond types) and Illustrative Option 2 (CIBs ONLY) for the District’s planned 2016 Measure I – 2020 Series “C” Bond issue.

	2020 Series "C" Principal Amount	2020 Series "C" Repayment Ratio
Illustrative Option 1 <i>(MIX of Bond Types)</i>	\$49,827,187	1.7056
Illustrative Option 2 <i>(CIBs ONLY)</i>	<u>40,955,000</u>	<u>1.6581</u>
Difference =	\$8,872,187	0.0475

4. **Reasons for recommending Illustrative Option 1:** The issuance of the planned 2016 Measure I – 2020 Series “C” Bond issue with a mix of CIBs, CCABs, and CABs enables the District to meet the following objectives:

- ***Current School Project Objective:*** The District can increase the amount of Measure I Bond principal issued under the 2010 Series “C” Bond issue by approximately \$8.872 million to fund the current phase of authorized school projects.
- ***Tax-Rate Objective:*** The District can generate the additional authorized school projects funded while maintaining the District’s annual estimated tax-rate limitations.

Additionally, the District can reduce the future Measure I Bond Series payments and resulting repayment ratios needed to issue the balance of the Measure I Bond authorization by issuing the 2016 Measure I – 2020 Series “C” Bonds with a mix of CIBs, CCABs, and CABs.

CLERK'S CERTIFICATE

I, Yesenia Cuarenta, Clerk of the Board of Education of the Paramount Unified School District, hereby certify that the foregoing is a full, true and correct copy of a resolution duly adopted at a regular meeting of the Board of Education of said District duly held and conducted on September 14, 2020, of which meeting all of the members of said Board of Education had due notice and at which a majority thereof participated (in person or telephonically); and that at said meeting said resolution was adopted by the following vote:

AYES:


NOES:

ABSENT OR NOT VOTING:

An agenda of said meeting was posted at least 72 hours before said meeting at 15110 California Avenue, Paramount, California, a location freely accessible to members of the public, and on the Paramount Unified School District's internet web site, and a brief general description of said Resolution appeared on said agenda as well as information as to how members of the public could observe and address said meeting.

I further certify that I have carefully compared the same with the original minutes of said meeting on file and of record in my office; the foregoing resolution is a full, true and correct copy of the original resolution adopted at said meeting and entered in said minutes; and that 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: 9/15, 2020



Clerk of the Board of Education of the
Paramount Unified School District