



Chris Mount-Benites
Chief Financial Officer

Los Angeles Unified School District
Office of the Chief Business Officer
333 S. Beaudry Avenue, 26th Floor
Los Angeles, California 90017

Alberto M. Carvalho
Superintendent

Pedro Salcido
Deputy Superintendent,
Business and Operations

Members of the Board
Scott M. Schmerelson, President
Dr. Rocío Rivas, Vice President
Sherlett Hendy Newbill
Nick Melvoin
Karla Griego
Kelly Gonez
Tanya Ortiz Franklin

May 6, 2025

The Honorable Board of Supervisors
County of Los Angeles
c/o Cristina Talamantes, Head Board Specialist
383 Hall of Administration
500 West Temple Street
Los Angeles, California 90012

SUBJECT: Los Angeles Unified School District 2025 General Obligation Refunding Bonds, Series A
Request for the Board of Supervisors of the County of Los Angeles to Levy Taxes
and to Direct the Auditor-Controller to Maintain Taxes on the 2025-26 Tax Roll;
3 Votes Required

Dear Supervisors:

On April 8, 1997, the electorate of the Los Angeles Unified School District (the “District”) authorized the District pursuant to Proposition BB to issue bonds in the aggregate principal amount of \$2.4 billion. Based on this authorization, the District has previously issued new money general obligation bonds pursuant to Proposition BB (collectively, the “Proposition BB Bonds”). In addition, the District has refunded the Proposition BB Bonds through the issuance of general obligation refunding bonds from time to time (collectively, the “Proposition BB Refunding Bonds”). The District’s outstanding Proposition BB Refunding Bonds are listed in Exhibit A hereto.

On November 5, 2002, the electorate of the District authorized the District pursuant to Measure K to issue bonds in the aggregate principal amount of \$3.35 billion. Based on this authorization, the District has previously issued new money general obligation bonds pursuant to Measure K (collectively, the “Measure K Bonds”). In addition, the District has refunded a portion of the Measure K Bonds through the issuance of general obligation refunding bonds from time to time (collectively, the “Measure K Refunding Bonds”). The District’s outstanding Measure K Refunding Bonds are listed in Exhibit B hereto.

On March 2, 2004, the electorate of the District authorized the District pursuant to Measure R to issue bonds in the aggregate principal amount of \$3.87 billion. Based on this authorization, the District has previously issued new money general obligation bonds pursuant to Measure R (collectively, the “Measure R Bonds”). In addition, the District has refunded a portion of the Measure R Bonds through the issuance of general obligation refunding bonds from time to time (collectively, the “Measure R Refunding Bonds”). The District’s outstanding Measure R Bonds and Measure R Refunding Bonds are listed in Exhibit C hereto.

Letter to the Board of Supervisors of the County of Los Angeles
Regarding Resolution Requesting Levy of Taxes
Los Angeles Unified School District
2025 General Obligation Refunding Bonds, Series A
(Dedicated Unlimited *Ad Valorem* Property Tax Bonds)
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On November 8, 2005, the electorate of the District authorized the District pursuant to Measure Y to issue bonds in the aggregate principal amount of \$3.985 billion. Based on this authorization, the District has previously issued new money general obligation bonds pursuant to Measure Y (collectively, the “Measure Y Bonds”). In addition, the District has refunded a portion of the Measure Y Bonds through the issuance of general obligation refunding bonds from time to time (collectively, the “Measure Y Refunding Bonds”). The District’s outstanding Measure Y Bonds and Measure Y Refunding Bonds are listed in Exhibit D hereto.

On November 4, 2008, the electorate of the District authorized the District pursuant to Measure Q to issue bonds in the aggregate principal amount of \$7 billion. Based on this authorization, the District has previously issued new money general obligation bonds pursuant to Measure Q (collectively, the “Measure Q Bonds”). In addition, the District has refunded a portion of the Measure Q Bonds through the issuance of general obligation refunding bonds from time to time (collectively, the “Measure Q Refunding Bonds” and, together with the Proposition BB Refunding Bonds, the Measure K Refunding Bonds, the Measure R Refunding Bonds, and the Measure Y Refunding Bonds, the “Prior Refunding Bonds”). The District’s outstanding Measure Q Bonds and Measure Q Refunding Bonds are listed in Exhibit E hereto.

On November 3, 2020, the electorate of the District authorized the District pursuant to Measure RR to issue bonds in the aggregate principal amount of \$7 billion. Based on this authorization, the District issued new money general obligation bonds pursuant to Measure RR (collectively, the “Measure RR Bonds”). The District’s outstanding Measure RR Bonds are listed in Exhibit F hereto.

The Board of Supervisors of the County of Los Angeles (the “Board”) has previously adopted resolutions to levy taxes in connection with the issuance of the Proposition BB Bonds, the Measure K Bonds, the Measure R Bonds, the Measure Y Bonds, the Measure Q Bonds, the Measure RR Bonds and the Prior Refunding Bonds (collectively, the “Prior Bonds”).

The Board of Education of the District adopted its resolution on March 11, 2025, authorizing the issuance and sale of general obligation refunding bonds, in one or more series, in an aggregate amount not-to-exceed \$400,000,000, for the purpose of refunding a portion of the Prior Bonds and reducing debt service costs paid by taxpayers (the “District Refunding Resolution”). A certified copy of the District Refunding Resolution is attached hereto.

On April 23, 2025, the District sold \$248,345,000 of its 2025 General Obligation Refunding Bonds, Series A (Dedicated Unlimited *Ad Valorem* Property Tax Bonds) (the “2025 Series A Bonds”) to refund a portion of its outstanding Prior Bonds.

The District requests in accordance with Education Code §15250 that the Board adopt the enclosed resolution (the “County Resolution”) to levy the appropriate taxes for the payment of the 2025 Series A Bonds and to direct the County Auditor-Controller to maintain these taxes on the tax roll every year according to a debt service schedule that was supplied by the District to the County Auditor-Controller following the sale of the 2025 Series A Bonds, and to direct the County Treasurer and Tax Collector to

serve as the Paying Agent for the 2025 Series A Bonds. The District also provided the County Auditor-Controller with the debt service schedules for the unrefunded Prior Bonds.

IT IS THEREFORE RECOMMENDED THAT YOUR BOARD:

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

Best Best & Krieger LLP
Attn: Jennifer Bradlee
Jennifer.bradlee@bbklaw.com

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

Los Angeles Unified School District
Attention: Timothy S. Rosnick, Director of Capital Planning and Budgeting
timothy.rosnick@lausd.net

Public Resources Advisory Group
Attention: Michelle Issa
MIssa@pragadvisors.com

KNN Public Finance
Attention: Blake Boehm
bboehm@knninc.com

Los Angeles County Treasurer and Tax Collector
Attention: John Patterson
jpatterson@ttc.lacounty.gov

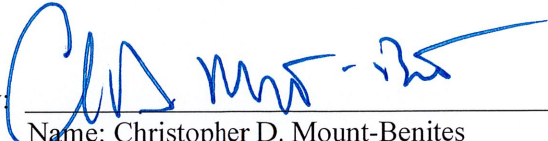
Los Angeles County Auditor Controller
Attention: Rachelene Rosario
rrosario@auditor.lacounty.gov

Los Angeles County Counsel
Attention: Debbie Cho, Esq.
dcho@counsel.lacounty.gov

Sincerely,

Letter to the Board of Supervisors of the County of Los Angeles
Regarding Resolution Requesting Levy of Taxes
Los Angeles Unified School District
2025 General Obligation Refunding Bonds, Series A
(Dedicated Unlimited *Ad Valorem* Property Tax Bonds)
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LOS ANGELES UNIFIED SCHOOL DISTRICT

By: 
Name: Christopher D. Mount-Benites
Title: Chief Financial Officer

Enclosure

EXHIBIT A

**LOS ANGELES UNIFIED SCHOOL DISTRICT
Proposition BB (Election of 1997) Bonds
(\$ in thousands)**

Bond Issue	Aggregate Principal Amount	Outstanding Amount as of April 30, 2025	Date of Issue
2015 Refunding Bonds, Series A	\$326,045	\$ 15,940	May 28, 2015
2016 Refunding Bonds, Series A	202,420	53,950	April 5, 2016
2017 Refunding Bonds, Series A	<u>139,265</u>	<u>50,230</u>	May 25, 2017
TOTAL	<u>\$667,730</u>	<u>\$120,120</u>	

EXHIBIT B

**LOS ANGELES UNIFIED SCHOOL DISTRICT
Measure K (Election of 2002) Bonds
(\$ in thousands)**

Bond Issue	Aggregate Principal Amount	Outstanding Amount as of April 30, 2025	Date of Issue
2016 Refunding Bonds, Series B	\$ 227,535	\$ 224,920	September 15, 2016
2017 Refunding Bonds, Series A	941,565	457,950	May 25, 2017
2019 Refunding Bonds, Series A	153,285	109,760	May 29, 2019
2020 Refunding Bonds, Series A	112,350	106,680	October 6, 2020
2021 Refunding Bonds, Series B	48,855	47,015	November 10, 2021
2024 Refunding Bonds, Series A	193,740	191,190	April 30, 2024
TOTAL	<u>\$1,677,330</u>	<u>\$1,137,515</u>	

EXHIBIT C

**LOS ANGELES UNIFIED SCHOOL DISTRICT
Measure R (Election of 2004) Bonds
(\$ in thousands)**

Bond Issue	Aggregate Principal Amount	Outstanding Amount as of April 30, 2025	Date of Issue
2016 Refunding Bonds, Series A	\$ 56,475	\$ 29,265	April 5, 2016
2016 Refunding Bonds, Series B	176,455	176,455	September 15, 2016
2019 Refunding Bonds, Series A	349,350	243,585	May 29, 2019
Series RYQ Bonds (2020)	36,000	27,560	April 30, 2020
2020 Refunding Bonds, Series A	113,150	94,335	October 6, 2020
Series RYRR Bonds (2021)	123,990	101,235	November 10, 2021
2024 Refunding Bonds, Series A	<u>1,243,800</u>	<u>1,224,780</u>	April 30, 2024
TOTAL	<u>\$2,099,220</u>	<u>\$1,897,215</u>	

EXHIBIT D

**LOS ANGELES UNIFIED SCHOOL DISTRICT
Measure Y (Election of 2005) Bonds
(\$ in thousands)**

Bond Issue	Aggregate Principal Amount	Outstanding Amount as of April 30, 2025	Date of Issue
Series H Bonds (2009) (Qualified School Construction Bonds)	\$ 318,800	\$ 318,800	October 15, 2009
Series J Bonds (2010) (Qualified School Construction Bonds)	290,195	290,195	May 6, 2010
2016 Refunding Bonds, Series A	92,465	43,215	April 5, 2016
2016 Refunding Bonds, Series B	96,865	96,865	September 15, 2016
Series M-1 Bonds (2018)	117,005	98,345	March 8, 2018
2019 Refunding Bonds, Series A	91,970	65,895	May 29, 2019
Series RYQ Bonds (2020)	182,000	139,340	April 30, 2020
2020 Refunding Bonds, Series A	76,500	74,215	October 6, 2020
Series RYRR Bonds (2021)	70,150	57,275	November 10, 2021
2024 Refunding Bonds, Series A	<u>1,537,405</u>	<u>1,516,185</u>	April 30, 2024
TOTAL	<u><u>\$2,873,355</u></u>	<u><u>\$2,700,330</u></u>	

EXHIBIT E

**LOS ANGELES UNIFIED SCHOOL DISTRICT
Measure Q (Election of 2008) Bonds
(\$ in thousands)**

Bond Issue	Aggregate Principal Amount	Outstanding Amount as of April 30, 2025	Date of Issue
Series A Bonds (2016)	\$ 648,955	\$ 320,505	April 5, 2016
Series B-1 Bonds (2018)	1,085,440	918,175	March 8, 2018
Series RYQ Bonds (2020)	724,940	555,030	April 30, 2020
Series C Bonds (2020)	1,057,060	822,255	November 10, 2020
2021 Refunding Bonds, Series A	164,095	144,260	April 29, 2021
Series QRR (2022)	100,000	94,775	November 22, 2022
Series QRR (2023)	525,000	476,315	November 7, 2023
Series QRR (2024)	<u>525,000</u>	<u>474,745</u>	October 8, 2024
TOTAL	<u>\$4,830,490</u>	<u>\$3,806,060</u>	

EXHIBIT F

**LOS ANGELES UNIFIED SCHOOL DISTRICT
Measure RR (Election of 2020) Bonds
(\$ in thousands)**

Bond Issue	Aggregate Principal Amount	Outstanding Amount as of April 30, 2025	Date of Issue
Series RYRR (2021)	\$ 300,000	\$ 244,940	November 10, 2021
Series QRR (2022)	400,000	329,495	November 22, 2022
Series QRR (2023)	325,000	306,640	November 7, 2023
Series QRR (2024)	<u>575,000</u>	<u>519,960</u>	October 8, 2024
TOTAL	<u>\$1,600,000</u>	<u>\$1,401,035</u>	

RESOLUTION OF THE BOARD OF SUPERVISORS OF THE COUNTY OF LOS ANGELES AUTHORIZING THE LEVY OF TAXES AND DIRECTING THE IMPOSITION OF AD VALOREM PROPERTY TAXES TO SECURE LOS ANGELES UNIFIED SCHOOL DISTRICT (COUNTY OF LOS ANGELES, CALIFORNIA) 2025 GENERAL OBLIGATION REFUNDING BONDS, SERIES A, DESIGNATING THE PAYING AGENT THEREFOR AND DIRECTING THE COUNTY AUDITOR-CONTROLLER TO MAINTAIN TAXES ON THE TAX ROLL

WHEREAS, a duly called election was held in the Los Angeles Unified School District, County of Los Angeles, State of California (the “District”) on April 8, 1997, and thereafter canvassed pursuant to law; and

WHEREAS, at such election there was submitted to and approved by the requisite approval of at least two-thirds vote of the qualified electors of the District voting in the election on a question as to the issuance and sale of general obligation bonds of the District for various purposes set forth in the ballot submitted to the voters, in the maximum principal amount of \$2,400,000,000, payable from the levy of an *ad valorem* tax against the taxable property in the District (the “Proposition BB Authorization”); and

WHEREAS, \$2,400,000,000 aggregate principal amount of bonds under the Proposition BB Authorization, designated as “Los Angeles Unified School District (General Obligation Bonds, 1997 Series A,” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 1997, Series B (1998),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 1997, Series C (1999),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 1997, Series D (2000),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 1997, Series E (2002),” and “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 1997, Series F (2003)” have heretofore been issued and sold (collectively, the “Proposition BB Prior Bonds”); and

WHEREAS, a duly called election was held in the District on November 5, 2002, and thereafter canvassed pursuant to law; and

WHEREAS, at such election there was submitted to and approved by the requisite approval of at least 55% of the qualified electors of the District voting in the election on a question as to the issuance and sale of general obligation bonds of the District for various purposes set forth in the ballot submitted to the voters, in the maximum principal amount of \$3,350,000,000, payable from the levy of an *ad valorem* tax against the taxable property in the District (the “Measure K Authorization”); and

WHEREAS, \$3,350,000,000 aggregate principal amount of bonds under the Measure K Authorization, designated as “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 2002, Series A (2003),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 2002, Series B (2007),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 2002, Series C (2007),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 2002, Series D (2009),” “Los Angeles Unified School District (County of Los Angeles, California) General

Obligation Bonds, Series KRY (2009) (Tax-Exempt),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Series KRY (2009) (Federally Taxable Build America Bonds),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Series KRY (2010) (Tax-Exempt),” and “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Series KY (2010) (Tax-Exempt)” have heretofore been issued and sold (collectively, the “Measure K Prior Bonds”); and

WHEREAS, a duly called election was held in the District on March 2, 2004, and thereafter canvassed pursuant to law; and

WHEREAS, at such election there was submitted to and approved by the requisite approval of at least 55% of the qualified electors of the District voting in the election on a question as to the issuance and sale of general obligation bonds of the District for various purposes set forth in the ballot submitted to the voters, in the maximum principal amount of \$3,870,000,000, payable from the levy of an *ad valorem* tax against the taxable property in the District (the “Measure R Authorization”); and

WHEREAS, \$3,870,000,000 aggregate principal amount of bonds under the Measure R Authorization, designated as “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 2004, Series A (2004),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 2004, Series B (2004),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 2004, Series C (2004),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 2004, Series D (2004),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 2004, Series E (2005),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 2004, Series F (2006),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 2004, Series G (2006),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 2004, Series H (2007),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 2004, Series I (2009),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Series KRY (2009) (Tax-Exempt),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Series KRY (2009) (Federally Taxable Build America Bonds),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Series KRY (2010) (Tax-Exempt),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Series RY (2010) (Federally Taxable Build America Bonds),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 2004, Series J (2014),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 2004, Series K (2014) (Federally Taxable),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Series RYQ (2020) (Dedicated Unlimited *Ad Valorem* Property Tax Bonds),” and “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Series RYRR (2021) (Dedicated Unlimited *Ad Valorem* Property Tax Bonds)” have heretofore been issued and sold (collectively, the “Measure R Prior Bonds”); and

WHEREAS, a duly called election was held in the District on November 8, 2005, and thereafter canvassed pursuant to law; and

WHEREAS, at such election there was submitted to and approved by the requisite approval of at least 55% of the qualified electors of the District voting in the election a question as to the issuance and sale of general obligation bonds of the District for various purposes set forth in the ballot submitted to the voters, in the maximum principal amount of \$3,985,000,000, payable from the levy of an *ad valorem* tax against the taxable property in the District (the “Measure Y Authorization”); and

WHEREAS, \$3,985,000,000 aggregate principal amount of bonds under the Measure Y Authorization, designated as “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 2005, Series A (2006),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 2005, Series B (2006),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 2005, Series C (2006),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 2005, Series D (2006) (Taxable),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 2005, Series E (2007),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 2005, Series F (2009),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Series KRY (2009) (Tax-Exempt),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Series KRY (2009) (Federally Taxable Build America Bonds),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 2005, Series G (2009) (Federally Taxable),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 2005, Series H (2009) Qualified School Construction Bonds (Tax Credit Bonds),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Series KRY (2010) (Tax-Exempt),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Series RY (2010) (Federally Taxable Build America Bonds),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 2005, Series I (2010) (Federally Taxable),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Series KY (2010) (Tax-Exempt),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 2005, Series J-1 (2010) Qualified School Construction Bonds (Federally Taxable Direct Subsidy Bonds),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 2005, Series J-2 (2010) Qualified School Construction Bonds (Federally Taxable Direct Subsidy Bonds),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 2005, Series K (2014),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 2005, Series L (2014) (Federally Taxable),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 2005, Series M-1 (2018) (Dedicated Unlimited *Ad Valorem* Property Tax Bonds) (Tax Exempt),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 2005, Series M-2 (2018) (Dedicated Unlimited *Ad Valorem* Property Tax Bonds) (Federally Taxable),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Series RYQ (2020) (Dedicated Unlimited *Ad Valorem* Property Tax Bonds),” and “Los Angeles Unified School

District (County of Los Angeles, California) General Obligation Bonds, Series RYRR (2021) (Dedicated Unlimited *Ad Valorem* Property Tax Bonds)” have heretofore been issued and sold (collectively, the “Measure Y Prior Bonds”); and

WHEREAS, a duly called election was held in the District on November 4, 2008, and thereafter canvassed pursuant to law; and

WHEREAS, at such election there was submitted to and approved by the requisite approval of at least 55% of the qualified electors of the District voting in the election on a question as to the issuance and sale of general obligation bonds of the District for various purposes set forth in the ballot submitted to the voters, in the maximum principal amount of \$7,000,000,000 payable from the levy of an *ad valorem* tax against the taxable property in the District (the “Measure Q Authorization”); and

WHEREAS, \$4,800,955,000 aggregate principal amount of bonds under the Measure Q Authorization, designated as “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 2008, Series A (2016) (Dedicated Unlimited *Ad Valorem* Property Tax Bonds),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 2008, Series B-1 (2018) (Dedicated Unlimited *Ad Valorem* Property Tax Bonds) (Tax-Exempt),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Election of 2008, Series B-2 (2018) (Dedicated Unlimited *Ad Valorem* Property Tax Bonds) (Federally Taxable),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Series RYQ (2020) (Dedicated Unlimited *Ad Valorem* Property Tax Bonds),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Measure Q, Series C (2020) (Dedicated Unlimited *Ad Valorem* Property Tax Bonds),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Series QRR (2022) (Dedicated Unlimited *Ad Valorem* Property Tax Bonds),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Series QRR (2023) (Dedicated Unlimited *Ad Valorem* Property Tax Bonds) (Sustainability Bonds),” and “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Series QRR (2024) (Dedicated Unlimited *Ad Valorem* Property Tax Bonds) (Sustainability Bonds)” have heretofore been issued and sold (collectively, the “Measure Q Prior Bonds”); and

WHEREAS, a duly called election was held in the District on November 3, 2020, and thereafter canvassed pursuant to law; and

WHEREAS, at such election there was submitted to and approved by the requisite approval of at least 55% of the qualified electors of the District voting in the election on a question as to the issuance and sale of general obligation bonds of the District for various purposes set forth in the ballot submitted to the voters, in the maximum principal amount of \$7,000,000,000 payable from the levy of an *ad valorem* tax against the taxable property in the District (the “Measure RR Authorization”); and

WHEREAS, \$1,600,000,000 aggregate principal amount of bonds under the Measure RR Authorization, designated as “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Series RYRR (2021) (Dedicated Unlimited *Ad Valorem* Property Tax Bonds),” “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Series QRR (2022) (Dedicated Unlimited *Ad Valorem* Property Tax Bonds),” “Los Angeles Unified School District (County of Los Angeles, California) General

Obligation Bonds, Series QRR (2023) (Dedicated Unlimited *Ad Valorem* Property Tax Bonds) (Sustainability Bonds),” and “Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bonds, Series QRR (2024) (Dedicated Unlimited *Ad Valorem* Property Tax Bonds) (Sustainability Bonds)” have heretofore been issued and sold (collectively, the “Measure RR Prior Bonds”); and

WHEREAS, \$11,904,110,000 aggregate principal amount of refunding bonds, designated as “Los Angeles Unified School District (County of Los Angeles, California) 2002 General Obligation Refunding Bonds,” “Los Angeles Unified School District (County of Los Angeles, California) 2004 General Obligation Refunding Bonds, Series A-1,” “Los Angeles Unified School District (County of Los Angeles, California) 2004 General Obligation Refunding Bonds, Series A2,” “Los Angeles Unified School District (County of Los Angeles, California) 2005 General Obligation Refunding Bonds, Series A-1,” “Los Angeles Unified School District (County of Los Angeles, California) 2005 General Obligation Refunding Bonds, Series A-2,” “Los Angeles Unified School District (County of Los Angeles, California) 2006 General Obligation Refunding Bonds, Series A,” “Los Angeles Unified School District (County of Los Angeles, California) 2006 General Obligation Refunding Bonds, Series B,” “Los Angeles Unified School District (County of Los Angeles, California) 2007 General Obligation Refunding Bonds, Series A-1,” “Los Angeles Unified School District (County of Los Angeles, California) 2007 General Obligation Refunding Bonds, Series A-2,” “Los Angeles Unified School District (County of Los Angeles, California) 2007 General Obligation Refunding Bonds, Series B,” “Los Angeles Unified School District (County of Los Angeles, California) 2009 General Obligation Refunding Bonds, Series A (Tax-Exempt),” “Los Angeles Unified School District (County of Los Angeles, California) 2010 General Obligation Refunding Bonds, Series A (Tax-Exempt),” “Los Angeles Unified School District (County of Los Angeles, California) 2011 General Obligation Refunding Bonds, Series A1,” “Los Angeles Unified School District (County of Los Angeles, California) 2011 General Obligation Refunding Bonds, Series A-2,” “Los Angeles Unified School District (County of Los Angeles, California) 2012 General Obligation Refunding Bonds, Series A,” “Los Angeles Unified School District (County of Los Angeles, California) 2014 General Obligation Refunding Bonds, Series A,” “Los Angeles Unified School District (County of Los Angeles, California) 2014 General Obligation Refunding Bonds, Series B,” “Los Angeles Unified School District (County of Los Angeles, California) 2014 General Obligation Refunding Bonds, Series C,” “Los Angeles Unified School District (County of Los Angeles, California) 2014 General Obligation Refunding Bonds, Series D,” “Los Angeles Unified School District (County of Los Angeles, California) 2015 General Obligation Refunding Bonds, Series A,” “Los Angeles Unified School District (County of Los Angeles, California) 2016 General Obligation Refunding Bonds, Series A (Dedicated Unlimited *Ad Valorem* Property Tax Bonds),” “Los Angeles Unified School District (County of Los Angeles, California) 2016 General Obligation Refunding Bonds, Series B (Dedicated Unlimited *Ad Valorem* Property Tax Bonds),” “Los Angeles Unified School District (County of Los Angeles, California) 2017 General Obligation Refunding Bonds, Series A (Dedicated Unlimited *Ad Valorem* Property Tax Bonds),” “Los Angeles Unified School District (County of Los Angeles, California) 2019 General Obligation Refunding Bonds, Series A (Dedicated Unlimited *Ad Valorem* Property Tax Bonds),” “Los Angeles Unified School District (County of Los Angeles, California) 2020 General Obligation Refunding Bonds, Series A (Dedicated Unlimited *Ad Valorem* Property Tax Bonds),” “Los Angeles Unified School District (County of Los Angeles, California) 2021 General Obligation Refunding Bonds, Series A (Dedicated Unlimited *Ad Valorem* Property Tax Bonds),” “Los Angeles Unified School District (County of

Los Angeles, California) 2021 General Obligation Refunding Bonds, Series B (Federally Taxable) (Dedicated Unlimited *Ad Valorem* Property Tax Bonds),” and “Los Angeles Unified School District (County of Los Angeles, California) 2024 General Obligation Refunding Bonds, Series A (Dedicated Unlimited *Ad Valorem* Property Tax Bonds)” have heretofore been issued and sold (collectively, the “Prior Refunding Bonds,” and together with the Proposition BB Prior Bonds, the Measure K Prior Bonds, the Measure R Prior Bonds, the Measure Y Prior Bonds, the Measure Q Prior Bonds and the Measure RR Prior Bonds, the “Prior Bonds,” and, each Series of Prior Bonds, individually, a “Series of Prior Bonds”); and

WHEREAS, the Auditor-Controller of the County of Los Angeles (the “Auditor-Controller”) has previously been directed to levy an *ad valorem* property tax to secure the Prior Bonds; and

WHEREAS, the Board of Education of the District (the “District Board”) has authorized, by resolution adopted on March 11, 2025, the issuance of general obligation refunding bonds in an aggregate amount not to exceed \$400,000,000, in one or more series, including the general obligation refunding bonds to be designated the “Los Angeles Unified School District (County of Los Angeles, California) 2025 General Obligation Refunding Bonds, Series A (Dedicated Unlimited *Ad Valorem* Property Tax Bonds)” (the “2025 Refunding Bonds, Series A”) for the purpose of refunding a portion of the Prior Bonds; and

WHEREAS, pursuant to Articles 9 and 11 of Chapter 3 of Part 1 of Division 2 of Title 5 of the California Government Code (the “Act”), the District is authorized to issue the 2025 Refunding Bonds, Series A, in its own name and on its own behalf, to refund all or a portion of the Prior Bonds pursuant to a resolution duly adopted by the District Board; and

WHEREAS, this Board of Supervisors has been formally requested by the District to levy taxes in an amount sufficient to pay the principal of and interest on the 2025 Refunding Bonds, Series A and the unrefunded Prior Bonds when due; and to direct the Auditor-Controller to maintain on its 2025-26 tax roll, and all subsequent tax rolls, taxes sufficient to fulfill the requirements of the debt service schedule that will be provided to the Auditor-Controller by the District following the sale of the 2025 Refunding Bonds, Series A; and

WHEREAS, the District has requested that the Treasurer and Tax Collector of the County of Los Angeles (the “Treasurer”) be appointed as the authenticating agent, bond registrar, transfer agent and paying agent (collectively, the “Paying Agent”) for the 2025 Refunding Bonds, Series A.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF SUPERVISORS OF THE COUNTY OF LOS ANGELES AS FOLLOWS:

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

Section 2. Levy of Taxes. That this Board of Supervisors levy taxes in an amount sufficient to pay when due the principal of and interest on the 2025 Refunding Bonds, Series A and on any unrefunded Prior Bonds.

Section 3. Preparation of Tax Roll. That the Auditor-Controller is hereby directed to maintain on its 2025-26 tax roll, and all subsequent tax rolls during which the 2025 Refunding Bonds, Series A and any Prior Bonds are outstanding, taxes sufficient to pay the principal of and interest on the 2025 Refunding Bonds, Series A and the unrefunded Prior Bonds when due according to the debt service schedule for the 2025 Refunding Bonds, Series A and each Series of the unrefunded Prior Bonds which was provided to the Auditor-Controller by the District following the sale of the 2025 Refunding Bonds, Series A.

Section 4. Paying Agent. That the Treasurer or the Treasurer's third-party designee, act as the initial Paying Agent for the 2025 Refunding Bonds, Series A. The Treasurer is authorized to contract with a third party to perform the services of Paying Agent.

Section 5. Effective Date. This Resolution shall take effect immediately upon its passage.

[Remainder of page intentionally left blank]

The foregoing resolution was adopted on the ____ day of _____, 2025, 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.

EDWARD YEN
Executive Officer-Clerk of the Board of
Supervisors of the County of Los Angeles

By: _____
Deputy

APPROVED AS TO FORM:

DAWYN R. HARRISON
County Counsel

By:  _____
Deputy County Counsel



Board of Education Report

File #: Rep-237-24/25, **Version:** 1
In Control: Business & Finance Division

ADOPTED

Agenda Date: 3/11/2025

Authorization of a Resolution of the Board of Education Approving the Sale and Issuance of Not-to-Exceed \$400,000,000 of General Obligation Refunding Bonds and the Forms of the Documents Necessary for the Issuance of such Refunding Bonds

Business & Finance Division

Brief Description:

(Authorization of a Resolution of the Board of Education Approving the Sale and Issuance of Not-to-Exceed \$400,000,000 of General Obligation Refunding Bonds and the Forms of the Documents Necessary for the Issuance of such Refunding Bonds) Recommends approval for the issuance of up to \$400 million in General Obligation Refunding Bonds and approval of the necessary documents like a Bond Purchase Agreement, Continuing Disclosure Certificate, Escrow Agreement, and Official Statement. The sale of the GO Refunding Bonds will be through a negotiated method considering market conditions, declining enrollment, and budget uncertainties.

Action Proposed:

Approve the attached Refunding Resolution for General Obligation Bonds (the “Refunding General Obligation Bonds Resolution”) (Attachment A) in connection with the issuance of the General Obligation Refunding Bonds (the “GO Refunding Bonds”) which will:

- a. Authorize the issuance of not to exceed \$400,000,000 of aggregate GO Refunding Bonds;
- b. Approve the forms of documents necessary for the issuance of the GO Refunding Bonds, including a Bond Purchase Agreement, a Continuing Disclosure Certificate, Escrow Agreement and an Official Statement (Attachments B - E);
- c. Authorize the sale of the GO Refunding Bonds by negotiated method of sale in light of current market conditions, the District’s declining enrollment and budget uncertainty, the debt structuring flexibility afforded by this method, and the ability to include a retail order period and meaningful roles for underwriting firms of various sizes; and
- d. Approve and direct certain actions to be taken in connection with the issuance of the GO Refunding Bonds.

Background:

This Board Report seeks Board approval of the General Obligation Refunding Bonds Resolution, which is a resolution for the issuance of general obligation refunding bonds in an amount not-to-exceed \$400,000,000, as contemplated in the District’s Master Refunding Resolution for Fiscal Year 2024-25. The Chief Financial Officer, Deputy Chief Financial Officer, Controller, and Director of Capital Planning and Budgeting are authorized to effect the issuance of the GO Refunding Bonds and carry out all necessary acts related to the transaction or transactions.

While the District typically issues refunding bonds on a tax-exempt basis, it is possible that either tax-exempt or taxable refunding structures may generate significant savings to justify an economic refunding. As a result, the Master Refunding Resolution and General Obligation Refunding Bonds Resolution provide the flexibility to issue the GO Refunding Bonds on either a tax-exempt or taxable basis if circumstances arise that favor one or the other structure, and authorize the forms of documents necessary to issue the GO Refunding Bonds.

Based on the District's Debt Management Policy, as determined by the Office of the Chief Financial Officer, the Master Refunding Resolution and General Obligation Refunding Bonds Resolution also authorizes the sale of the GO Refunding Bonds through the negotiated method of sale in light of current market conditions, the District's declining enrollment and budget uncertainty, the debt structuring flexibility provided, and the ability to include a retail order period and provide meaningful roles for underwriting firms of various sizes. Finance, in accordance with the procedures established in the Debt Management Policy, has completed the process of selecting certain members of the financing team from the respective legal counsel and municipal advisor benches. The financing team for the upcoming transaction will include Best Best & Krieger LLP, as Bond Counsel and Disclosure Counsel, and KNN Public Finance, LLC, as Municipal Advisor. In addition, U.S. Bank Trust Company, National Association will serve as agent of the County Treasurer, as Paying Agent. The Chief Financial Officer shall designate the underwriters and their roles as senior manager(s), co-senior manager (s), and co-managers, in accordance with the Debt Management Policy.

In compliance with Government Code Section 5852.1, the Board of Education has obtained from KNN Public Finance, LLC, as the District's Municipal Advisor, the required costs of issuance and good faith estimates, and such estimates are disclosed in Exhibit A of the General Obligation Refunding Bonds Resolution.

The GO Refunding Bonds are general obligation bonds of the District secured by and payable from ad valorem property taxes to be levied within the jurisdiction of the District pursuant to the California Constitution and State law.

Expected Outcomes:

Approval of the General Obligation Refunding Bonds Resolution will enable the District to enter the market in an expedited manner to reduce the debt service costs on a portion of the District's outstanding general obligation bonds should market conditions support a refunding.

Board Options and Consequences:

Should the Board not approve this item, staff will not be authorized to proceed with the issuance of the GO Refunding Bonds which, subject to favorable market conditions, may generate taxpayer savings through a refunding.

Policy Implications:

This action is in compliance with the relevant criteria set forth in Article 1, Article 3 Section 3.02, and, Article 4 Sections 4.08 and 4.12 of the Debt Management Policy.

Budget Impact:

The proceeds of the GO Refunding Bonds will be placed into an escrow account and used to defease and call (prepay) the refunded bonds. Debt service savings from the GO Refunding Bonds will benefit the District's taxpayers through reduced ad valorem property tax levies. There will be no impact on the District's General Fund.

Student Impact:

The issuance of GO Refunding Bonds will reduce the taxes needed to repay the debt service on the District's outstanding general obligation bonds and create more capacity to issue general obligation bonds in the future for new projects.

Equity Impact:

Component	Score	Score Rationale
Recognition	3	Debt service savings from the GO Refunding Bonds will benefit the District's taxpayers through reduced ad valorem property tax levies. Communities that have experienced historical inequities should benefit from reduced property taxes.
Resource Prioritization	4	Savings achieved through the refunding of outstanding bonds benefit the District and its taxpayers through reduced debt service and property tax levies, respectively. This relief allows resources that would otherwise be used to service debt and property taxes, to be used for student needs.
Results	2	The refunding of bonds is done to achieve debt service savings and reduce ad valorem property taxes. It may result in closing achievement gaps by increasing disposable income in households located within communities that have experienced historical inequities, giving them the ability to allocate resources towards the education of their children (students).
TOTAL	9	

Issues and Analysis:

This Board Report seeks Board approval of a resolution for general obligation refunding bonds in an amount not-to-exceed \$400,000,000, based on the total amount of callable bonds outstanding. The GO Refunding Bonds are expected to be issued in Spring 2025.

Attachments:

Attachment A - Refunding Resolution for General Obligation Refunding Bonds
Attachment B - Preliminary Official Statement
Attachment C - Bond Purchase Agreement
Attachment D - Continuing Disclosure Certificate
Attachment E - Escrow Agreement
Attachment F - Appendix A

Informatives:

Not applicable


Submitted:

02/07/25


File #: Rep-237-24/25, Version: 1
In Control: Business & Finance Division

Agenda Date: 3/11/2025

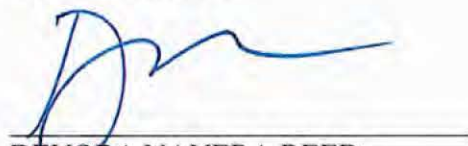
RESPECTFULLY SUBMITTED,


ALBERTO M. CARVALHO
Superintendent

APPROVED & PRESENTED BY:

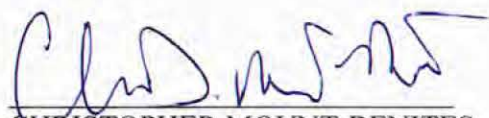

PEDRO SALCIDO
Deputy Superintendent,
Business Services and Operations

REVIEWED BY:


DEVORA NAVERA REED
General Counsel

☒ Approved as to form.

APPROVED & PRESENTED BY:


CHRISTOPHER MOUNT-BENITES
Chief Financial Officer
Business & Finance Division

REVIEWED BY:


NOLBERTO DELGADILLO
Deputy Chief Financial Officer

☒ Approved as to budget impact statement.

A RESOLUTION OF THE BOARD OF EDUCATION OF THE LOS ANGELES UNIFIED SCHOOL DISTRICT AUTHORIZING THE SALE AND ISSUANCE OF NOT TO EXCEED \$400,000,000 AGGREGATE PRINCIPAL AMOUNT OF LOS ANGELES UNIFIED SCHOOL DISTRICT GENERAL OBLIGATION REFUNDING BONDS, IN ONE OR MORE SERIES, BY NEGOTIATED SALE IN THE FORM OF TAX-EXEMPT OR FEDERALLY TAXABLE BONDS, APPROVING THE FORMS OF AND AUTHORIZING THE EXECUTION AND DELIVERY OF ONE OR MORE ESCROW AGREEMENTS, BOND PURCHASE AGREEMENTS, AND CONTINUING DISCLOSURE CERTIFICATES, APPROVING THE FORM AND AUTHORIZING THE DISTRIBUTION OF ONE OR MORE OFFICIAL STATEMENTS FOR THE BONDS, AND AUTHORIZING THE EXECUTION OF NECESSARY DOCUMENTS AND CERTIFICATES AND RELATED ACTIONS IN CONNECTION THEREWITH

WHEREAS, a duly called election was held in the Los Angeles Unified School District, County of Los Angeles, State of California (the "District"), on November 4, 2008 and thereafter canvassed pursuant to law ("Measure Q"); and

WHEREAS, at such election there was submitted to and approved by the requisite approval of at least 55% of the qualified electors of the District voting in the election on a question as to the issuance and sale of general obligation bonds of the District for various purposes set forth in the ballot submitted to the voters, in the maximum principal amount of \$7.00 billion, payable from the levy of an *ad valorem* tax against the taxable property in the District (the "Measure Q Authorization"); and

WHEREAS, \$648,955,000 principal amount of bonds under the Measure Q Authorization, designated as "Los Angeles Unified School District (County of Los Angeles, California) General Obligation Bond, Election of 2008, Series A (2016) (Dedicated Unlimited Ad Valorem Property Tax Bonds)," were heretofore issued and sold (the "2016A Bonds"); and

WHEREAS, \$577,400,000 principal amount of bonds designated as "Los Angeles Unified School District (County of Los Angeles, California) 2016 General Obligation Refunding Bonds, Series A (Dedicated Unlimited Ad Valorem Property Tax Bonds)," were heretofore issued and sold (the "2016 Refunding Bonds" and, together with the 2016A Bonds, the "Prior Bonds" and each Series of Prior Bonds, individually, a "Series of Prior Bonds"); and

WHEREAS, pursuant to Articles 9 and 11 of Chapter 3 of Part 1 of Division 2 of Title 5 of the California Government Code and other applicable law (the "Act"), the District is authorized to issue refunding bonds to refund all or a portion of one or more Series of Prior Bonds on a negotiated sale basis; and

WHEREAS, it is desirable that all or a portion of one or more Series of Prior Bonds be refunded (such refunded Prior Bonds being referred to herein as the "Refunded Bonds"); and

WHEREAS, in order to refund all or a portion of one or more Series of Prior Bonds, it is desirable that the District issue one or more series of refunding bonds to be designated the "Los Angeles Unified School District (County of Los Angeles, California) 2025 General Obligation

Refunding Bonds, Series A," with completed and/or such additional or other series designations as may be approved as herein provided (collectively, the "Refunding Bonds" and each series of Refunding Bonds, individually, a "Series of Refunding Bonds"), according to the terms and in the manner herein provided; and

WHEREAS, the District may desire to secure the timely payment of all or a portion of the principal of and interest on each Series of Refunding Bonds by obtaining a bond insurance policy with respect thereto, if such a policy is available and determined to be economically advantageous; and

WHEREAS, the moneys to redeem each Series of Prior Bonds to be refunded after the date the Refunding Bonds are issued will be applied to such purpose, including pursuant to one or more Escrow Agreements by and between the District and the paying agent for such Series of Prior Bonds, as paying agent and as escrow bank (each such Escrow 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 an "Escrow Agreement") if so determined by an Authorized Officer (as herein defined); and

WHEREAS, this Board of Education deems it necessary and desirable to authorize the sale of each Series of Refunding Bonds negotiated sale pursuant to one or more Bond Purchase Agreements (each 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 a "Bond Purchase Agreement") to be entered into with one or more of the underwriters from the District's underwriter bench (each, an "Underwriter" and, collectively, the "Underwriters") as selected as herein provided; and

WHEREAS, in accordance with Rule 15c2-12 promulgated under the Securities Exchange Act of 1934 (as amended, "Rule 15c2-12"), the District may execute and deliver one or more Continuing Disclosure Certificates (each 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 a "Continuing Disclosure Certificate"); and

WHEREAS, a form of the Preliminary Official Statement to be distributed in connection with a public offering of the initial Series of Refunding 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 California Government Code (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 Refunding Bonds, (b) the sum of all fees and charges paid to third parties with respect to the Refunding Bonds, (c) the amount of proceeds of the Refunding Bonds expected to be received net of the fees and charges paid to third parties and any reserves or capitalized interest paid or funded with proceeds of the Refunding Bonds, and (d) the sum total of all debt service payments on the

Refunding Bonds calculated to the final maturity of the Refunding Bonds plus the fees and charges paid to third parties not paid with the proceeds of the Refunding Bonds; and

WHEREAS, in compliance with Section 5852.1 of the Government Code, the Board of Education has obtained from KNN Public Finance LLC, as the District's municipal advisor (the "Municipal Advisor"), the information set forth in Exhibit B attached hereto; and

WHEREAS, the Los Angeles County Superintendent of Schools has jurisdiction over the District; and

WHEREAS, this Board of Education desires that the County levy and collect a tax on all taxable property within the District sufficient to provide for payment of each Series of Refunding Bonds, and intends by the adoption of this Resolution to notify the Board of Supervisors of the County (the "Board of Supervisors"), the Auditor-Controller of the County (together with any authorized deputy thereof, the "County Auditor-Controller"), the Treasurer and Tax Collector of the County (together with any authorized deputy thereof, the "County Treasurer") 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 each Series of Refunding Bonds and such portion of each Series of Prior Bonds as shall remain outstanding following the issuance of the related Series of Refunding Bonds; and

WHEREAS, there have been prepared and submitted to this meeting forms of:

- (a) the Escrow Agreement;
- (b) the Bond Purchase Agreement;
- (c) the Continuing Disclosure Certificate; and
- (d) the Preliminary Official Statement,

and this Board of Education has examined each such document and desires to approve, authorize and direct the execution of such documents and the consummation of such financing; and

WHEREAS, the District desires to proceed to issue and sell, at one or more times, one or more Series of Refunding Bonds and to authorize the execution of such documents and the performance of such acts as may be necessary or desirable to effect the offering, sale and issuance of each such Series of Refunding Bonds; and

WHEREAS, all acts, conditions and things required by the Constitution and laws of the State of California (the "State") 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 this Board of Education of the Los Angeles Unified School District, County of Los Angeles, California, as follows:

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

Section 2. Determination. This Board of Education hereby determines that prudent management of the fiscal affairs of the District requires that, subject to the provisions of Section 4 hereof, it authorize the District to issue one or more Series of Refunding Bonds under the provisions of the Act to refund all or a portion of one or more Series of Prior Bonds.

Section 3. Authorization and Designation of Refunding Bonds. Subject to the provisions of Section 4 hereof, the issuance from time to time of one or more Series of Refunding Bonds in the aggregate principal amount of not to exceed \$400,000,000 on the terms and conditions set forth, and subject to the limitations specified, herein, is hereby authorized and approved. Each Series of Refunding Bonds shall be dated, shall accrue interest at the rates, shall mature on the dates, and shall be as otherwise provided in the Bond Purchase Agreement, as the same shall be completed as provided in this Resolution.

Each Series of Refunding Bonds may be issued such that the interest on such Series of Refunding Bonds is Tax-Exempt or such that the interest on such Series of Refunding Bonds is not Tax-Exempt. The term "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 Code. The term "Taxable Bonds" means those Refunding Bonds the interest on which is not Tax-Exempt. The Board of Education hereby finds and determines that, pursuant to Section 5903 of the California Government Code, the interest payable on each Series of Refunding Bonds issued as Taxable Bonds will be subject to federal income taxation under the Code in existence on the date of issuance of such Series of Refunding Bonds.

Section 4. Sale of Bonds.

(a) This Board of Education, considering, among other factors, current volatile market conditions, debt structuring flexibility, the District's declining enrollment and budget uncertainty, the ability to include a retail order period to garner additional investor interest, and the ability to provide meaningful roles for underwriting firms of various sizes and consistent with the District's Debt Management Policy (the "Debt Management Policy"), deems it necessary and desirable to authorize, and hereby authorizes, the sale of each Series of Refunding Bonds by a negotiated sale pursuant to one or more Bond Purchase Agreements to be entered into with one or more underwriters selected as herein provided; provided that Refunding Bonds may only be issued if the issuance of such Refunding Bonds conforms to the District's Debt Management Policy; and, provided further that (i) no Series of Refunding Bonds shall be authorized in a principal amount which, when combined with the principal amount of all Series of Refunding Bonds previously authorized and issued pursuant hereto, is in excess of \$400,000,000, (ii) no Series of Refunding Bonds shall have a final maturity

date later than the latest maturity date of the corresponding Refunded Bonds, (iii) the interest rate on any Refunding Bond shall not be in excess of 8.00% per annum, (iv) the true interest cost for each applicable Series of Refunding Bonds shall not be in excess of 5.00%, (v) the total net interest cost to maturity of each applicable Series of Refunding Bonds, plus the principal amount of such Series of Refunding Bonds, shall not be in excess of the total net interest cost to maturity of the applicable Refunded Bonds, plus the principal amount of such Refunded Bonds, and (vi) the underwriters' compensation, as applicable, shall not exceed 0.3% of the principal amount of the corresponding Series of Refunding Bonds.

(b) In accordance with Section 5852.1 of the Government Code, good faith estimates of the following have been obtained from the Municipal Advisor and are set forth on Exhibit B attached hereto: (i) the true interest cost of the Refunding Bonds, (ii) the sum of all fees and charges paid to third parties with respect to the Refunding Bonds, (iii) the amount of proceeds of the Refunding Bonds expected to be received net of the fees and charges paid to third parties and any reserves or capitalized interest paid or funded with proceeds of the Refunding Bonds, and (iv) the sum total of all debt service payments on the Refunding Bonds calculated to the final maturity of the Refunding Bonds plus the fees and charges paid to third parties not paid with the proceeds of the Refunding Bonds.

Section 5. Designated Costs of Issuing Refunding Bonds. The refunding of all or a portion of each Series of Prior Bonds is hereby approved. Each such refunding shall be accomplished by paying the principal of and interest on the applicable Refunded Bonds through and including the date the Refunding Bonds are issued if the Refunded Bonds are paid on such date, or if later, the redemption date set forth in the applicable Escrow Agreement and redeeming or purchasing the applicable Refunded Bonds on the date the Refunding Bonds are issued, or if later, the date set forth in the Escrow Agreement therefor and paying the purchase price or redemption price therefor, plus accrued interest thereon to the date of redemption. In accordance with Section 53553 of the Act, with respect to each Series of Refunding Bonds, this Board of Education hereby designates the following costs and expenses as the "designated costs of issuing the refunding bonds:"

(i) all expenses incident to the calling, retiring, or paying of the applicable Refunded Bonds and incident to the issuance of such Series of Refunding Bonds, including the charges of any escrow agent or trustee in connection with the issuance of such Series of Refunding Bonds or in connection with the redemption or retirement of such Refunded Bonds;

(ii) the interest upon such Refunded Bonds from the date of sale of such Series of Refunding Bonds to the date of payment of the Refunded Bonds or to the date upon which such Refunded Bonds will be paid pursuant to call; and

(iii) any premium necessary in the calling or retiring of such Refunded Bonds.

Section 6. Escrow Agreements. The form of the Escrow Agreement, submitted to and on file with the Executive Officer of this Board of Education, is hereby approved. The President of this Board of Education, and such other member of this Board of Education as the President may designate, the Chief Financial Officer of the District, the Deputy Chief Financial Officer the Controller and the

Director of Capital Planning and Budgeting, or any of their designees (each an "Authorized Officer") are, and each of them is alone, hereby authorized, and any one of the Authorized Officers is hereby directed, for and in the name of the District, if such Authorized Officer deems it to be in the best interests of the District, to execute and deliver one or more Escrow Agreements in the form presented to this meeting, with such changes, insertions and omissions as the Authorized Officer executing the same may require or approve, such requirement or approval to be conclusively evidenced by the execution of the applicable Escrow Agreement by such Authorized Officer.

Section 7. Bond Purchase Agreement. The form of Bond Purchase Agreement, submitted to and on file with the Executive Officer of this Board of Education, is hereby approved. The Authorized Officers are, and each of them is, hereby authorized, and any one of the Authorized Officers is hereby directed, for and in the name of the District, to execute and deliver one or more Bond Purchase Agreements in the form presented to this meeting, with such changes, insertions and omissions as the Authorized Officer executing the same may require or approve, such requirement or approval to be conclusively evidenced by the execution of the applicable Bond Purchase Agreement by such Authorized Officer; provided that the terms of the applicable Series of Refunding Bonds and the sale thereof shall conform in all respects with the limitations contained in this Resolution. The underwriters shall be selected in accordance with the Debt Management Policy. In connection with each negotiated sale of Refunding Bonds, the Chief Financial Officer is hereby further authorized to designate which underwriters shall act as senior manager(s), co-senior manager(s) and co-manager(s) in accordance with the Debt Management Policy.

Section 8. Form of Bonds; Execution. (a) *Form of Refunding Bonds.* Each Series of Refunding Bonds shall be issued in fully registered form without coupons. The Refunding Bonds, and the certificate of authentication and registration and the forms of assignment to appear on each of them, shall be in substantially the form attached hereto as Exhibit A, with necessary or appropriate variations, omissions and insertions as permitted or required by this Resolution.

(b) *Execution of Refunding Bonds.* The Refunding Bonds shall be signed by the manual or facsimile signature of the President of the Board of Education and countersigned by the manual or facsimile signature of the Executive Officer of the Board of Education (or the designee of either such respective officers if the President or the Executive Officer of the Board of Education are unavailable). The Refunding Bonds shall be authenticated by a manual signature of a duly authorized signatory of the Paying Agent (as defined herein).

(c) *Valid Authentication.* Only such of the Refunding 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 Refunding 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 Refunding 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 9. Terms of Bonds. (a) *Date of Refunding Bonds.* Each Series of Refunding Bonds shall be dated the date of their delivery, or such other date as shall be set forth in the related Bond Purchase Agreement.

(b) *Denominations.* Each Series of Refunding Bonds shall be issued in denominations of \$5,000 principal amount and integral multiple thereof (or such other denominations as shall be designated in the related Bond Purchase Agreement).

(c) *Maturity.* Each Series of Refunding 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 Refunding Bond shall mature later than the latest maturity date of the corresponding Refunded Bonds.

(d) *Interest.* Each Series of Refunding Bonds shall bear interest at an interest rate or rates not to exceed 8.00% per annum, payable on January 1 and July 1 of each year, commencing on the date set forth in the Bond Purchase Agreement or such other dates as may be set forth in the Bond Purchase Agreement (each, an "Interest Payment Date"), computed on the basis of a 360-day year of twelve 30-day months. Each Refunding Bond shall bear interest from the Interest Payment Date for such Refunding Bond next preceding the date of authentication thereof, unless it is authenticated as of a date during the period from the 15th day of the calendar month immediately preceding such Interest Payment Date, whether or not such day is a business day, or such other date or dates as may be set forth in the related Bond Purchase Agreement (each, a "Record Date") to such Interest Payment Date, inclusive, in which event it shall bear interest from such Interest Payment Date, or unless it is authenticated on or before the Record Date preceding the first Interest Payment Date for such Refunding Bond, in which event it shall bear interest from its dated date; provided, however, that if, at the time of authentication of any Refunding Bond, interest is in default on any outstanding Refunding Bonds of such Series, such Refunding Bond shall bear interest from the Interest Payment Date to which interest has previously been paid or made available for payment on the outstanding Refunding Bonds of such Series. If provided in the Bond Purchase Agreement, Refunding Bonds may have different interest rates for separately defined periods of the term thereof as set forth in such Bond Purchase Agreement.

Section 10. Payment of Bonds. (a) *Request for Tax Levy; Pledge of Revenues from Property Taxes and Amounts on Deposit in the Interest and Sinking Fund.* The money for the payment of principal of and interest on each Series of Refunding 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 of and interest coming due on each Series of Refunding Bonds in such year, and to pay from such taxes all amounts due on such Refunding Bonds. The Board of Supervisors, the County Auditor-Controller, the County Treasurer and other officials of the County are hereby requested to take and authorize such actions as may be necessary pursuant to law to provide for the levy and collection of a property tax on all taxable property of the District sufficient to provide for payment of all principal of and interest on each Series of Refunding Bonds as the same shall become due and payable, and to apply moneys in the District's related interest and sinking fund as necessary to the payment of such Series of Refunding Bonds, as provided herein, and to provide for the payment of any portion of any Series

of Prior Bonds which are to remain outstanding pursuant to the authorizing resolution or paying agent agreement, as applicable, under which such bonds were issued. The Authorized Officers are, and each of them is, hereby authorized, and any one of the Authorized Officers is hereby directed to transmit a certified copy of this Resolution and the debt service schedule for each Series of Refunding Bonds to the Board of Supervisors, the County Auditor-Controller and the County Treasurer in sufficient time to permit the County to establish tax rates and necessary funds or accounts for each Series of Refunding Bonds, and the Board of Education hereby requests that the Board of Supervisors adopt a resolution to levy the appropriate taxes as herein provided.

The District hereby pledges, and grants a lien on and security interest in, all revenues from the property taxes collected from the levy by the Board of Supervisors with respect to each voter-approved bond measure of the District for payment of bonds issued under such measure of the District, and all amounts on deposit in any interest and sinking fund of the District related to such bond measure with respect to bonds of such measure for the payment of the principal or redemption price of and interest on such bonds. This pledge and grant applies to the Refunding Bonds and all previously issued and outstanding general obligation bonds and general obligation refunding bonds of the District. This pledge and grant shall be valid and binding from the date hereof for the benefit of the owners of such 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 grant, and this pledge and grant shall constitute a lien and security interest which shall immediately attach to the property taxes and amounts held in such interest and sinking fund of the District to secure the payment of such 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 or grant, and without the need of any physical delivery, recordation, filing, or further act.

This pledge and grant is an agreement between the District and the owners of each series of Refunding Bonds and of each issue of outstanding general obligation bonds and general obligation refunding bonds to provide security for each series of Refunding Bonds and all such other general obligation bonds and general obligation refunding bonds of the District in addition to any statutory lien that may exist, and each such issue of general obligation bonds and general obligation refunding bonds of the District are or were issued to finance or refinance, as applicable, one or more of the projects specified in the applicable voter-approved measure and not to finance the general purposes of the District. For the avoidance of doubt, in accordance with Section 15251 of the Education Code, such bonds are also automatically secured by a statutory lien on all revenues received pursuant to the levy and collection of the tax for the applicable measure.

(b) *Principal.* The principal of each Series of Refunding Bonds shall be payable in lawful money of the United States of America to the person whose name appears on the books for the registration and transfer of the Refunding Bonds maintained by the Paying Agent in accordance with Section 12(d) hereof (the "Registration Books") as the registered Owner thereof (the Owner"), upon the surrender thereof at the principal corporate trust office of the Paying Agent.

(c) *Interest; Record Date.* The interest on each Series of Refunding Bonds shall be payable on each Interest Payment Date in lawful money of the United States of America to the Owner thereof as of the Record Date preceding such Interest Payment Date, such interest to be paid by check or draft mailed on such Interest Payment Date (if a business day, or on the next business day if the Interest Payment 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 Refunding Bonds of a Series 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 Payment Date.

(d) *Interest and Sinking Fund.* The principal of and interest due on each Series of Refunding Bonds shall be paid from the related interest and sinking fund of the District as provided in Section 15146 of the California 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 Refunding Bonds. The obligation for repayment of the Refunding Bonds is the sole obligation of the District.

(f) *Insurance.* The payment of principal of and interest on all or a portion of any Series of Refunding 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 to apply for, or cause to be applied for, municipal bond insurance for each Series of Refunding Bonds and to execute and deliver a contract or contracts in order to obtain such insurance if doing so puts such Series of Refunding Bonds (or portion thereof) and the marketing thereof on an economically advantageous basis and is deemed 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.

Section 11. Redemption and Defeasance Provisions. (a) *Redemption.* Each Series of Refunding Bonds shall be subject to redemption at the option of the District on the dates and terms as shall be designated in the Bond Purchase Agreement. The Bond Purchase Agreement, may provide that a Series of Refunding Bonds shall not be subject to optional redemption.

(b) *Selection.* If less than all of the Refunding Bonds of a series or subseries, if any, are subject to such redemption and are called for redemption, such Refunding Bonds shall be redeemed as directed by the District (or as otherwise set forth in the Bond Purchase Agreement), and if less than all of the Refunding Bonds of any given maturity of a series or subseries are called for redemption, the portions of such Refunding Bonds of a given maturity to be redeemed shall be determined by lot in any manner deemed fair by the Paying Agent (or as otherwise set forth in the Bond Purchase Agreement).

(c) *Mandatory Sinking Fund Redemption.* The Refunding Bonds of a series or subseries, 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 directed by the District (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 such Bond Purchase Agreement. Unless otherwise provided in the Bond Purchase Agreement, the principal amount of each mandatory sinking fund payment of any maturity of a series or subseries shall be reduced proportionately or as otherwise directed by the District by the amount of any Refunding Bonds of that maturity and series or subseries redeemed in accordance with subsection

(a) of this Section prior to the mandatory sinking fund payment date (or as otherwise set forth in the Bond Purchase Agreement). The Bond Purchase Agreement may provide that the Refunding Bonds of a series or subseries shall not be subject to mandatory sinking fund redemption.

(d) *Notice of Redemption.* Notice of any redemption of the Refunding Bonds of a series or subseries shall be mailed by the Paying Agent, postage prepaid, not less than 20 nor more than 60 days prior to the redemption date (i) by first class mail to 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 or subseries of Refunding Bonds and the date of issue of such series or subseries of Refunding Bonds; (iii) the redemption date; (iv) the redemption price; (v) the dates of maturity or maturities of Refunding Bonds to be redeemed; (vi) if less than all of the Refunding Bonds of any maturity of a series or subseries are to be redeemed, the distinctive numbers of the Refunding Bonds of each maturity of such series or subseries to be redeemed; (vii) in the case of Refunding Bonds of a series or subseries redeemed in part only, the respective portions of the principal amount of the Refunding Bonds of each maturity of such series or subseries to be redeemed; (viii) the CUSIP number, if any, of each maturity of Refunding Bonds to be redeemed; (ix) a statement that such Refunding 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 Refunding 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 Refunding Bonds called for redemption 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 Refunding Bonds called for redemption is set aside for the purpose as described in subsection (g) of this Section, the Refunding 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 Refunding Bonds at the place specified in the notice of redemption, such Refunding Bonds shall be redeemed and paid at the redemption price thereof out of the money provided therefor. The Owners of such Refunding 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 Refunding 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 Refunding 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 and premium, if any, and interest due on the Refunding 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 Refunding 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 Refunding 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 Refunding Bonds designated in the notice of redemption. Such monies shall be applied on or after the redemption date solely for payment of principal of and premium, if any, and interest due on the Refunding Bonds to be redeemed upon presentation and surrender of such Refunding 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 Refunding 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 Refunding 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 Refunding 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 Refunding Bonds of a Series all or any part of the principal of and premium, if any, and interest on such Refunding Bonds at the times and in the manner provided herein and in such Refunding Bonds, or as provided in the following paragraph, or as otherwise provided by law consistent herewith, then such Owners of such Refunding Bonds shall cease to be entitled to the obligation of the District as provided in Section 10 hereof, and such obligation and all agreements and covenants of the District and of the County to such Owners hereunder and under such Refunding Bonds shall thereupon be satisfied and discharged and shall terminate, except only that the District shall remain liable for payment of all principal of and premium, if any, and interest on such Refunding Bonds, but only out of monies on deposit in the related interest and sinking fund of the District 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 Refunding Bonds of a Series by depositing in trust with the Paying Agent or an escrow agent, selected by the District, at or before maturity, money and/or Defeasance Securities, 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 Refunding Bonds (including all principal and interest) at or before their respective maturity dates.

The term "Defeasance Securities" means (a) non-callable direct and general obligations of the United States of America (including state and local government series), or obligations that are unconditionally guaranteed as to principal and interest by the United States of America, including (in the case of direct and general obligations of the United States of America) evidences of direct ownership of proportionate interests in future interest or principal payments of such obligations; provided that investments in such proportionate interests must be limited to circumstances wherein (i) a bank or trust company acts as custodian and holds the underlying United States obligations; (ii) the owner of the investment is the real party in interest and has the right to proceed directly and individually against the obligor of the underlying United States obligations; and (iii) the underlying United States obligations are held in a special account, segregated from the custodian's general assets, and are not available to satisfy any claim of the custodian, any person claiming through the custodian, or any person to whom the custodian may be obligated; (b) non-callable obligations of government sponsored agencies that are rated in one of the two highest rating categories assigned by S&P (defined herein) or Moody's (defined herein) but are not guaranteed by a pledge of the full faith and credit of the United States of America; and (c) Advance Refunded Municipal Securities.

The term "Advance Refunded Municipal Securities" means any bonds or other obligations of any state of the United States of America or of any agency, instrumentality or local government unit of any such state (a) which are not callable prior to maturity or as to which irrevocable instructions have been given to the trustee, fiscal agent or other fiduciary for such bonds or other obligations by the obligor to give due notice of redemption and to call such bonds or other obligations for redemption on the date or dates specified in such instructions, (b) which are secured as to principal, premium, if any, and interest by a fund consisting only of cash, direct U.S. or U.S. guaranteed obligations, or any combination thereof, which fund may be applied only to the payment of such principal, premium, if any, and interest on such bonds or other obligations on the maturity date or dates thereof or the redemption date or dates specified in the irrevocable instructions referred to in clause (a) above, as appropriate, and (c) as to which the principal of and premium, if any, and interest on the bonds and obligations of the character described in clause (a) above which have been deposited in such fund, along with any cash on deposit in such fund, have been verified by an independent certified public accountant as being sufficient to pay principal of and premium, if any, and interest on such bonds or other obligations on the maturity date or dates thereof or on the redemption date or dates specified in the irrevocable instructions referred to in clause (a) above, as applicable.

The term "Moody's" means Moody's Investors Service, Inc., a corporation duly organized and existing under the laws of the State of Delaware, and its successors and assigns, except that if such entity shall be dissolved or liquidated or shall no longer perform the functions of a securities rating agency, then the term "Moody's" shall be deemed to refer to any other nationally recognized securities rating agency selected by the District.

The term "S&P" means Standard & Poor's Ratings Services, a Standard & Poor's Financial Services LLC business duly organized and existing under the laws of the State of New York, and its successors and assigns, except that if such entity shall be dissolved or liquidated or shall no longer

perform the functions of a securities rating agency, then the term "S&P" shall be deemed to refer to any other nationally recognized securities rating agency selected by the District.

(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 of and premium, if any, and interest on a Series of Refunding Bonds and remaining unclaimed for two years after the principal of all of such Series of Refunding Bonds has become due and payable (whether by maturity or upon prior redemption) shall be transferred to the 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 12. Paying Agent. (a) *Appointment; Payment of Fees and Expenses.* This Board of Education does hereby consent to and confirm the appointment of the County Treasurer to act as the initial paying agent for each Series of Refunding Bonds. The County 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 applicable Series of Refunding Bonds, or from the related interest and sinking fund of the District, insofar as permitted by law, including specifically by Section 15232 of the California 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 County Treasurer. If at any time the Paying Agent shall resign or be removed, the County 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 County Treasurer and the designated agents thereof or the successors or assigns thereof, 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 Refunding Bonds shall initially mean the office of the County 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 Refunding 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 Refunding 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, Refunding

Bonds as provided in Sections 13 and 14 hereof. The Paying Agent shall keep accurate records of all funds administered by it and of all Refunding Bonds paid and discharged by it. Such records shall be provided, upon reasonable request, to the District or the County in a format mutually agreeable to the Paying Agent and the District and/or the County.

Section 13. Transfer Under Book-Entry System; Discontinuation of Book-Entry System. (a) Unless otherwise specified in the Bond Purchase Agreement, 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 a Series of Refunding Bonds, including any such successor thereto appointed pursuant to this Section ("DTC"), is hereby appointed depository for each Series of Refunding Bonds and each Series of Refunding Bonds shall be issued in book-entry form only, and shall be initially registered in the name of "Cede & Co.," as nominee of DTC ("Cede & Co."). One bond certificate shall be issued for each maturity of each Series of Refunding Bonds; provided, however, that if different CUSIP numbers are assigned to Refunding Bonds of a Series maturing in a single year or, if Refunding Bonds of a 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 Refunding Bonds of each such maturity, or any portion thereof, may not thereafter be transferred except as provided in this Section or Section 14 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

(b) 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. In the case of any transfer pursuant to clause (i) or clause (ii) of subsection (a) of this Section, upon receipt of the outstanding Refunding Bonds by the Paying Agent, together with a written request of the District to the Paying Agent, a new Refunding Bond for each maturity of each Series shall be executed and delivered (in the aggregate principal amount of such Refunding Bonds then outstanding), registered in the name of such successor or such substitute depository, or their nominees, as the case may be, all as specified in such written request of the District. In the case of any transfer pursuant to clause (iii) of subsection (a) of this Section, upon receipt of the outstanding Refunding Bonds by the Paying Agent together with a written request of the District to the Paying Agent, new Refunding 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 9 hereof and the receipt of such a written request of the District, and thereafter, the Refunding Bonds shall be transferred pursuant to the provisions set forth in Section 14 hereof; provided, however, that the Paying Agent shall not be required to deliver such new Refunding Bonds within a period of less than 60 days after the receipt of any such written request of the District.

(c) The District and the Paying Agent shall be entitled to treat the person in whose name any Refunding Bond is registered as the owner thereof, 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 Refunding 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 Refunding Bonds.

(d) So long as the outstanding Refunding 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 Refunding 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 14. Transfer and Exchange. (a) *Transfer.* Following the termination or removal of DTC or successor depository pursuant to Section 13 hereof, or upon the initial delivery of a Series of Refunding Bonds not registered in the name of Cede & Co., as nominee of DTC, any Refunding 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 Refunding 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 Refunding Bond or Refunding Bonds shall be surrendered for transfer, the designated District officials shall execute and the Paying Agent shall authenticate and deliver, as provided in Section 8 hereof, a new Refunding Bond or Refunding Bonds, of the same series, maturity, interest payment dates and interest rate or rates (for a like aggregate principal amount). The Paying Agent may require the payment by any Owner of Refunding 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 Refunding Bond shall be required to be made by the Paying Agent (i) during the period established by the Paying Agent for selection of the applicable series or subseries of Refunding Bonds for redemption, and (ii) after any Refunding Bond has been selected for redemption.

(b) *Exchange.* The Refunding Bonds of a Series may be exchanged for Refunding Bonds of other authorized denominations of the same series, maturity, interest payment dates and interest rate or rates, by the Owner thereof, in person or by the duly authorized attorney of such Owner, upon surrender of such Refunding 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 Refunding Bond or Refunding Bonds shall be surrendered for exchange, the designated District officials shall execute and the Paying Agent shall authenticate and deliver, as provided in Section 8 hereof, a new Refunding Bond or Refunding Bonds of the same series, maturity, interest payment dates and interest rate or rates (for a like aggregate principal amount). 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 Refunding Bonds shall be required to be made by the Paying Agent (i) during the period established by the Paying Agent for selection of the Refunding Bonds for redemption, and (ii) after any Refunding Bond has been selected for redemption.

Section 15. Continuing Disclosure Certificate. The form of Continuing Disclosure Certificate, submitted to and on file with the Executive Officer of this Board of Education, is hereby approved. The Authorized Officers are, and each of them is, hereby authorized, and any one of the Authorized Officers is hereby directed, for and in the name of the District, to execute and deliver one or more Continuing Disclosure Certificates in substantially said form, with such changes therein as the Authorized Officer executing the same may require or approve, such approval to be conclusively evidenced by the execution of the applicable Continuing Disclosure Certificate by such Authorized Officer.

Section 16. Preliminary Official Statement. The form of Preliminary Official Statement relating to the initial issue of Refunding Bonds to be publicly offered submitted to and on file with the Executive Officer of this Board of Education, with such changes therein as may be approved by an Authorized Officer, is hereby approved, and the use of the Preliminary Official Statement in connection with the offering and sale of such Refunding Bonds is hereby authorized and approved. The Authorized Officers are each hereby authorized, and any one of the Authorized Officers is hereby directed, to certify on behalf of the District that the information contained in 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). If it is necessary to make substantial changes to the Preliminary Official Statement hereby approved, this Board of Education shall review a revised draft of such Preliminary Official Statement with accompanying directions and instructions to members of this Board of Education to review such revised Preliminary Official Statement. For subsequent Series of Refunding Bonds, the preparation of a Preliminary Official Statement with respect to each such subsequent Series of Refunding Bonds, similar in form and content to the Preliminary Official Statement relating to the first Series of Refunding Bonds with such changes as shall be deemed necessary, is hereby authorized and approved, and the certification of its finality within the meaning of Rule 15c2-12 by an Authorized Officer and its use in connection with the offering and sale of each such subsequent Series of Refunding Bonds, are also hereby authorized, following the distribution to this Board of Education of a substantially complete draft of a Preliminary Official Statement relating to such Series of Refunding Bonds with accompanying directions and instructions to members of this Board of Education to review such Preliminary Official Statement.

Section 17. Official Statement. The preparation and delivery of a final Official Statement with respect to a Series of Refunding Bonds to be publicly offered (each, an "Official Statement") and its use in connection with the offering and sale of such Series of Refunding Bonds is hereby authorized and approved. The Official Statement shall be in substantially the form of the related

Preliminary Official Statement, 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, and each of them is, hereby authorized, and any one of the Authorized Officers is hereby directed, for and in the name of and on behalf of the District, to execute each final Official Statement, and any amendment or supplement thereto, for and in the name of the District.

Section 18. Tax Covenants. (a) *General.* 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 any Tax-Exempt Refunding 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 any Tax-Exempt Refunding Bonds (each, a "Tax Certificate"). The provisions of this subsection (a) shall survive payment in full or defeasance of the Tax-Exempt Refunding Bonds.

(b) *Yield Restriction.* 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 County Treasurer on behalf of the District, in accordance with this Resolution or pursuant to law, the District shall so request of the County Treasurer in writing, and the District shall make its best efforts to ensure that the County Treasurer shall take such action as may be necessary in accordance with such instructions so that the Tax-Exempt Refunding Bonds will not constitute arbitrage bonds under Section 148 of the Code and the applicable Treasury Regulations promulgated under that section.

(c) *Private Activity.* The District will not take or omit to take any action or make any use of the proceeds of the Tax-Exempt Refunding Bonds or of any other moneys or property which would cause the Tax-Exempt Refunding Bonds to be "private activity" bonds within the meaning of Section 141 of the Code.

(d) *Arbitrage.* The District will make no use of the proceeds of the Tax-Exempt Refunding Bonds or of any other amounts or property, regardless of the source, or take or omit to take any action which would cause the Tax-Exempt Refunding Bonds to be "arbitrage bonds" within the meaning of Section 148 of the Code.

(e) *Federal Guarantee.* The District will make no use of the proceeds of the Tax-Exempt Refunding Bonds or take or omit to take any action that would cause the Tax-Exempt Refunding Bonds to be "federally guaranteed" within the meaning of Section 149(b) of the Code.

(f) *Hedge Bonds.* The District will make no use of the proceeds of the Tax-Exempt Refunding Bonds or any other amounts or property, regardless of the source, or take any action or refrain from taking any action that would cause either the Tax-Exempt Refunding Bonds to be considered "hedge bonds" within the meaning of Section 149(g) of the Code unless the District takes all necessary action to assure compliance with the requirements of Section 149(g) of the Code to maintain the exclusion from gross income of interest on the Tax-Exempt Refunding Bonds for federal income tax purposes.

(g) *Information Reporting.* The District will take or cause to be taken all necessary action to comply with the informational reporting requirement of Section 149(e) of the Code.

(h) *Reliance on Opinion of Tax Counsel.* Notwithstanding any provision of this Section, if the District shall provide to the County Treasurer an Opinion of Tax 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 Refunding Bonds not issued as Taxable Bonds under Section 103 of the Code, the County Treasurer may conclusively rely on such Opinion of Tax Counsel in complying with the requirements of this Section and of each Tax Certificate with respect to the Refunding Bonds not issued as Taxable Bonds, and the covenants hereunder shall be deemed to be modified to that extent

Section 19. Cost of Issuance Account. The Authorized Officers are each hereby authorized to cause to be established and 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 12, and initially held by the Paying Agent, as cost of issuance administrator, proceeds of the sale of each Series of Refunding Bonds, in an amount as shall be set forth in the Bond Purchase Agreement, or as set forth in a certificate of an Authorized Officer for the purposes of paying the costs associated with the issuance of such Series of Refunding Bonds, as directed by the District.

Section 20. Professional Services. In connection with the issuance of the Refunding Bonds, KNN Public Finance LLC is hereby appointed to serve as the Municipal Advisor to the District, Best Best & Krieger is hereby appointed to serve as Bond Counsel and Disclosure Counsel to the District.

Section 21. Delegation of Authority. The Authorized Officers and employees of the District are, and each of them hereby is, authorized and directed to execute and deliver, for and on behalf of the District, any and all documents, certificates, and instruments and to do and cause to be done any and all acts and things necessary or advisable in order to consummate the transactions contemplated by this Resolution and otherwise to carry out, give effect to and comply with the terms and intent of this Resolution, and the Bond Purchase Agreement, Escrow Agreement, and Continuing Disclosure Certificate. Without limiting the generality of the foregoing, the President of this Board of Education, the Executive Officer of this Board of Education and any Authorized Officer are hereby authorized and directed to execute and deliver any and all documents, agreements, certificates and representations, including but not limited to (i) signature certificates, no litigation certificates, and certificates concerning the contents of the Preliminary Official Statement and the Official Statement, (ii) representation letters to The Depository Trust Company, (iii) a Tax Certificate, (iv) any other certificates proposed to be delivered in connection with the sale or issuance of the Bonds, and (v) and any other documents, agreements, letters, certificates, or representations, which any of them deem necessary and desirable to accomplish the transactions authorized herein.

Section 22. Approval of Actions. All actions heretofore taken by the officers and employees of the District with respect to the issuance and sale of the Refunding Bonds, or in connection with or related to any of the agreements or documents referred to herein, are hereby approved, confirmed and ratified.

Section 23. Interpretation. The terms of this Resolution shall be interpreted broadly to effect the purpose of providing broad and clear authority for the officers and employees of the District to provide for the issuance of, and issue, from time to time, one or more Series of Refunding Bonds in accordance with the provisions of the documents described herein, the Debt Management Policy and the Act on the terms set forth in this Resolution. Upon any conflict between this Resolution and the Master Refunding Resolution adopted by the Board of Education, this Resolution shall control.

Section 24. Contract with Bondholders. The provisions of this Resolution shall be a contract with each and every owner of Refunding 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 Refunding Bonds by mandamus or other appropriate suit, action or proceeding in any court of competent jurisdiction.

Section 25. 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 Refunding 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 Refunding Bonds then outstanding. No such modification or amendment shall extend the maturity of, reduce the interest rate or principal amount of Refunding Bonds or reduce the percentage of consent required for amendment hereof without the express consent of all the Owners so affected.

Section 26. Effective Date. This Resolution shall take effect from and after its date of adoption.

PASSED AND ADOPTED this 11th day of March, 2025, by the Board of Education of the Los Angeles Unified School District.

By: 
Executive Officer, Board of Education

EXHIBIT A

FORM OF REFUNDING BOND

Number: UNITED STATES OF AMERICA
 R- STATE OF CALIFORNIA
 COUNTY OF LOS ANGELES

LOS ANGELES UNIFIED SCHOOL DISTRICT
 (COUNTY OF LOS ANGELES, CALIFORNIA)
 2025 GENERAL OBLIGATION REFUNDING BONDS, SERIES A
 (DEDICATED UNLIMITED *AD VALOREM* PROPERTY TAX BONDS)

<u>Maturity Date</u>	<u>Interest Rate</u>	<u>Dated</u>	<u>CUSIP No.</u>
_____	_____%	_____	_____

Registered Owner: CEDE & CO.

Principal Amount: \$ _____

The Los Angeles Unified School District (the "District"), County of Los Angeles, State of California, acknowledges itself obligated to and promises to pay to the Registered Owner identified above or registered assigns (the "Registered Owner"), on the Maturity Date set forth above, 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 as of a date during the period from the Record Date (as defined herein) next preceding any interest payment date to such interest payment date, inclusive, in which event it shall bear interest from such interest payment date, or unless this Bond is authenticated on or before June 15, 2025, in which event it shall bear interest from the date hereof) at the Interest Rate per annum stated above, payable commencing on _____ 1, 20____, and thereafter on January 1 and July 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 March 11, 2025 (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 Refunding 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 and maturities provisions), in the aggregate principal amount of \$_____, and designated as "Los Angeles Unified School District (County of Los Angeles, California) 2025 General Obligation Refunding Bonds, Series A (Dedicated Unlimited *Ad Valorem* Property Tax Bonds)" (the "Bonds"). The Bonds were authorized by the Resolution and are issued pursuant to Articles 9 and 11 of Chapter 3 of Part 1 of Division 2 of Title 5 of the California Government Code, and other applicable law. 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.

The 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 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 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 payments, 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 maturing on July 1, 20[], are not subject to optional redemption prior to maturity. The Bonds maturing on or after July 1, 20[], are subject to redemption prior to maturity, at the option of the District, in whole or in part among maturities on such basis as shall be designated by the District and by lot within a maturity, from any legally available source of funds, on 20[], or on any date thereafter, at a price equal to 100% of the principal amount thereof, without premium. 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 Term Bonds maturing on July 1 in the years [] and [], are subject to mandatory sinking fund redemption by the District prior to their stated maturity, in part by lot, at a redemption price equal to the principal amount thereof to be redeemed, together with accrued interest to the date fixed for redemption, if any, without premium, solely from mandatory sinking fund payments

in accordance with the schedules set forth below, but which amounts will be reduced proportionately by the principal amount of such Term Bond optionally redeemed.

Term Bonds Maturing July 1, 20__

Redemption Date	Sinking Fund
<u>(July 1)</u>	<u>Redemption</u>

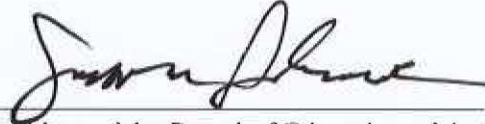
†Maturity.

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 hereof and 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. Reference is made to the Resolution for a more complete description of the provisions with respect to the terms of the Bonds.

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



President of the Board of Education of the
Los Angeles Unified School District

Countersigned:



Executive Officer of the Board of
Education of the Los Angeles Unified
School District