

Student Success

SHORELINE UNIFIED SCHOOL DISTRICT BOARD OF TRUSTEES REGULAR MEETING

AGENDA

Thursday, October 19, 2017

TOMALES ELEMENTARY SCHOOL
40 John Street, Tomales

1. Formal opening and call to order 5:00 p.m. – Assembly Room
2. Roll call
3. Approval and adoption of agenda **ACTION**
4. Announcement regarding closed session item
5. Comments from the public on closed session item
6. Recess to closed session

CLOSED SESSION – Library

With respect to every item of business to be conducted in closed session pursuant to Government Code:

- 54957.6: Conference with Labor Negotiator, Bob Raines, regarding classified and certificated negotiations

RECONVENE TO PUBLIC SESSION 6:00 p.m.

We welcome you to this evening's meeting. The public may provide information and ask questions relevant to agenda items at the time those items are under consideration. We would appreciate it if you would identify yourself by name when addressing the Board. Speakers are limited to four minutes each. Copies of the agenda are located on the agenda table.

7. Announcement of any reportable action taken in closed session **INFORMATION**
8. Flag salute
9. Students of the month **PRESENTATION**
10. Student representative report **INFORMATION**
11. Consent agenda **ACTION**
The Consent agenda is a group of routine items that are approved by a single Board action. They are grouped together for a single decision in order to save time. A Board member, the superintendent or a person in the audience may ask that any item be removed and acted upon separately.
 - 11.1 Minutes: Approve minutes of September 21, 2017, regular meeting
 - 11.2 Minutes: Approve minutes of October 5, 2017, special meeting
 - 11.3 Warrants: General
 - 11.4 Acceptance of gifts To: West Marin School; Lunny Compost donated 10 yards of compost for the garden
 - 11.5 Ratify the Superintendent's appointment of Karl Craig as instructional assistant for the after school program at Bodega Bay School for two hours per day (3:30 – 5:30), five days per week
 - 11.6 Ratify the Superintendent's appointment of Carlos Vasquez as special education and music teacher at Tomales High School, effective August 21, 2017
 - 11.7 Ratify the Superintendent's appointment of TBA, custodian at Tomales Elementary, Tomales High and the District Office, five days per week, 8 hours per day, effective October 23, 2017
 - 11.8 Ratify the Superintendent's appointment of Enriqueta Lavarta as a para-educator reading intervention at Tomales Elementary School, four and a half hours per day, five days per week, effective October 23, 2017
12. Athletic Director Dominic Sacheli to report on sports, athletic trainer and coaches **INFORMATION**

- | | | |
|-----|--|--------------------|
| 13. | Transportation report from Director of Transportation George Borges | INFORMATION |
| 14. | Persons desiring to address the Board on items not on the agenda. The Board will listen to your comments but are unable to engage in a discussion. | |

Curriculum and Instruction

- | | | |
|-----|---|--------------------|
| 15. | Principals' report | INFORMATION |
| 16. | Superintendent report | INFORMATION |
| 17. | Consider approval of 2017-18 Superintendent Goals | ACTION |
| 18. | Board of Trustees' report | INFORMATION |

Finance and District Business

- | | | |
|-----|---|--------------------|
| 19. | Chief Business Official report | INFORMATION |
| 20. | Consider approval of contracts with Isom Advisors, Raymond James & Associates (Underwriter) and Jones Hall (Bond Council) to refinance our existing bonds with the issuance of 2017 refunding bonds | ACTION |
| 21. | Adopt Resolution #2017.18.4 – Authorizing Issuance of 2017 Refunding Bonds | ACTION |
| 22. | Discussion on designation of district reserves | DISCUSSION |
| 23. | Consider approval of the GASB 45 Actuarial Report | ACTION |
| 24. | Consider approval of letter of commitment to support the grid resiliency solar project at Bodega Bay School | ACTION |
| 25. | Consider approval of change order #1 from Greystone West Company to reduce the contract of the West Marin Elementary School Septic System Repair Project by the amount of \$14,843 | ACTION |

Auxiliary

- | | | |
|-----|----------------|--|
| 26. | Communications | |
|-----|----------------|--|

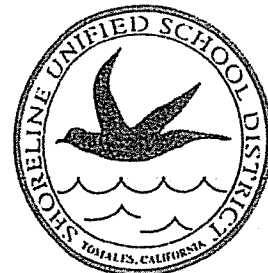
Adjournment

Written materials for open session items that are distributed to the Board of Trustees within 72 hours of the board meeting are available for public inspection immediately upon distribution at the district office, 10 John Street, Tomales.

In compliance with the Americans with Disabilities Act, for those requiring special assistance to access the Board meeting room, to access written documents being discussed at the Board meeting, or to otherwise participate at Board meetings, please contact Jeannie Moody at (707) 878-2225 for assistance. Notification at least 48 hours before the meeting will enable the District to make reasonable arrangements to ensure accessibility to the Board meeting and to provide any required accommodations, auxiliary aids or services.

SHORELINE UNIFIED SCHOOL DISTRICT

P.O. Box 198 Tomales, California 94971 (707) 878-2266 FAX (707) 878-2554



October 10, 2017

Brinkley Woodward
PO Box 307
Tomales, CA 94971

Dear Brinkley:

It is my pleasure to inform you that the Tomales Elementary School faculty has selected you as one of Shoreline's Student of the Month for October 2017.

Your selection is an honor of which you and your family can be most proud.

You have been selected on the basis of scholarship, citizenship, wholesome attitudes, service to school, and/or special accomplishments.

I invite you and your family to the Shoreline Unified School District Board of Trustees meeting to be held at Tomales Elementary School on Thursday, October 19, 2017, 6:00 p.m., at which time we may acknowledge your selection before the Board of Trustees.

Congratulations!

Sincerely,

A handwritten signature in black ink, appearing to read "Bob Raines".

Bob Raines
Superintendent

TOMALES ELEMENTARY	BODEGA BAY ELEMENTARY	TOMALES HIGH SCHOOL	WEST MARIN ELEMENTARY	INVERNESS PRIMARY
(707) 878-2214	(707) 875-2724	(707) 878-2286	(415) 663-1014	(415) 669-1018
FAX: 878-2467	FAX: 875-2182	FAX: 878-2787	FAX: 663-8558	FAX: 669-1581

TRANSPORTATION
(7-1-78-2221

SHORELINE UNIFIED SCHOOL DISTRICT

September 29, 2017

TO: Amanda

FROM: Jeannie

SUBJECT: Student(s) of the month – October 2017

NAME: Brinkley Woodward

ADDRESS: PO Box 307

Tomales

Please indicate if this family should receive a translated letter.

PLEASE SEND TO DISTRICT OFFICE BY:

Thursday, October 12, 2017

SHORELINE UNIFIED SCHOOL DISTRICT

P.O. Box 198 Tomales, California 94971 (707) 878-2266 FAX (707) 878-2554



October 10, 2017

Alexa Pantoja
PO Box 436
Tomales, CA 94971

Dear Alexa:

It is my pleasure to inform you that the Tomales Elementary School faculty has selected you as one of Shoreline's Student of the Month for October 2017.

Your selection is an honor of which you and your family can be most proud.

You have been selected on the basis of scholarship, citizenship, wholesome attitudes, service to school, and/or special accomplishments.

I invite you and your family to the Shoreline Unified School District Board of Trustees meeting to be held at Tomales Elementary School on Thursday, October 19, 2017, 6:00 p.m., at which time we may acknowledge your selection before the Board of Trustees.

Congratulations!

Sincerely,

A handwritten signature in black ink, appearing to read "Bob Raines", written over a white background.

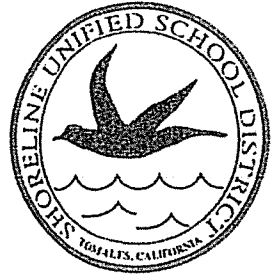
Bob Raines
Superintendent

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TR_3- ORTATION
(707) 878-2221

SHORELINE UNIFIED SCHOOL DISTRICT

P.O. Box 198 Tomales, California 94971 (707) 878-2266 FAX (707) 878-2554



10 de octubre 2017

Alexa Pantoja
PO Box 436
Tomales, CA 94971

Estimada Alexa:

Es mi placer informarle que el profesorado de la Escuela de Tomales Elementary School la ha seleccionado como uno de los Estudiantes del Mes para octubre 2017.

Su selección es un honor del cual usted y su familia pueden sentirse muy orgullosos.

Ha sido seleccionado en base a sus logros académicos, conducta, actitud sana, servicio a la escuela y/o otros logros especiales.

Le extiendo una invitación a usted y a sus padres a la reunión de la Mesa Directiva de Shoreline que sera en la Escuela de Tomales Elementary School el jueves, el 19 de octubre de 2017, a las 6:00 p.m. durante la cual vamos a reconocer su selección ante de la Mesa Directiva.

¡Felicitaciones!

Atentamente,

Bob Raines
Superintendente

TOMALES ELEMENTARY	BODEGA BAY ELEMENTARY	TOMALES HIGH SCHOOL	WEST MARIN ELEMENTARY	INVERNESS PRIMARY
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TR/ -4- ORTATION
(707) 878-2221

SHORELINE UNIFIED SCHOOL DISTRICT

September 29, 2017

TO: Amanda

FROM: Jeannie

SUBJECT: Student(s) of the month – October 2017

NAME: Alexa Pantoja

ADDRESS: Po Box 436

Tomales

Please indicate if this family should receive a translated letter.

-Needs letter in Spanish

PLEASE SEND TO DISTRICT OFFICE BY:

Thursday, October 12, 2017

**SHORELINE UNIFIED SCHOOL DISTRICT
MINUTES OF THE REGULAR MEETING
SEPTEMBER 21, 2017**

UNAPPROVED MINUTES

A regular meeting of the Shoreline Unified School District Board of Trustees was held at West Marin School on Thursday, September 21, 2017.

1. President Jill Manning-Sartori called the meeting to order at 5:35 p.m.
2. Board members present: Jill Manning-Sartori, Jane Healy, Jim Lino and Tim Kehoe. Board members absent: Clarette McDonald, Vonda Fernandes and Avito Miranda. Staff present: Superintendent Bob Raines, Amanda Mattea, Adam Jennings, Matt Nagle, Bruce Abbott and Jeannie Moody.
3. Approved and adopted the agenda.
(Healy/Lino AYES: Manning-Sartori/Healy/Lino/Kehoe NOES: None
ABSENT: McDonald/Fernandes/Miranda ABSTAIN: None) Motion passes.
4. Announced closed session items: 54957.6-Conference with Labor Negotiator, Bob Raines, regarding classified and certificated negotiations; 54957: Public Employee Discipline/Dismissal/Release.
5. No comments from the public on closed session items.
6. Recessed to closed session at 5:40 p.m.
7. Reconvened to public session at 6:05 p.m.
8. Reportable action taken in closed session was to dismiss an employee.
9. Clarissa Ramirez and Dexter Morales-Salgado were honored as Shoreline's students of the month for September 2017. Ms. Cassel made the presentations.
10. Student Representative reported on all of the events and activities happening throughout the District.
11. Consent Agenda
 - 11.1. Minutes: Approved minutes of August 17, 2017, regular meeting.
 - 11.2. Approved warrants: General.
 - 11.3. Acceptance of gifts: To: Tomales High School: Building Supply donated \$2,600 worth of paint to the shop.
 - 11.4. Approved professional expert agreement with Melodie Malnar to set up payroll position control for the District at a rate of \$40.00 per hour, amount not to exceed \$10,000.
 - 11.5. Approved professional expert agreement with Kathy Slane, occupational therapist at Tomales Elementary and West Marin Schools, amount not to exceed \$25,000 for the 2017-18 school year.
 - 11.6. Approved professional expert agreement with Mirella Palomares to run the after school program at Bodega Bay School, amount not to exceed \$27,000 for the 2017-18 school year.
 - 11.7. Approved professional expert agreement with Meryl Juniper, art teacher at Tomales Elementary and Bodega Bay Schools, amount not to exceed \$14,070 for the 2017-18 school year.
 - 11.8. Ratify the superintendent's acceptance for two days per week leave of absence from Sally Mazzucchi through December 31, 2017.
 - 11.9. Ratify the superintendent's acceptance of resignation of four hours per day bus driver position from Ernesto Orozco, effective September 11, 2017.
(Healy/Manning-Sartori AYES: Manning-Sartori/Healy/Lino/Kehoe NOES: None
ABSENT: McDonald/Fernandes/Miranda ABSTAIN: None) Motion passes.
12. Approved request by Tomales High School seniors for off-campus lunch privilege for the 2017-18 school year. Principal Adam Jennings recommends.
(Kehoe/Healy AYES: Manning-Sartori/Healy/Lino/Kehoe NOES: None
ABSENT: McDonald/Fernandes/Miranda ABSTAIN: None) Motion passes.

13. Discussed a potential solar power project at Bodega Bay School. Mr. Lino moved and Mr. Kehoe seconded to allow Shoreline USD to enter into a memorandum of understanding with the Bodega Bay Community Emergency Response Team and USA Microgrids to propose a project that will demonstrate the use of high penetration solar to achieve grid resiliency. This MOU does not commit Shoreline USD to anything or any costs at this time.
(Lino/Kehoe AYES: Manning-Sartori/Healy/Lino/Kehoe NOES: None
ABSENT: McDonald/Fernandes/Miranda ABSTAIN: None) Motion passes.
14. Erin Montoya addressed the Board to inquire about emergency preparedness training for the District.

Curriculum and Instruction

15. The principals reported on current and future activities happening at their sites.
16. Superintendent Bob Raines reported that our current student enrollment is 518. He then reported on activities planned for our professional development day on 9/29, first reading of all board policies from CSBA should occur at the November Board meeting, and we will be getting our facilities and finance committees together and meeting soon.
17. Board of Trustees' Report – Jill Manning-Sartori reported that the Board workshop with Walt Buster will be on October 5th from 5 – 8 pm at the Tomales History Center, and reminded everyone about the CSBA conference in San Diego from 11/30-12/1 that Jill Manning-Sartori, Avito Miranda, and Bob Raines will be attending.
18. Discussed SB 328 which would prohibit California schools from starting before 8:30 a.m. This Senate Bill failed passage so no action was needed.

CLOSED PUBLIC MEETING AT 7:24 P.M. FOR PUBLIC HEARING

19. Public hearing: Pupil Textbook and Instructional Materials Incentive Act for 2017-18.

REOPENED PUBLIC MEETING AT 7:26 P.M.

20. Adopted Resolution #2017.18.2 – Pupil Textbook and Instructional Material Incentive Act for 2017-18.
(Lino/Healy AYES: Manning-Sartori/Healy/Lino/Kehoe NOES: None
ABSENT: McDonald/Fernandes/Miranda ABSTAIN: None) Motion passes.
21. No complaints were reported on the Quarterly Report on Williams Uniform Complaints.

Policy

22. Second reading and adoption of BP 3470 – Debt Issuance and Management.
(Manning-Sartori/Lino AYES: Manning-Sartori/Healy/Lino/Kehoe NOES: None
ABSENT: McDonald/Fernandes/Miranda ABSTAIN: None) Motion passes.

Finance and Business

23. CBO Bruce Abbott had nothing to report.
24. Approved Unaudited Actual Revenues and Expenditures Report for 2016-17.
(Kehoe/Manning-Sartori AYES: Manning-Sartori/Healy/Lino/Kehoe NOES: None
ABSENT: McDonald/Fernandes/Miranda ABSTAIN: None) Motion passes.
25. Approved to revise the 2017-18 Local Control Accountability Plan (LCAP).
(Kehoe/Manning-Sartori AYES: Manning-Sartori/Healy/Lino/Kehoe NOES: None
ABSENT: McDonald/Fernandes/Miranda ABSTAIN: None) Motion passes.
26. Adopted revision to Resolution #2017-18.1 – Fund 11 Adult Education Fund.
(Healy/Manning-Sartori AYES: Manning-Sartori/Healy/Lino/Kehoe NOES: None
ABSENT: McDonald/Fernandes/Miranda ABSTAIN: None) Motion passes.

27. Adopted Resolution #2017.18.3 – GANN Limit.
(Healy/Kehoe AYES: Manning-Sartori/Healy/Lino/Kehoe NOES: None
ABSENT: McDonald/Fernandes/Miranda ABSTAIN: None) Motion passes.
28. Approval of contracts with Isom Advisors, Raymond James & Associates (Underwriter) and Jones Hall (Bond Council) to refinance our existing bonds with the issuance of 2017 refunding bonds was motioned by Mr. Lino and seconded by Mr. Kehoe to table this until the October Board meeting. Mr. Lino felt that we should contact Government Financial first to allow them a chance at refunding our bonds.
29. The adoption of Resolution # 2017.18.4 – Authorizing Issuance of 2017 Refunding Bonds was tabled until the October Board meeting.
30. Approved agreement for legislative and budgetary advisory and advocacy services between Shoreline USD and Blattner and Associates, LLC.
(Healy/Kehoe AYES: Manning-Sartori/Healy/Lino/Kehoe NOES: None
ABSENT: McDonald/Fernandes/Miranda ABSTAIN: None) Motion passes.
31. Approved agreement for legislative and budgetary advisory services between Shoreline USD and Huff Strategies, LLC. We will split the \$25,000 cost with other District of Choice Districts.
(Healy/Manning-Sartori AYES: Manning-Sartori/Healy/Lino/Kehoe NOES: None
ABSENT: McDonald/Fernandes/Miranda ABSTAIN: None) Motion passes.

Employees

32. Approved employment of Veronica Cervantes as a temporary Spanish teacher at Tomales High School for the 2017-18 school year with a salary of \$76,505 to cover Nuria Pont Serra's leave of absence. Adam Jennings recommends.
(Lino/Manning-Sartori AYES: Manning-Sartori/Healy/Lino/Kehoe NOES: None
ABSENT: McDonald/Fernandes/Miranda ABSTAIN: None) Motion passes.
33. Reviewed the 2017-18 Superintendents' Goals.

Auxiliary

34. No communications.

Adjournment: 8:25 p.m.

Respectfully submitted,

Bob Raines, Superintendent

Adopted by the Board:

**SHORELINE UNIFIED SCHOOL DISTRICT
MINUTES OF THE SPECIAL BOARD RETREAT MEETING
OCTOBER 5, 2017**

UNAPPROVED MINUTES

A special board retreat meeting of the Shoreline Unified School District Board of Trustees was held at the Tomales Regional History Center on Thursday, October 5, 2017.

1. President Jill Manning-Sartori called the meeting to order at 5:07 p.m.
2. Board members present: Jill Manning-Sartori, Jane Healy, Clarette McDonald, Jim Lino and Vonda Fernandes. Board members absent: Tim Kehoe and Avito Miranda. Staff members present: Superintendent Bob Raines.
3. Approved and adopted the agenda.
(Healy/Manning-Sartori AYES: Manning-Sartori, Healy, McDonald, Lino and Fernandes
NOES: None ABSTAIN: None ABSENT: Kehoe and Miranda) Motion passes.
4. Board working retreat – Walt Buster met with the Board to address Board/District Goals, roles and responsibilities and superintendent evaluation.

Meeting Adjourned: 7:40 p.m.

Respectfully submitted,

Bob Raines, Superintendent

Adopted by the Board:

Shoreline Unified School District

Warrant Recap

October 19, 2017

<u>Fund #</u>	<u>Fund Name</u>	<u>Amount</u>
1	General Fund	853,482.56
11	Adult Education Fund	-
12	Child Development Fund	363.00
13	Cafeteria Fund	17,106.46
14	Deferred Maintenance Fund	12,689.66
25	Capital Facilities Fund	-
73	Scholarship Fund	2,900.00
74	Special Education Trust Account	-

DISTRICT: 064 SHORELINE UNIFIED SCHOOL DIST.
 BATCH: 0011 September Bills
 FUND : 01 GENERAL FUND

WARRANT	VENDOR/ADDR	NAME (REMIT)	DEPOSIT TYPE							ABA NUM	ACCOUNT NUM	AMOUNT		
	REQ#	REFERENCE LN	FD	RESC	Y	OBJT	SO	GOAL	FUNC	LOC	ACT	GRP	DESCRIPTION	
20173652	000146/	ASSOC OF CA SCHOOL ADMINSTR												
		PV-180014	01-0000-0-5839.00-0000-7200-700-000-000										Administrators Dues for Sep	238.02
													WARRANT TOTAL	\$238.02
20173653	070322/	CALIF VALUED TRUST												
		PV-180018	01-0000-0-9528.00-0000-0000-000-000-000										Dental Certiificated Emp	5,642.74
			01-0000-0-9528.00-0000-0000-000-000-000										Dental Classified Emp	4,402.62
			01-0000-0-9528.00-0000-0000-000-000-000										Management Classified Emp	751.77
													WARRANT TOTAL	\$10,797.13
20173654	070323/	CALIF VALUED TRUST												
		PV-180019	01-0000-0-9529.00-0000-0000-000-000-000										Certificated Vision plan	1,029.15
			01-0000-0-9529.00-0000-0000-000-000-000										Classified Vision Plan	768.30
			01-0000-0-9529.00-0000-0000-000-000-000										Management Vision Plan	116.60
													WARRANT TOTAL	\$1,914.05
20173655	000512/	EMPLOYMENT DEVELOPMENT DEPT												
		PV-180020	01-0000-0-5839.00-0000-7200-700-000-000										Late EDD Fees	309.31
													WARRANT TOTAL	\$309.31
20173656	070280/	REDWOOD EMPIRE SCHOOLS INS GRP												
		PV-180015	01-0000-0-9526.00-0000-0000-000-000-000										Kaiser 200V Plan	59,629.01
			01-0000-0-9526.00-0000-0000-000-000-000										Kaiser DHMO Plan	5,428.95
			01-0000-0-9526.00-0000-0000-000-000-000										Kaiser HSA Plan	37,896.00
			01-0000-0-9526.00-0000-0000-000-000-000										Blue Shield 100% Plan	1,568.00
			01-0000-0-9526.00-0000-0000-000-000-000										Blue Shield 90% Plan	715.00
			01-0000-0-9526.00-0000-0000-000-000-000										Blue Shield 80% Plan	1,333.00
			01-0000-0-9526.00-0000-0000-000-000-000										Blue Shield HSA Plan	498.00
													WARRANT TOTAL	\$107,067.96
20173657	070280/02	RESIG												
		PV-180017	01-0000-0-9526.00-0000-0000-000-000-000										HSA Funding	7,500.00

DISTRICT: 064 SHORELINE UNIFIED SCHOOL DIST.
 BATCH: 0011 September Bills
 FUND : 01 GENERAL FUND

WARRANT	VENDOR/ADDR	NAME (REMIT)	DEPOSIT TYPE							ABA NUM	ACCOUNT NUM	AMOUNT			
	REQ#	REFERENCE	LN	FD	RESC	Y	OBJT	SO	GOAL	FUNC	LOC	ACT	GRP	DESCRIPTION	

WARRANT TOTAL															\$7,500.00
20173658	070280/05	RESIG													
		PV-180021		01	0000	0	3402	00	0000	7110	700	000	000	BM Medical Plan	2,022.00
				01	0000	0	3402	00	0000	7110	700	000	000	BM Dental Plan	131.50
				01	0000	0	3402	00	0000	7110	700	000	000	BM Vision Plan	24.90
				01	0000	0	3701	00	1110	1010	700	103	000	Certificated Retirees Medical	2,735.55
				01	0000	0	3701	00	1110	1010	700	103	000	Certificated Retirees Dental	378.06
				01	0000	0	3701	00	1110	1010	700	103	000	Certificated Retirees Vision	71.59
				01	0000	0	3702	00	1110	1010	700	103	000	Classified Retirees Medical	2,187.25
				01	0000	0	3702	00	1110	1010	700	103	000	Classified Retirees Dental	180.81
				01	0000	0	3702	00	1110	1010	700	103	000	Classified Retirees Vision	42.71
WARRANT TOTAL															\$7,774.37
20173659	070301/	THE STANDARD													
		PV-180016		01	0000	0	9527	00	0000	0000	000	000	000	Life Insurance	396.35
WARRANT TOTAL															\$396.35
*** FUND TOTALS ***			TOTAL NUMBER OF CHECKS:	8	TOTAL AMOUNT OF CHECKS:		\$135,997.19*								
			TOTAL ACH GENERATED:	0	TOTAL AMOUNT OF ACH:		\$.00*								
			TOTAL EFT GENERATED:	0	TOTAL AMOUNT OF EFT:		\$.00*								
			TOTAL PAYMENTS:	8	TOTAL AMOUNT:		\$135,997.19*								
*** BATCH TOTALS ***			TOTAL NUMBER OF CHECKS:	8	TOTAL AMOUNT OF CHECKS:		\$135,997.19*								
			TOTAL ACH GENERATED:	0	TOTAL AMOUNT OF ACH:		\$.00*								
			TOTAL EFT GENERATED:	0	TOTAL AMOUNT OF EFT:		\$.00*								
			TOTAL PAYMENTS:	8	TOTAL AMOUNT:		\$135,997.19*								

DISTRICT: 064 SHORELINE UNIFIED SCHOOL DIST.
 BATCH: 0012 dd 091317
 FUND : 01 GENERAL FUND

WARRANT	VENDOR/ADDR	NAME (REMIT)	DEPOSIT TYPE							ABA NUM	ACCOUNT NUM	AMOUNT			
	REQ#	REFERENCE	LN	FD	RESC	Y	OBJT	SO	GOAL	FUNC	LOC	ACT	GRP	DESCRIPTION	
20173660	000089/	AT&T													
	180192	PO-180136	1.	01	0000	0	5970	00	0000	2700	700	000	000	0519311321001 4156631455	1,602.01
														WARRANT TOTAL	\$1,602.01
20173661	000024/	CHEVRON USA INC.													
	980468	PO-180338	1.	01	7010	0	4301	00	1110	3600	420	000	000	1854813 4871073 6562353	174.45
														WARRANT TOTAL	\$174.45
20173662	004075/	FIRST NATIONAL BANK OMAHA													
	180385	PO-180280	1.	01	0000	0	5839	00	0000	7200	700	000	000	74418227223000223062000	39.00
														WARRANT TOTAL	\$39.00
20173663	070881/	INC IMPACT APPLICATION													
	980437	PO-180348	1.	01	0000	0	5840	00	1130	4200	420	000	000	20174946	467.63
														WARRANT TOTAL	\$467.63
20173664	002418/	NAT'L COUNCIL SOCIAL STUDIES													
	980435	PO-180349	1.	01	0000	0	5300	00	1110	1010	420	000	000	01148695	89.00
														WARRANT TOTAL	\$89.00
20173665	002297/	NORTHBAY OFFICIALS													
	980409	PO-180355	1.	01	0000	0	5300	00	1130	4200	420	000	000	372	2,750.00
														WARRANT TOTAL	\$2,750.00
20173666	000094/	PG&E													
	180193	PO-180172	1.	01	0000	0	5510	00	0000	8100	700	000	000	3566004961-6	11.14
	180193		1.	01	0000	0	5510	00	0000	8100	700	000	000	8156265086-1	450.68
	180193		1.	01	0000	0	5510	00	0000	8100	700	000	000	3649338289-3	59.36
														WARRANT TOTAL	\$521.18
20173667	070381/	REDWOOD EMPIRE DISPOSAL													
	180259	PO-180207	1.	01	0000	0	5550	00	0000	8200	700	000	000	WMD-1135482	290.60
	180259		1.	01	0000	0	5550	00	0000	8200	700	000	000	WMD- 1344462	623.14
	180259		1.	01	0000	0	5550	00	0000	8200	700	000	000	WMD-1135591	1,273.56
	180259		1.	01	0000	0	5550	00	0000	8200	700	000	000	WMD-1135373	715.14

DISTRICT: 064 SHORELINE UNIFIED SCHOOL DIST.
 BATCH: 0012 dd 091317
 FUND : 01 GENERAL FUND

WARRANT	VENDOR/ADDR	NAME (REMIT)	DEPOSIT TYPE							ABA NUM	ACCOUNT NUM	AMOUNT			
	REQ#	REFERENCE	LN	FD	RESC	Y	OBJT	SO	GOAL	FUNC	LOC	ACT	GRP	DESCRIPTION	

WARRANT TOTAL														\$2,902.44	
20173668	070896/	REDWOOD EMPIRE SCHOOLS INS GRP													
	180342	PO-180324	1.	01	0000	0	4300	00	0000	8110	420	000	000	43319206	351.52
WARRANT TOTAL														\$351.52	
20173669	070704/	ELAINE M.ED. J.D. TALLEY													
	180269	PO-180210	1.	01	6500	0	5829	00	5770	7100	700	732	000	2016-41	400.00
WARRANT TOTAL														\$400.00	
*** FUND	TOTALS ***			TOTAL NUMBER OF CHECKS:				10	TOTAL AMOUNT OF CHECKS:				\$9,297.23*		
				TOTAL ACH GENERATED:				0	TOTAL AMOUNT OF ACH:				\$.00*		
				TOTAL EFT GENERATED:				0	TOTAL AMOUNT OF EFT:				\$.00*		
				TOTAL PAYMENTS:				10	TOTAL AMOUNT:				\$9,297.23*		

DISTRICT: 064 SHORELINE UNIFIED SCHOOL DIST.
 BATCH: 0012 dd 091317
 FUND : 13 CAFETERIA FUND

WARRANT	VENDOR/ADDR	NAME (REMIT)	DEPOSIT TYPE							ABA NUM	ACCOUNT NUM	AMOUNT			
	REQ#	REFERENCE	LN	FD	RESC	Y	OBJT	SO	GOAL	FUNC	LOC	ACT	GRP	DESCRIPTION	
20173670	003553/	CLOVER STORNETTA FARMS INC													
		CL-170089												5020070741 JUNE INVOICES	678.75
														WARRANT TOTAL	\$678.75
*** FUND	TOTALS ***														
														TOTAL NUMBER OF CHECKS:	1
														TOTAL AMOUNT OF CHECKS:	\$678.75*
														TOTAL ACH GENERATED:	0
														TOTAL AMOUNT OF ACH:	\$.00*
														TOTAL EFT GENERATED:	0
														TOTAL AMOUNT OF EFT:	\$.00*
														TOTAL PAYMENTS:	1
														TOTAL AMOUNT:	\$678.75*
*** BATCH TOTALS ***															
														TOTAL NUMBER OF CHECKS:	11
														TOTAL AMOUNT OF CHECKS:	\$9,975.98*
														TOTAL ACH GENERATED:	0
														TOTAL AMOUNT OF ACH:	\$.00*
														TOTAL EFT GENERATED:	0
														TOTAL AMOUNT OF EFT:	\$.00*
														TOTAL PAYMENTS:	11
														TOTAL AMOUNT:	\$9,975.98*
*** DISTRICT TOTALS ***															
														TOTAL NUMBER OF CHECKS:	19
														TOTAL AMOUNT OF CHECKS:	\$145,973.17*
														TOTAL ACH GENERATED:	0
														TOTAL AMOUNT OF ACH:	\$.00*
														TOTAL EFT GENERATED:	0
														TOTAL AMOUNT OF EFT:	\$.00*
														TOTAL PAYMENTS:	19
														TOTAL AMOUNT:	\$145,973.17*

DISTRICT: 064 SHORELINE UNIFIED SCHOOL DIST.
BATCH: 0013 dd 091517
FUND : 01 GENERAL FUND

WARRANT	VENDOR/ADDR	NAME (REMIT)	DEPOSIT TYPE							ABA NUM	ACCOUNT NUM	AMOUNT			
	REQ#	REFERENCE	LN	FD	RESC	Y	OBJT	SO	GOAL	FUNC	LOC	ACT	GRP	DESCRIPTION	
20174001	003316/	ADTS INC													
		CL-170053		01	0000	0	5840	00	1110	3600	740	000	000	164824	174.00
														WARRANT TOTAL	\$174.00
20174002	003050/	AMANDA MATTEA													
		CL-170060		01	0000	0	4300	00	0000	8110	105	000	000	DIEKMANS	5.40
		CL-170061		01	0000	0	4300	00	0000	8110	105	000	000	REPUBLIC SERVICE AND TRANSFER	5.00
		CL-170062		01	0000	0	4300	00	0000	8110	105	000	000	DIEKMANS	16.22
		CL-170063		01	1100	0	4300	00	1110	1010	105	000	000	SPRINT PRINT	35.97
		CL-170064		01	1100	0	4300	00	1110	1010	105	000	000	RITE AID	22.58
		CL-170065		01	0000	0	5200	00	1110	1010	105	000	000	PARKING FEE	3.00
		CL-170066		01	1100	0	4300	00	1110	1010	105	000	000	PELICAN PLAZA	2.15
		CL-170067		01	1100	0	4300	00	1110	1010	105	000	000	CVS	14.00
		CL-170068		01	0000	0	5960	00	0000	2700	700	000	000	USPS POSTAGE	16.92
		CL-170069		01	1100	0	4300	00	1110	1010	105	000	000	CVS PRINTS	23.19
		CL-170070		01	1100	0	4300	00	1110	1010	105	000	000	WALMART	11.90
		CL-170071		01	0000	0	4300	00	0000	8110	105	000	000	DIEKMANS	8.65
														WARRANT TOTAL	\$164.98
20174003	000089/	AT&T													
		980477	PO-185038	1.	01	0000	0	5940	00	0000	2700	700	000	9391059748	25,986.01
		980477		1.	01	0000	0	5940	00	0000	2700	700	000	9391056993	15,344.76
														WARRANT TOTAL	\$41,330.77
20174004	070487/	BELKORP AG													
		CL-170079		01	0000	0	5610	00	1110	3600	740	000	000	9197	69.49
														WARRANT TOTAL	\$69.49
20174005	070777/	BRIGHT PATH THERAPISTS INC													
		CL-170088		01	6500	0	5840	00	5770	1100	700	735	000	01/31/16-06/30/17	1,459.24

DISTRICT: 064 SHORELINE UNIFIED SCHOOL DIST.
 BATCH: 0013 dd 091517
 FUND : 01 GENERAL FUND

WARRANT	VENDOR/ADDR	NAME (REMIT)	DEPOSIT TYPE							ABA NUM	ACCOUNT NUM	AMOUNT		
	REQ#	REFERENCE LN	FD	RESC	Y	OBJT	SO	GOAL	FUNC	LOC	ACT	GRP	DESCRIPTION	
WARRANT TOTAL													\$1,459.24	
20174006	001643/	BRODIE'S TIRE & BRAKE INC												
		CL-170052	01-0000-0-4316.00-5770-3600-740-000-000										254848	585.66
WARRANT TOTAL													\$585.66	
20174007	002952/	DAN'S AUTOMOTIVE												
		CL-170054	01-0000-0-4316.00-1110-3600-740-000-000										38598	475.20
WARRANT TOTAL													\$475.20	
20174008	003327/	GCR TIRE SERVICE												
		CL-170057	01-0000-0-4316.00-1110-3600-740-000-000										191838	1,263.38
WARRANT TOTAL													\$1,263.38	
20174009	000205/	HANSEL AUTO GROUP												
		CL-170051	01-0000-0-4316.00-5770-3600-740-000-000										86137	160.50
WARRANT TOTAL													\$160.50	
20174010	004330/	MARIN COUNTY FREE LIBRARY												
		CL-170077	01-0000-0-5840.00-0000-7200-700-340-000										ESL CLASSES	13,560.00
WARRANT TOTAL													\$13,560.00	
20174011	000180/	MARIN COUNTY OFFICE OF ED												
		CL-170074	01-4050-0-5840.00-1110-1010-700-000-000										171234	261,355.53
		CL-170075	01-3310-0-5840.00-5770-3160-700-000-000										171242	116,246.13
		CL-170076	01-3310-0-5840.00-5770-3140-700-000-000										171242	42,458.36
		CL-170086	01-6500-0-5840.00-5770-1100-700-000-000										171165	10,668.82
		CL-170087	01-6500-0-5840.00-5770-1100-700-735-000										171256	2,780.26
WARRANT TOTAL													\$433,509.10	
20174012	000359/	MARIN COUNTY TAX COLLECTOR												
		CL-170059	01-0000-0-4301.00-1110-3600-740-000-000										170844	1,393.98
			01-0000-0-4301.00-1110-3600-740-000-000										170854	1,528.53
			01-0000-0-4301.00-1110-3600-740-000-000										170834	1,753.73

DISTRICT: 064 SHORELINE UNIFIED SCHOOL DIST.
 BATCH: 0013 dd 091517
 FUND : 01 GENERAL FUND

WARRANT	VENDOR/ADDR	NAME (REMIT)	DEPOSIT TYPE	ABA NUM	ACCOUNT NUM	AMOUNT
	REQ#	REFERENCE LN	FD RESC Y OBJT SO GOAL FUNC LOC ACT GRP		DESCRIPTION	
WARRANT TOTAL						\$4,676.24
20174013	000708/	NORTH BAY PETROLEUM				
		CL-170050	01-0000-0-4301.00-1110-3600-740-000-000		202037	9,819.93
WARRANT TOTAL						\$9,819.93
20174014	001524/	OFFICE DEPOT				
		CL-170081	01-6500-0-4300.00-5770-1100-107-000-000		933676653001	15.46
WARRANT TOTAL						\$15.46
20174015	000206/	PETALUMA AUTO PARTS				
		CL-170047	01-0000-0-4316.00-1110-3600-740-000-000		5610	2,202.10
	180314	PO-185015	1. 01-0000-0-5610.00-1110-3600-740-000-000		5610	1,395.32
WARRANT TOTAL						\$3,597.42
20174016	003968/	PETALUMA CITY SCHOOLS				
		CL-170078	01-3310-0-5840.00-5770-1100-700-765-000		AR17-00622	29,605.26
WARRANT TOTAL						\$29,605.26
20174017	001389/	SAFETY-KLEEN CORP				
		CL-170048	01-0000-0-5840.00-1110-3600-740-000-000		73390242	60.00
WARRANT TOTAL						\$60.00
20174018	000248/	SEBASTOPOL BEARING & HYDRAULIC				
		CL-170080	01-0000-0-4316.00-1110-3600-740-000-000		1580	187.56
WARRANT TOTAL						\$187.56
20174019	070549/	KAREN TAYLOR				
		CL-170085	01-6500-0-5840.00-5770-3600-700-735-000		APRIL MILEAGE	57.78
			01-6500-0-5840.00-5770-3600-700-735-000		JUNE MILEAGE	57.78
			01-6500-0-5840.00-5770-3600-700-735-000		MAY MILEAGE	136.96
			01-6500-0-5840.00-5770-3600-700-735-000		MARCH MILEAGE	19.26
			01-6500-0-5840.00-5770-3600-700-735-000		FEB MILEAGE	38.52
			01-6500-0-5840.00-5770-3600-700-735-000		JAN MILEAGE	57.78

DISTRICT: 064 SHORELINE UNIFIED SCHOOL DIST.
 BATCH: 0013 dd 091517
 FUND : 01 GENERAL FUND

WARRANT	VENDOR/ADDR	NAME (REMIT)	DEPOSIT TYPE	ABA NUM	ACCOUNT NUM	AMOUNT
	REQ#	REFERENCE LN	FD RESC Y OBJT SO GOAL FUNC LOC ACT GRP		DESCRIPTION	

WARRANT TOTAL						\$368.08
20174020	004147/	THOMSON REUTERS/BARCLAYS				
		CL-170056	01-0000-0-4300.00-1110-3600-740-000-000		1000035786	149.00
WARRANT TOTAL						\$149.00

*** FUND	TOTALS ***	TOTAL NUMBER OF CHECKS:	20	TOTAL AMOUNT OF CHECKS:	\$541,231.27*
		TOTAL ACH GENERATED:	0	TOTAL AMOUNT OF ACH:	\$.00*
		TOTAL EFT GENERATED:	0	TOTAL AMOUNT OF EFT:	\$.00*
		TOTAL PAYMENTS:	20	TOTAL AMOUNT:	\$541,231.27*
***	BATCH TOTALS ***	TOTAL NUMBER OF CHECKS:	20	TOTAL AMOUNT OF CHECKS:	\$541,231.27*
		TOTAL ACH GENERATED:	0	TOTAL AMOUNT OF ACH:	\$.00*
		TOTAL EFT GENERATED:	0	TOTAL AMOUNT OF EFT:	\$.00*
		TOTAL PAYMENTS:	20	TOTAL AMOUNT:	\$541,231.27*
***	DISTRICT TOTALS ***	TOTAL NUMBER OF CHECKS:	20	TOTAL AMOUNT OF CHECKS:	\$541,231.27*
		TOTAL ACH GENERATED:	0	TOTAL AMOUNT OF ACH:	\$.00*
		TOTAL EFT GENERATED:	0	TOTAL AMOUNT OF EFT:	\$.00*
		TOTAL PAYMENTS:	20	TOTAL AMOUNT:	\$541,231.27*

DISTRICT: 064 SHORELINE UNIFIED SCHOOL DIST.
 BATCH: 0014 dd 092017
 FUND : 01 GENERAL FUND

WARRANT	VENDOR/ADDR	NAME (REMIT)	DEPOSIT TYPE							ABA NUM	ACCOUNT NUM	AMOUNT			
	REQ#	REFERENCE	LN	FD	RESC	Y	OBJT	SO	GOAL	FUNC	LOC	ACT	GRP	DESCRIPTION	
20174351	071171/	MATTEA AMANDA MASSEY													
	980395	PO-180309	1.	01	1100	0	4300	00	0000	2700	107	000	000	TES SHIRTS FOR STAFF	718.57
	980440	PO-180332	1.	01	0000	0	4300	00	0000	7200	700	000	000	WELCOME BREAKFAST	515.22
														WARRANT TOTAL	\$1,233.79
20174352	000089/	AT&T													
	180192	PO-180136	1.	01	0000	0	5970	00	0000	2700	700	000	000	0519311388001 63607638	655.78
	180192		1.	01	0000	0	5970	00	0000	2700	700	000	000	0519312026001 63777841	3,201.97
														WARRANT TOTAL	\$3,857.75
20174353	070602/	AUS WEST LOCKBOX													
	180030	PO-180014	1.	01	0000	0	5520	00	0000	8200	107	000	000	703424777	104.76
	180030		1.	01	0000	0	5520	00	0000	8200	107	000	000	703404351	98.90
	180054	PO-180110	1.	01	0000	0	5520	00	0000	8200	106	000	000	703397018	42.45
	180149	PO-180121	1.	01	0000	0	5840	00	0000	8200	420	000	000	703424776	262.53
	180149		1.	01	0000	0	5840	00	0000	8200	420	000	000	703404350	253.09
														WARRANT TOTAL	\$761.73
20174354	070336/	BAY ALARM COMPANY													
	980481	PO-180421	1.	01	0000	0	5620	00	0000	8200	105	000	000	14070563	112.57
	980481		1.	01	0000	0	5620	00	0000	8200	105	000	000	14339155	70.36
	980481		1.	01	0000	0	5620	00	0000	8200	105	000	000	14155897	118.20
	980481		1.	01	0000	0	5620	00	0000	8200	105	000	000	14155897	70.36
	980481		1.	01	0000	0	5620	00	0000	8200	105	000	000	14339155	118.20
	980481		1.	01	0000	0	5620	00	0000	8200	105	000	000	14070563	67.01
	980481		1.	01	0000	0	5620	00	0000	8200	105	000	000	14241968	118.20
	980481		1.	01	0000	0	5620	00	0000	8200	105	000	000	14241968	70.36
	980481		3.	01	0000	0	5620	00	0000	8200	106	000	000	14163430	54.96
	980481		3.	01	0000	0	5620	00	0000	8200	106	000	000	14250013	54.96

DISTRICT: 064 SHORELINE UNIFIED SCHOOL DIST.
BATCH: 0014 dd 092017
FUND : 01 GENERAL FUND

WARRANT	VENDOR/ADDR REQ#	NAME (REMIT) REFERENCE	DEPOSIT TYPE							ABA NUM	ACCOUNT NUM DESCRIPTION	AMOUNT	
			LN	FD	RESC	Y	OBJT	SO	GOAL				FUNC
980481			3.	01-0000-0-5620.00-0000-8200-106-000-000							14164507		98.50
980481			3.	01-0000-0-5620.00-0000-8200-106-000-000							1315528		54.96
980481			3.	01-0000-0-5620.00-0000-8200-106-000-000							14336646		98.50
980481			3.	01-0000-0-5620.00-0000-8200-106-000-000							14071658		96.50
980481			3.	01-0000-0-5620.00-0000-8200-106-000-000							1314828		98.50
980481			3.	01-0000-0-5620.00-0000-8200-106-000-000							14076493		136.70
980481			3.	01-0000-0-5620.00-0000-8200-106-000-000							14072963		93.81
980481			3.	01-0000-0-5620.00-0000-8200-106-000-000							14337725		54.96
980481			4.	01-0000-0-5620.00-0000-8200-107-000-000							14330717		96.50
980481			4.	01-0000-0-5620.00-0000-8200-107-000-000							14162096		96.50
980481			4.	01-0000-0-5620.00-0000-8200-107-000-000							14163195		143.53
980481			4.	01-0000-0-5620.00-0000-8200-107-000-000							14080069		99.22
980481			4.	01-0000-0-5620.00-0000-8200-107-000-000							14329616		143.53
980481			4.	01-0000-0-5620.00-0000-8200-107-000-000							14303367		100.00
980481			4.	01-0000-0-5620.00-0000-8200-107-000-000							14240391		99.22
980481			4.	01-0000-0-5620.00-0000-8200-107-000-000							14249436		96.50
980481			4.	01-0000-0-5620.00-0000-8200-107-000-000							14239903		143.53
980481			4.	01-0000-0-5620.00-0000-8200-107-000-000							14216684		4.35
980481			4.	01-0000-0-5620.00-0000-8200-107-000-000							14216684		160.00
980481			4.	01-0000-0-5620.00-0000-8200-107-000-000							14216684		0.60
980481			4.	01-0000-0-5620.00-0000-8200-107-000-000							14161187		99.22
980481			4.	01-0000-0-5620.00-0000-8200-107-000-000							14335426		99.22
980481			4.	01-0000-0-5620.00-0000-8200-107-000-000							14333939		123.29
980481			6.	01-0000-0-5620.00-0000-8200-108-000-000							14335313		44.68

DISTRICT: 064 SHORELINE UNIFIED SCHOOL DIST.

BATCH: 0014 dd 092017

FUND : 01 GENERAL FUND

WARRANT	VENDOR/ADDR	NAME (REMIT)	DEPOSIT TYPE							ABA NUM	ACCOUNT NUM	AMOUNT			
	REQ#	REFERENCE	LN	FD	RESC	Y	OBJT	SO	GOAL	FUNC	LOC	ACT	GRP	DESCRIPTION	
	980481		6.	01	0000	0	5620	00	0000	8200	108	000	000	14247013	44.68
	980481		6.	01	0000	0	5620	00	0000	8200	108	000	000	14246466	105.88
	980481		6.	01	0000	0	5620	00	0000	8200	108	000	000	1314728	101.86
	980481		6.	01	0000	0	5620	00	0000	8200	108	000	000	14164268	44.68
	980481		6.	01	0000	0	5620	00	0000	8200	108	000	000	14157684	105.88
	980481		6.	01	0000	0	5620	00	0000	8200	108	000	000	14162200	101.86
	980481		6.	01	0000	0	5620	00	0000	8200	108	000	000	14069927	44.68
	980481		6.	01	0000	0	5620	00	0000	8200	108	000	000	14077550	105.88
	980481		6.	01	0000	0	5620	00	0000	8200	108	000	000	14075389	101.86
	980481		6.	01	0000	0	5620	00	0000	8200	108	000	000	14335298	105.88
	980481		6.	01	0000	0	5620	00	0000	8200	108	000	000	14330807	101.86
	980481		5.	01	0000	0	5620	00	0000	8200	420	000	000	14335190	166.79
	980481		5.	01	0000	0	5620	00	0000	8200	420	000	000	14249765	166.79
	980481		5.	01	0000	0	5620	00	0000	8200	420	000	000	14247623	123.29
	980481		5.	01	0000	0	5620	00	0000	8200	420	000	000	14155556	166.79
	980481		5.	01	0000	0	5620	00	0000	8200	420	000	000	14161175	123.29
	980481		5.	01	0000	0	5620	00	0000	8200	420	000	000	14077099	166.79
	980481		5.	01	0000	0	5620	00	0000	8200	420	000	000	14075289	123.29
	980481		5.	01	0000	0	5620	00	0000	8200	420	000	000	CREDIT MEMO	38.03
	980481		5.	01	0000	0	5620	00	0000	8200	420	000	000	06/30/17 STATEMENT	855.07
	980481		2.	01	0000	0	5620	00	0000	8200	700	000	000	14153437	72.37
	980481		2.	01	0000	0	5620	00	0000	8200	700	000	000	14339079	72.37
	980481		2.	01	0000	0	5620	00	0000	8200	700	000	000	14242021	72.37
	980481		2.	01	0000	0	5620	00	0000	8200	700	000	000	14076752	72.37

DISTRICT: 064 SHORELINE UNIFIED SCHOOL DIST.
 BATCH: 0014 dd 092017
 FUND : 01 GENERAL FUND

WARRANT	VENDOR/ADDR	NAME (REMIT)	DEPOSIT TYPE							ABA NUM	ACCOUNT NUM	AMOUNT			
	REQ#	REFERENCE	LN	FD	RESC	Y	OBJT	SO	GOAL	FUNC	LOC	ACT	GRP	DESCRIPTION	
	180296	PO-185000	1.	01	0000	0	5839	00	0000	8200	740	000	000	14328862	49.25
	180296		1.	01	0000	0	5839	00	0000	8200	740	000	000	1315228	46.90
	180296		1.	01	0000	0	5839	00	0000	8200	740	000	000	14328862	64.75
	180296		1.	01	0000	0	5839	00	0000	8200	740	000	000	14332488	58.97
	180296		1.	01	0000	0	5839	00	0000	8200	740	000	000	14246721	49.25
	180296		1.	01	0000	0	5839	00	0000	8200	740	000	000	14246721	64.75
	180296		1.	01	0000	0	5839	00	0000	8200	740	000	000	1315228	61.67
	180296		1.	01	0000	0	5839	00	0000	8200	740	000	000	14068576	58.97
	180296		1.	01	0000	0	5839	00	0000	8200	740	000	000	14251354	58.97
	180296		1.	01	0000	0	5839	00	0000	8200	740	000	000	1315228	49.25
	180296		1.	01	0000	0	5839	00	0000	8200	740	000	000	14159299	64.75
	180296		1.	01	0000	0	5839	00	0000	8200	740	000	000	14162598	58.97
														WARRANT TOTAL	\$6,932.50

20174355 000015/ BUILDING SUPPLY CENTER

	180029	PO-180013	1.	01	0000	0	4300	00	0000	8110	107	000	000	66214	125.18
	180029		1.	01	0000	0	4300	00	0000	8110	107	000	000	64145	32.41
	180029		1.	01	0000	0	4300	00	0000	8110	107	000	000	65847	357.21
	180051	PO-180107	1.	01	0000	0	4300	00	0000	8110	106	000	000	64144	6.05
	180051		1.	01	0000	0	4300	00	0000	8110	106	000	000	64385	212.94
	180051		1.	01	0000	0	4300	00	0000	8110	106	000	000	64205	250.17
	180051		1.	01	0000	0	4300	00	0000	8110	106	000	000	63730	15.14
	180051		1.	01	0000	0	4300	00	0000	8110	106	000	000	63496	7.77
	180051		1.	01	0000	0	4300	00	0000	8110	106	000	000	63360	21.64
	180051		1.	01	0000	0	4300	00	0000	8110	106	000	000	66186	82.23

DISTRICT: 064 SHORELINE UNIFIED SCHOOL DIST.
 BATCH: 0014 dd 092017
 FUND : 01 GENERAL FUND

WARRANT	VENDOR/ADDR	NAME (REMIT)	DEPOSIT TYPE							ABA NUM	ACCOUNT NUM	AMOUNT			
	REQ#	REFERENCE	LN	FD	RESC	Y	OBJT	SO	GOAL	FUNC	LOC	ACT	GRP	DESCRIPTION	
	180051		1.	01	0000	0	4300	00	0000	8110	106	000	000	63860	4.43-
	180051		1.	01	0000	0	4300	00	0000	8110	106	000	000	64413	37.68
	180051		1.	01	0000	0	4300	00	0000	8110	106	000	000	63855	4.43
	180051		1.	01	0000	0	4300	00	0000	8110	106	000	000	64215	5.60
	180051		1.	01	0000	0	4300	00	0000	8110	106	000	000	63834	4.43
	180051		1.	01	0000	0	4300	00	0000	8110	106	000	000	65984	15.14
	180051		1.	01	0000	0	4300	00	0000	8110	106	000	000	63766	31.36
	980547	PO-180425	1.	01	0000	0	4300	00	0000	8110	107	000	000	64103	2,516.74
	980548	PO-180426	1.	01	0000	0	4300	00	0000	8110	107	000	000	64104	2,143.93
														WARRANT TOTAL	\$5,865.62
20174356	000050/	FRIEDMAN BROS.													
	180154	PO-180084	1.	01	0000	0	4300	00	0000	8110	420	000	000	17976126I	124.37
														WARRANT TOTAL	\$124.37
20174357	002474/	HOME DEPOT CREDIT SERVICES													
	180161	PO-180086	1.	01	0000	0	4300	00	0000	8110	420	000	000	1584240	12.82
	180378	PO-185032	1.	01	0000	0	5620	00	0000	8200	108	000	000	9573705	89.00
														WARRANT TOTAL	\$101.82
20174358	070022/	IZA DESIGN INC													
	180100	PO-180170	1.	01	9040	0	4300	00	1110	3110	420	126	000	INV45034	384.00
														WARRANT TOTAL	\$384.00
20174359	001614/	JERRY & DON'S PUMP & WELL SVC													
	180248	PO-180228	1.	01	0000	0	5840	00	0000	8200	700	000	000	0123025-IN	396.38
	180248		1.	01	0000	0	5840	00	0000	8200	700	000	000	0123038-IN	1,529.56
	180248		1.	01	0000	0	5840	00	0000	8200	700	000	000	0123632-IN	881.40
	180248		1.	01	0000	0	5840	00	0000	8200	700	000	000	0123526-IN	180.00
	180248		1.	01	0000	0	5840	00	0000	8200	700	000	000	0123007-IN	348.38

DISTRICT: 064 SHORELINE UNIFIED SCHOOL DIST.
 BATCH: 0014 dd 092017
 FUND : 01 GENERAL FUND

WARRANT	VENDOR/ADDR	NAME (REMIT)	DEPOSIT TYPE							ABA NUM	ACCOUNT NUM	AMOUNT			
	REQ#	REFERENCE	LN	FD	RESC	Y	OBJT	SO	GOAL	FUNC	LOC	ACT	GRP	DESCRIPTION	

WARRANT TOTAL															\$3,335.72
20174360	070116/	LOWE'S													
	180162	PO-180087	1.	01	0000	0	4300	00	0000	8110	420	000	000	998679	389.79
WARRANT TOTAL															\$389.79
20174361	070381/	REDWOOD EMPIRE DISPOSAL													
	180259	PO-180207	1.	01	0000	0	5550	00	0000	8200	700	000	000	WMD-1135482	290.60
	180259		1.	01	0000	0	5550	00	0000	8200	700	000	000	904324	623.14
	180259		1.	01	0000	0	5550	00	0000	8200	700	000	000	WMD-1135591	1,273.56
	180259		1.	01	0000	0	5550	00	0000	8200	700	000	000	WMD-1135373	715.14
WARRANT TOTAL															\$2,902.44
20174362	071042/	ALYSE RUSSELL													
	980392	PO-180288	1.	01	6500	0	5840	00	5770	3600	700	772	000	JULY MILEAGE	272.64
WARRANT TOTAL															\$272.64
20174363	003302/	TOMALES VILLAGE COMMUNITY													
	180272	PO-180211	1.	01	0000	0	5540	00	0000	8200	700	000	000	SEWER SERVICE FEES	70,308.31
WARRANT TOTAL															\$70,308.31
20174364	003292/	VERITIV													
	180020	PO-180006	1.	01	0000	0	4300	00	0000	8200	107	000	000	631-31043473	2,440.16
WARRANT TOTAL															\$2,440.16
20174365	070587/	VERIZON WIRELESS													
	180275	PO-180261	2.	01	0000	0	5920	00	0000	7200	700	000	000	7073383756	38.01
	180275		2.	01	0000	0	5920	00	0000	7200	700	000	000	7073385484	53.74
	180275		2.	01	0000	0	5920	00	0000	7200	700	000	000	4157477292	63.74
	180275		1.	01	0000	0	5920	00	5770	3600	740	000	000	4157477293	53.74
	180275		1.	01	0000	0	5920	00	5770	3600	740	000	000	7074814068	53.74
	180275		1.	01	0000	0	5920	00	5770	3600	740	000	000	7074814067	53.74
WARRANT TOTAL															\$316.71

DISTRICT: 064 SHORELINE UNIFIED SCHOOL DIST.
BATCH: 0014 dd 092017
FUND : 01 GENERAL FUND

WARRANT	VENDOR/ADDR	NAME (REMIT)	DEPOSIT TYPE							ABA NUM	ACCOUNT NUM	AMOUNT			
	REQ#	REFERENCE	LN	FD	RESC	Y	OBJT	SO	GOAL	FUNC	LOC	ACT	GRP	DESCRIPTION	
*** FUND	TOTALS ***														
							TOTAL NUMBER OF CHECKS:							TOTAL AMOUNT OF CHECKS:	\$99,227.35*
							TOTAL ACH GENERATED:							TOTAL AMOUNT OF ACH:	\$.00*
							TOTAL EFT GENERATED:							TOTAL AMOUNT OF EFT:	\$.00*
							TOTAL PAYMENTS:							TOTAL AMOUNT:	\$99,227.35*

DISTRICT: 064 SHORELINE UNIFIED SCHOOL DIST.
 BATCH: 0014 dd 092017
 FUND : 13 CAFETERIA FUND

WARRANT	VENDOR/ADDR	NAME (REMIT)	DEPOSIT TYPE	ABA NUM	ACCOUNT NUM	AMOUNT
	REQ#	REFERENCE LN	FD RESC Y OBJT SO GOAL FUNC LOC ACT GRP		DESCRIPTION	
20174366	070602/	AUS WEST LOCKBOX				
	180018	PO-180033	1. 13-5310-0-5520.00-0000-8200-700-000-000		703424775	78.24
	180018		1. 13-5310-0-5520.00-0000-8200-700-000-000		703404349	78.24
			WARRANT TOTAL			\$156.48
20174367	003553/	CLOVER STORNETTA FARMS INC				
	980544	PO-180424	1. 13-5310-0-4700.00-0000-3700-700-104-000		5020071941 JUNE INVOICES	678.75
			WARRANT TOTAL			\$678.75
20174368	003021/	HEARTLAND PAYMENT SYSTEMS INC				
	180078	PO-180031	1. 13-5310-0-5620.00-0000-3700-700-000-000		INV0000010589	1,281.00
			WARRANT TOTAL			\$1,281.00
*** FUND	TOTALS ***		TOTAL NUMBER OF CHECKS:	3	TOTAL AMOUNT OF CHECKS:	\$2,116.23*
			TOTAL ACH GENERATED:	0	TOTAL AMOUNT OF ACH:	\$.00*
			TOTAL EFT GENERATED:	0	TOTAL AMOUNT OF EFT:	\$.00*
			TOTAL PAYMENTS:	3	TOTAL AMOUNT:	\$2,116.23*

DISTRICT: 064 SHORELINE UNIFIED SCHOOL DIST.
 BATCH: 0014 dd 092017
 FUND : 14 DEFERRED MAINTENANCE FUND

WARRANT	VENDOR/ADDR	NAME (REMIT)	DEPOSIT TYPE							ABA NUM	ACCOUNT NUM	AMOUNT			
	REQ#	REFERENCE	LN	FD	RESC	Y	OBJT	SO	GOAL	FUNC	LOC	ACT	GRP	DESCRIPTION	
20174369	071171/	MATTEA AMANDA MASSEY													
	180372	PO-180310	1.	14	0000	0	4300	00	0000	8200	107	119	000	FURNITURE AND PAINT	1,233.32
														WARRANT TOTAL	\$1,233.32
*** FUND	TOTALS ***														
														TOTAL NUMBER OF CHECKS:	1
														TOTAL AMOUNT OF CHECKS:	\$1,233.32*
														TOTAL ACH GENERATED:	0
														TOTAL AMOUNT OF ACH:	\$.00*
														TOTAL EFT GENERATED:	0
														TOTAL AMOUNT OF EFT:	\$.00*
														TOTAL PAYMENTS:	1
														TOTAL AMOUNT:	\$1,233.32*
*** BATCH TOTALS ***															
														TOTAL NUMBER OF CHECKS:	19
														TOTAL AMOUNT OF CHECKS:	\$102,576.90*
														TOTAL ACH GENERATED:	0
														TOTAL AMOUNT OF ACH:	\$.00*
														TOTAL EFT GENERATED:	0
														TOTAL AMOUNT OF EFT:	\$.00*
														TOTAL PAYMENTS:	19
														TOTAL AMOUNT:	\$102,576.90*
*** DISTRICT TOTALS ***															
														TOTAL NUMBER OF CHECKS:	19
														TOTAL AMOUNT OF CHECKS:	\$102,576.90*
														TOTAL ACH GENERATED:	0
														TOTAL AMOUNT OF ACH:	\$.00*
														TOTAL EFT GENERATED:	0
														TOTAL AMOUNT OF EFT:	\$.00*
														TOTAL PAYMENTS:	19
														TOTAL AMOUNT:	\$102,576.90*

DISTRICT: 064 SHORELINE UNIFIED SCHOOL DIST.
 BATCH: 0015 092517dd
 FUND : 01 GENERAL FUND

WARRANT	VENDOR/ADDR	NAME (REMIT)	DEPOSIT TYPE							ABA NUM	ACCOUNT NUM	AMOUNT			
	REQ#	REFERENCE	LN	FD	RESC	Y	OBJT	SO	GOAL	FUNC	LOC	ACT	GRP	DESCRIPTION	
20175172	070509/	HEIDI ALVES-COSTANZO													
	980402	PO-180353	1.	01	1100	0	4300.00	0000	2700	420	000	000		INVITATIONS, BDAY CARDS	121.43
	980575	PO-180496	1.	01	3010	0	5840.00	8100	5000	420	000	000		FAMILY ENGAGEMENT SUPPLIES	110.90
	980577	PO-180498	1.	01	9641	0	4300.00	0000	8200	420	309	000		SUPPLIES,ART FOR STAFF LOUNGE	614.30
	980578	PO-180499	1.	01	1100	0	4300.00	1110	1010	420	000	000		HISTORY CROSSWORD BOOKS	81.35
														WARRANT TOTAL	\$927.98
20175173	003393/	AMAZON													
	180221	PO-180202	1.	01	0000	0	4300.00	0000	7200	700	000	000		213567439853	109.06
	180338	PO-180273	1.	01	0000	0	4300.00	0000	8200	105	000	000		009740969832	17.49
	180338		1.	01	0000	0	4300.00	0000	8200	105	000	000		189784794477	31.74
	180338		1.	01	0000	0	4300.00	0000	8200	105	000	000		265416544786	66.28
	180338		1.	01	0000	0	4300.00	0000	8200	105	000	000		115455807218	52.90
	180338		2.	01	6300	0	4200.00	1110	1010	105	000	000		0167243	38.26
	180338		2.	01	6300	0	4200.00	1110	1010	105	000	000		115455807218	30.00
	980461	PO-180345	1.	01	6300	0	4200.00	1110	1010	107	000	000		048385649239	143.91
	180339	PO-180358	1.	01	9641	0	4300.00	0000	8200	420	309	000		009615499328	4.18
														WARRANT TOTAL	\$417.30
20175174	003831/	ERIC BALLATORE													
	980480	PO-180388	1.	01	4035	0	5200.00	1110	2140	107	000	000		JUNE & AUGUST MILEAGE	123.05
	980485	PO-180391	1.	01	4035	0	5200.00	1110	2140	107	000	000		LUNCHES AT TRAINING	33.39
														WARRANT TOTAL	\$156.44
20175175	004053/	ROSARIO BALLATORE													
	980482	PO-180389	1.	01	4035	0	5200.00	1110	2140	107	000	000		AUGUST MILEAGE	85.60
														WARRANT TOTAL	\$85.60
20175176	003687/	LINDA BORELLO													
	980408	PO-180318	1.	01	0000	0	4300.00	1110	1010	108	104	000		SUPPLIES FOR WILD CAMP	100.60

DISTRICT: 064 SHORELINE UNIFIED SCHOOL DIST.
 BATCH: 0015 092517dd
 FUND : 01 GENERAL FUND

WARRANT	VENDOR/ADDR	NAME (REMIT)	DEPOSIT TYPE							ABA NUM	ACCOUNT NUM	AMOUNT			
	REQ#	REFERENCE	LN	FD	RESC	Y	OBJT	SO	GOAL	FUNC	LOC	ACT	GRP	DESCRIPTION	

WARRANT TOTAL															\$100.60
20175177	003673/	CHRISTINE BOWMAN													
	980501	PO-180408	1.	01	0000	0	4300	00	0000	7110	700	000	000	BOARD MTG & STAFF KITCH SUPPLY	38.63
WARRANT TOTAL															\$38.63
20175178	003370/	DANIEL BRODERICK													
	980452	PO-180330	1.	01	6500	0	4300	00	5770	1100	420	000	000	CLASS SUPPLIES	11.35
WARRANT TOTAL															\$11.35
20175179	070079/	BUCK'S SAW SERVICE													
	980444	PO-180370	2.	01	0000	0	4300	00	0000	8200	107	000	000	336128	606.66
	980444		1.	01	0000	0	4400	00	0000	8200	107	000	000	336128	562.85
	180380	PO-185033	1.	01	0000	0	4300	00	0000	8200	108	000	000	334488	78.01
WARRANT TOTAL															\$1,247.52
20175180	070762/	LUIS BURGOS													
	180384	PO-180311	1.	01	1100	0	4300	00	1110	1010	108	000	000	CLASS SUPPLIES,MEAL @ TRAINING	67.19
WARRANT TOTAL															\$67.19
20175181	003662/	CALIF AG TEACHERS' ASSOCIATION													
	980556	PO-180489	1.	01	7010	0	5300	00	1471	1010	420	000	000	17-18 CATA DYES FOR W.COSTANZO	106.00
WARRANT TOTAL															\$106.00
20175182	003643/	CLARK PEST CONTROL													
	180156	PO-180091	1.	01	0000	0	5620	00	0000	8200	420	000	000	20546104	167.00
	180156		1.	01	0000	0	5620	00	0000	8200	420	000	000	20546103	167.00
WARRANT TOTAL															\$334.00
20175183	002190/	COASTAL MOUNTAIN CONFERENCE													
	980421	PO-180396	1.	01	0000	0	5300	00	1130	4200	420	000	000	17-18 MEMBERSHIP DUES	40.00
	980420	PO-180411	1.	01	0000	0	5300	00	1130	4200	420	000	000	2017 CONF DUES	905.75
WARRANT TOTAL															\$945.75
20175184	070594/	COMMERCIAL LIGHTING													
	980526	PO-180461	1.	01	0000	0	4300	00	0000	8200	108	000	000	173322	581.77

DISTRICT: 064 SHORELINE UNIFIED SCHOOL DIST.
BATCH: 0015 092517dd
FUND : 01 GENERAL FUND

WARRANT	VENDOR/ADDR	NAME (REMIT)	DEPOSIT TYPE							ABA NUM	ACCOUNT NUM	AMOUNT			
	REQ#	REFERENCE	LN	FD	RESC	Y	OBJT	SO	GOAL	FUNC	LOC	ACT	GRP	DESCRIPTION	

WARRANT TOTAL														\$581.77	
20175185	001303/	COLLEEN CONLEY													
	980463	PO-180380	1.	01-	1100-0-	4300.00-	1110-1010-	108-000-000					ART MURAL SUPPLIES	75.74	
WARRANT TOTAL														\$75.74	
20175186	070039/	BILL COSTANZO													
	980502	PO-180409	1.	01-0000-0-	4300.00-0000-	8110-420-000-000					COUNTER TOP FOR STAFF LOUNGE	2,546.77			
WARRANT TOTAL														\$2,546.77	
20175187	003307/	CPM EDUCATIONAL PROGRAM													
	180077	PO-180157	1.	01-1400-0-	4100.00-1110-	1010-420-151-000					1702851-IN	6,867.00			
WARRANT TOTAL														\$6,867.00	
20175188	003834/	CROWN TROPHY PETALUMA													
	180233	PO-180223	1.	01-0000-0-	4300.00-0000-	7110-700-000-000					26968	13.49			
WARRANT TOTAL														\$13.49	
20175189	070472/	DEPT OF INDUSTRIAL RELATIONS													
	980497	PO-180422	1.	01-0000-0-	5825.00-0000-	7200-700-000-000					INSPECTION # 1238565	5,000.00			
WARRANT TOTAL														\$5,000.00	
20175190	070989/	EVERBANK COMMERCIAL FINANCE													
	980615	PO-180506	1.	01-0000-0-	5605.00-1110-	1010-107-000-000					20206854	335.58			
	980615		1.	01-0000-0-	5605.00-1110-	1010-107-000-000					20206854	335.58			
	980616	PO-180508	1.	01-0000-0-	5605.00-1110-	1010-420-000-000					20219668	532.00			
	980614	PO-180512	1.	01-0000-0-	5605.00-1110-	1010-107-000-000					20219663	244.92			
	980614		1.	01-0000-0-	5605.00-1110-	1010-107-000-000					20219663	244.92			
WARRANT TOTAL														\$1,693.00	
20175191	004075/	FIRST NATIONAL BANK OMAHA													
	180385	PO-180280	1.	01-0000-0-	5839.00-0000-	7200-700-000-000					INTEREST	48.78			
	180385		1.	01-0000-0-	5839.00-0000-	7200-700-000-000					74418227233000233061000	39.00			
	980584	PO-180432	1.	01-0000-0-	5200.00-0000-	7100-700-000-000					24692167251100307565246	15.00			

DISTRICT: 064 SHORELINE UNIFIED SCHOOL DIST.
 BATCH: 0015 092517dd
 FUND : 01 GENERAL FUND

WARRANT	VENDOR/ADDR REQ#	NAME (REMIT) REFERENCE	LN	FD	RESC	Y	OBJT	DEPOSIT TYPE				ABA NUM	ACCOUNT NUM DESCRIPTION	AMOUNT
								SO	GOAL	FUNC	LOC			
	980518	PO-180453	1.	01	0000	0	5200.00	0000	7110	700	000	000	244921572448948036811427	510.00
	980518		1.	01	0000	0	5200.00	0000	7110	700	000	000	244921572448948036005977	510.00
	980520	PO-180455	1.	01	0000	0	5803.00	0000	7100	700	000	000	246921672321004349176942	34.00
	980522	PO-180457	1.	01	0000	0	4300.00	0000	7200	700	000	000	24323007250400450000678	30.00
													WARRANT TOTAL	\$1,186.78
20175192	003327/	GCR TIRE SERVICE												
	180319	PO-185020	1.	01	0000	0	5610.00	1110	3600	740	000	000	191838	6,233.63
													WARRANT TOTAL	\$6,233.63
20175193	000922/	GRAINGER												
	180159	PO-180088	1.	01	0000	0	4300.00	0000	8110	420	000	000	9491891165	219.19
													WARRANT TOTAL	\$219.19
20175194	070988/	KIM HARVELL												
	980403	PO-180312	1.	01	3010	0	4300.00	8100	5000	108	000	000	MEALS, CAFECITO, PLANNER	106.96
	980492	PO-180412	1.	01	1100	0	4300.00	1110	1010	108	000	000	PAINT ROLLERS, CALENDARS	63.98
	980588	PO-180433	1.	01	3010	0	4300.00	8110	5000	108	000	000	CAFECITO	39.22
													WARRANT TOTAL	\$210.16
20175195	003576/	HILLYARD/SAN FRANCISCO												
	180362	PO-180281	2.	01	0000	0	4300.00	0000	8200	106	000	000	602597695	633.36
	180362		1.	01	0000	0	4300.00	0000	8200	108	000	000	237049	1,981.13
	180358	PO-180284	1.	01	0000	0	4300.00	0000	8200	108	000	000	602599023	601.79
	180356	PO-180321	1.	01	0000	0	4300.00	0000	8200	106	000	000	602608349	137.16
	180356		2.	01	0000	0	4300.00	0000	8200	107	000	000	602608349	285.20
													WARRANT TOTAL	\$3,638.64
20175196	070604/	INSIGNIA BRANDING												
	980388	PO-180300	1.	01	9040	0	4300.00	1110	1010	107	000	000	2017-363	757.36
													WARRANT TOTAL	\$757.36

DISTRICT: 064 SHORELINE UNIFIED SCHOOL DIST.
 BATCH: 0015 092517dd
 FUND : 01 GENERAL FUND

WARRANT	VENDOR/ADDR	NAME (REMIT)	DEPOSIT TYPE	ABA NUM	ACCOUNT NUM	AMOUNT
	REQ#	REFERENCE LN	FD RESC Y OBJT SO GOAL FUNC LOC ACT GRP		DESCRIPTION	
20175197	070750/	ADAM JENNINGS				
	980425	PO-180366	1. 01-3010-0-5840.00-8100-5000-420-000-000		FOOD FOR REGISTRATION	105.39
			WARRANT TOTAL			\$105.39
20175198	071163/	JETMULCH INC.				
	980419	PO-180376	1. 01-0000-0-4300.00-0000-8200-106-000-000		6659-OL	1,040.35
	980419		2. 01-0000-0-4300.00-0000-8200-108-000-000		6659-OL	3,121.03
			WARRANT TOTAL			\$4,161.38
20175199	000249/	LACE HOUSE LINEN SUPPLY INC				
	980598	PO-180517	1. 01-0000-0-5520.00-1110-8200-740-000-000		72494	69.00
			WARRANT TOTAL			\$69.00
20175200	003310/	MEREDITH A LEASK				
	980479	PO-180387	1. 01-4035-0-5200.00-1110-2140-107-000-000		AUGUST MILEAGE	68.48
			WARRANT TOTAL			\$68.48
20175201	000180/	MARIN COUNTY OFFICE OF ED				
	980491	PO-180394	1. 01-1100-0-4300.00-0000-2700-107-000-000		180047	28.90
	980600	PO-180513	1. 01-9040-0-5819.00-1110-1010-700-000-000		170939	6,160.56
	980599	PO-180518	1. 01-6264-0-5200.00-1110-2140-700-000-000		170997	575.00
			WARRANT TOTAL			\$6,764.46
20175202	000359/	MARIN COUNTY TAX COLLECTOR				
	180312	PO-185014	1. 01-0000-0-4301.00-1110-3600-740-000-000		171166	966.01
			WARRANT TOTAL			\$966.01
20175203	070834/	MARIN LANGUAGE SERVICES				
	980415	PO-180373	1. 01-3010-0-5840.00-8100-5000-108-000-000		50	100.00
			WARRANT TOTAL			\$100.00
20175204	070393/	MARIN SHAKESPEARE COMPANY				
	980454	PO-180400	1. 01-9040-0-5819.00-1110-1010-420-000-000		WOLVES SMAT - TOMALES HIGH	480.00
			WARRANT TOTAL			\$480.00
20175205	001212/	MICHAEL P MARWEG				
	180370	PO-180297	1. 01-0000-0-4300.00-1430-1020-107-104-000		TSHIRTS, ICECREAM - SUMMER SCH	110.32

DISTRICT: 064 SHORELINE UNIFIED SCHOOL DIST.
 BATCH: 0015 092517dd
 FUND : 01 GENERAL FUND

WARRANT	VENDOR/ADDR	NAME (REMIT)	DEPOSIT TYPE							ABA NUM	ACCOUNT NUM	AMOUNT			
	REQ#	REFERENCE	LN	FD	RESC	Y	OBJT	SO	GOAL	FUNC	LOC	ACT	GRP	DESCRIPTION	
	980478	PO-180386	1.	01	4035	0	5200	00	1110	2140	107	000	000	AUGUST MILEAGE	34.24
														WARRANT TOTAL	\$144.56
20175206	070886/	CONNIE MARX													
	980407	PO-180350	1.	01	3010	0	5840	00	8100	5000	420	000	000	TABLE CLOTHS, DRINKS FOR REG	31.86
	980470	PO-180401	1.	01	0000	0	5200	00	0000	2700	420	000	000	AUGUST MILEAGE	66.34
														WARRANT TOTAL	\$98.20
20175207	003185/	SALLY A MAZZUCCHI													
	980476	PO-180354	1.	01	4035	0	5200	00	1110	2140	107	000	000	AUGUST MILEAGE	42.80
														WARRANT TOTAL	\$42.80
20175208	070607/	SNOW MCISAAC													
	180286	PO-180520	1.	01	0000	0	5200	00	1110	3600	700	141	000	AUGUST MILEAGE	291.04
														WARRANT TOTAL	\$291.04
20175209	001581/	MCSAA TREASURER													
	980469	PO-180382	1.	01	0000	0	5300	00	0000	7200	700	000	000	ACSA REGION 4 DUES	325.00
														WARRANT TOTAL	\$325.00
20175210	070660/	ERIN MONTOYA													
	980417	PO-180316	1.	01	6300	0	4200	00	1110	1010	108	000	000	CLASS BOOKS	50.00
	980464	PO-180381	1.	01	4035	0	5200	00	1110	2140	106	000	000	FLUENCY MATTERS	74.64
	980464		2.	01	4035	0	5200	00	1110	2140	108	000	000	FLUENCY MATTERS	74.64
														WARRANT TOTAL	\$199.28
20175211	070015/	JEANNIE MOODY													
	980462	PO-180346	1.	01	0000	0	4300	00	0000	7110	700	000	000	LUNCH, DINNER, COFFEE-MEETINGS	299.36
														WARRANT TOTAL	\$299.36
20175212	070038/	LARISSA MORELJ													
	980471	PO-180339	1.	01	4035	0	5200	00	1110	2140	420	000	000	CPM TRAINING LODGING & MEALS	131.62
	980472	PO-180340	1.	01	4035	0	5200	00	1110	2140	420	000	000	JULY MILEAGE	88.28
	980473	PO-180402	1.	01	1100	0	4300	00	1110	1010	420	000	000	CLASS SUPPLIES	12.98

DISTRICT: 064 SHORELINE UNIFIED SCHOOL DIST.
 BATCH: 0015 092517dd
 FUND : 01 GENERAL FUND

WARRANT	VENDOR/ADDR	NAME (REMIT)	DEPOSIT TYPE							ABA NUM	ACCOUNT NUM	AMOUNT			
	REQ#	REFERENCE	LN	FD	RESC	Y	OBJT	SO	GOAL	FUNC	LOC	ACT	GRP	DESCRIPTION	

WARRANT TOTAL															\$232.88
20175213	070752/	MATTHEW NAGLE													
	980445	PO-180371	1.	01	-6264	-0	-5200	.00	-1110	-2140	-700	-000	-000	CONFERENCE LODGING & MEALS	812.99
	980438	PO-180379	1.	01	-0000	-0	-4300	.00	-0000	-7200	-700	-000	-000	FOOD	376.45
	980493	PO-180383	1.	01	-9040	-0	-4300	.00	-1110	-1010	-108	-000	-000	SUPPLIES	1,386.75
WARRANT TOTAL															\$2,576.19
20175214	070853/	NATIONAL STUDENT CLEARINGHOUSE													
	980460	PO-180344	1.	01	-0000	-0	-5839	.00	-1110	-1010	-420	-000	-000	10022552	425.00
WARRANT TOTAL															\$425.00
20175215	002314/	NBVOA													
	980434	PO-180398	1.	01	-0000	-0	-5840	.00	-1130	-4200	-420	-000	-000	2276	1,703.00
WARRANT TOTAL															\$1,703.00
20175216	001019/	PAUL W NORRIS													
	980538	PO-180416	1.	01	-0000	-0	-5839	.00	-0000	-8200	-700	-137	-000	16-1117364	348.84
WARRANT TOTAL															\$348.84
20175217	002768/	NORTH COAST SECTION C.I.F.													
	980422	PO-180397	1.	01	-0000	-0	-5300	.00	-1130	-4200	-420	-000	-000	148	734.00
WARRANT TOTAL															\$734.00
20175218	003772/	NSTA													
	180085	PO-180147	1.	01	-6300	-0	-4200	.00	-1110	-1010	-420	-000	-000	365423	189.60
WARRANT TOTAL															\$189.60
20175219	070850/	OCCUPATIONAL HEALTH CENTERS													
	180303	PO-185006	1.	01	-0000	-0	-5847	.00	-1110	-3600	-740	-000	-000	62407050	173.00
WARRANT TOTAL															\$173.00
20175220	003054/	PETALUMA HEALTH CARE DISTRICT													
	980543	PO-180427	1.	01	-0000	-0	-5300	.00	-0000	-2700	-700	-000	-000	1093	1,200.00
	980550	PO-180428	1.	01	-0000	-0	-4300	.00	-0000	-7200	-700	-000	-000	ELECTRONIC PADS FOR AED UNITS	565.61
WARRANT TOTAL															\$1,765.61

DISTRICT: 064 SHORELINE UNIFIED SCHOOL DIST.
 BATCH: 0015 092517dd
 FUND : 01 GENERAL FUND

WARRANT	VENDOR/ADDR	NAME (REMIT)	DEPOSIT TYPE	ABA NUM	ACCOUNT NUM	AMOUNT
	REQ#	REFERENCE LN	FD RESC Y OBJT SO GOAL FUNC LOC ACT GRP		DESCRIPTION	
20175221	070890/	PATRICIA PIKE				
	180277	PO-180507	1. 01-0000-0-5200.00-1110-3600-700-141-000		AUG & SEP MILEAGE	229.52
			WARRANT TOTAL			\$229.52
20175222	070367/	PLAY IT AGAIN SPORTS				
	180081	PO-180159	1. 01-1100-0-4300.00-1110-1010-420-000-000	56478		526.94
			WARRANT TOTAL			\$526.94
20175223	070805/	CARLOS RAMIREZ				
	980484	PO-180390	1. 01-0000-0-5535.00-0000-8200-107-000-000		WATER FOR CLASSROOMS	111.53
			WARRANT TOTAL			\$111.53
20175224	001498/	CELESTINE M RIGHETTI				
	980411	PO-180364	1. 01-4035-0-5200.00-1110-2140-420-000-000		AUGUST MILEAGE	361.13
	980412	PO-180367	1. 01-4035-0-5200.00-1110-2140-420-000-000		TOLL CHARGES	25.00
			WARRANT TOTAL			\$386.13
20175225	003420/	JOSHUA S RISLEY				
	180369	PO-180296	1. 01-1100-0-4300.00-1110-1010-105-000-000		CLASSROOM SUPPLIES	147.36
			WARRANT TOTAL			\$147.36
20175226	071091/	MARIA ROMO				
	180285	PO-180514	1. 01-0000-0-5200.00-1110-3600-700-141-000		AUGUST MILEAGE	154.08
			WARRANT TOTAL			\$154.08
20175227	002531/	LAURIE M RUBIN				
	980597	PO-180516	1. 01-6264-0-5200.00-1110-2140-700-000-000		IFLT CONFERENCE	226.40
			WARRANT TOTAL			\$226.40
20175228	071112/	RYLAND CONSULTING				
	980534	PO-185041	1. 01-0000-0-5840.00-0000-7200-700-000-000	1871		797.50
			WARRANT TOTAL			\$797.50
20175229	070164/	SILICON VALLEY MATHEMATICS				
	980527	PO-180462	1. 01-6300-0-4200.00-1110-1010-108-000-000		WMS1718	600.00
			WARRANT TOTAL			\$600.00

DISTRICT: 064 SHORELINE UNIFIED SCHOOL DIST.
 BATCH: 0015 092517dd
 FUND : 01 GENERAL FUND

WARRANT	VENDOR/ADDR	NAME (REMIT)	DEPOSIT TYPE							ABA NUM	ACCOUNT NUM	AMOUNT			
	REQ#	REFERENCE	LN	FD	RESC	Y	OBJT	SO	GOAL	FUNC	LOC	ACT	GRP	DESCRIPTION	
20175230	071185/	SOCIAL ADVOCATES FOR YOUTH													
	980611	PO-185042	1.	01	0000	0	5840	00	1110	3110	700	000	000	2131	4,529.52
														WARRANT TOTAL	\$4,529.52
20175231	003428/	SONOMARIN LANDSCAPE MATERIALS													
	180376	PO-180285	1.	01	0000	0	5620	00	0000	8200	106	000	000	128762	224.64
	980386	PO-180299	1.	01	0000	0	4300	00	0000	8110	107	000	000	56502	259.20
														WARRANT TOTAL	\$483.84
20175232	070824/	STEVE HERRIN PLUMBING/HEATING													
	980585	PO-180431	1.	01	0000	0	5840	00	0000	8110	700	000	000	1377	217.00
														WARRANT TOTAL	\$217.00
20175233	070173/	TOMALES BAKERY													
	980536	PO-180419	1.	01	0000	0	4300	00	0000	7200	700	000	000	140	160.00
														WARRANT TOTAL	\$160.00
20175234	004411/	TOMALES COAST ROAST COFFEE													
	980414	PO-180372	1.	01	0000	0	4300	00	0000	7200	700	000	000	39057	52.00
														WARRANT TOTAL	\$52.00
20175235	001678/	WILLIAM O TUCKER													
	980503	PO-180410	1.	01	0000	0	5839	00	1130	4200	420	000	000	CPR CERT	25.74
														WARRANT TOTAL	\$25.74
20175236	004307/	UC REGENTS													
	980427	PO-180423	1.	01	0000	0	5200	00	0000	2700	420	000	000	ADAM JENNINGS- LEARNING LEADR	595.00
														WARRANT TOTAL	\$595.00
20175237	070634/	WATERSAVERS IRRIGATION INC													
	180155	PO-180090	1.	01	0000	0	4300	00	0000	8110	420	000	000	1844251-00	719.19
														WARRANT TOTAL	\$719.19
20175238	004306/	WELLS FARGO VENDOR FIN SERV													
	980620	PO-180504	1.	01	0000	0	5605	00	0000	7200	700	000	000	67416981	171.04
	980620		1.	01	0000	0	5605	00	0000	7200	700	000	000	67257606	171.04

DISTRICT: 064 SHORELINE UNIFIED SCHOOL DIST.
 BATCH: 0015 092517dd
 FUND : 01 GENERAL FUND

WARRANT	VENDOR/ADDR	NAME (REMIT)	DEPOSIT TYPE							ABA NUM	ACCOUNT NUM	AMOUNT			
	REQ#	REFERENCE	LN	FD	RESC	Y	OBJT	SO	GOAL	FUNC	LOC	ACT	GRP	DESCRIPTION	
	980620		1.	01	0000	0	5605	00	0000	7200	700	000	000	67372930	37.27
	980622	PO-180510	1.	01	0000	0	5605	00	1110	1010	107	000	000	67361866	168.06
	980622		1.	01	0000	0	5605	00	1110	1010	107	000	000	67372917	62.05
	980624	PO-180511	1.	01	0000	0	5605	00	1110	1010	105	000	000	67134267	265.18
	980624		1.	01	0000	0	5605	00	1110	1010	105	000	000	67396479	265.18
	980624		1.	01	0000	0	5605	00	1110	1010	105	000	000	67288144	265.18
														WARRANT TOTAL	\$1,405.00
20175239	002872/	WESTED													
	980496	PO-180384	1.	01	0000	0	5840	00	1110	1010	700	000	000	17-2476	637.80
														WARRANT TOTAL	\$637.80
*** FUND	TOTALS ***														
														TOTAL NUMBER OF CHECKS:	68
														TOTAL AMOUNT OF CHECKS:	\$67,729.52*
														TOTAL ACH GENERATED:	0
														TOTAL AMOUNT OF ACH:	\$.00*
														TOTAL EFT GENERATED:	0
														TOTAL AMOUNT OF EFT:	\$.00*
														TOTAL PAYMENTS:	68
														TOTAL AMOUNT:	\$67,729.52*

DISTRICT: 064 SHORELINE UNIFIED SCHOOL DIST.
 BATCH: 0015 092517dd
 FUND : 12 CHILD DEVELOPMENT FUND

WARRANT	VENDOR/ADDR	NAME (REMIT)	DEPOSIT TYPE							ABA NUM	ACCOUNT NUM	AMOUNT					
	REQ#	REFERENCE	LN	FD	RESC	Y	OBJT	SO	GOAL	FUNC	LOC	ACT	GRP	DESCRIPTION			
20175240	071054/	DEPARTMENT OF SOCIAL SERVICES															
	980535	PO-180466	1.	12	6105	0	5839	00	0001	1010	105	000	000	493009287	363.00		
														WARRANT TOTAL	\$363.00		
*** FUND	TOTALS ***													TOTAL NUMBER OF CHECKS:	1	TOTAL AMOUNT OF CHECKS:	\$363.00*
														TOTAL ACH GENERATED:	0	TOTAL AMOUNT OF ACH:	\$.00*
														TOTAL EFT GENERATED:	0	TOTAL AMOUNT OF EFT:	\$.00*
														TOTAL PAYMENTS:	1	TOTAL AMOUNT:	\$363.00*

DISTRICT: 064 SHORELINE UNIFIED SCHOOL DIST.
 BATCH: 0015 092517dd
 FUND : 13 CAFETERIA FUND

WARRANT	VENDOR/ADDR	NAME (REMIT)	DEPOSIT TYPE	ABA NUM	ACCOUNT NUM	AMOUNT
	REQ#	REFERENCE LN	FD RESC Y OBJT SO GOAL FUNC LOC ACT GRP		DESCRIPTION	
20175241	070157/	DEBBIE BECERRA				
	980530	PO-180415	1. 13-5310-0-5200.00-0000-3700-700-000-000		HOT DOGS	130.84
			WARRANT TOTAL			\$130.84
20175242	003553/	CLOVER STORNETTA FARMS INC				
	180019	PO-180005	1. 13-5310-0-4700.00-0000-3700-700-000-000		AUGUST INVS 5020073096	1,359.15
			WARRANT TOTAL			\$1,359.15
20175243	002520/	COTATI FOOD SERVICE				
	180024	PO-180009	1. 13-5310-0-4700.00-0000-3700-700-000-000		761775	578.00
	180024		1. 13-5310-0-4700.00-0000-3700-700-000-000		762264	420.11
	180024		1. 13-5310-0-4700.00-0000-3700-700-000-000		762092	9.17
	180024		1. 13-5310-0-4700.00-0000-3700-700-000-000		761921	18.43-
	180024		1. 13-5310-0-4700.00-0000-3700-700-000-000		760689	685.75
	180024		1. 13-5310-0-4700.00-0000-3700-700-000-000		761783	34.78
	180024		1. 13-5310-0-4700.00-0000-3700-700-000-000		760690	261.80
	180024		1. 13-5310-0-4700.00-0000-3700-700-000-000		761596	222.88
	180024		1. 13-5310-0-4700.00-0000-3700-700-000-000		761594	9.17
	180024		1. 13-5310-0-4700.00-0000-3700-700-000-000		755000	108.77-
	180024		1. 13-5310-0-4700.00-0000-3700-700-000-000		759674	309.95
			WARRANT TOTAL			\$2,404.41
20175244	001772/	COUNTY OF MARIN				
	180034	PO-180060	1. 13-5310-0-5839.00-0000-3700-700-000-000		17347	2,990.00
			WARRANT TOTAL			\$2,990.00
20175245	071146/	ISITE SOFTWARE				
	180058	PO-180070	1. 13-5310-0-4300.00-0000-3700-700-000-000		2018097	278.53
			WARRANT TOTAL			\$278.53
20175246	002930/	SYSCO SAN FRANCISCO INC				
	180039	PO-180064	1. 13-5310-0-4700.00-0000-3700-700-000-000		150548349	849.52

DISTRICT: 064 SHORELINE UNIFIED SCHOOL DIST.
 BATCH: 0015 092517dd
 FUND : 13 CAFETERIA FUND

WARRANT	VENDOR/ADDR	NAME (REMIT)	DEPOSIT TYPE							ABA NUM	ACCOUNT NUM	AMOUNT			
	REQ#	REFERENCE	LN	FD	RESC	Y	OBJT	SO	GOAL	FUNC	LOC	ACT	GRP	DESCRIPTION	
	180039		1.											150295698	37.88-
	180039		1.											150534269	797.99
	180039		1.											150560001	962.59
	180039		1.											150560000	256.08
	180039		1.											150559999	51.36
	180039		1.											150546098	2,334.85
	180039		1.											150356164	35.11-
	180039		1.											150546097	47.86
	180039		1.											150517746	1,543.64
	180039		1.											150517745	205.56
	180039		1.											150517744	30.45
	180039		1.											150517743	141.64
WARRANT TOTAL															\$7,148.55
*** FUND	TOTALS ***		TOTAL NUMBER OF CHECKS:							6	TOTAL AMOUNT OF CHECKS:				\$14,311.48*
			TOTAL ACH GENERATED:							0	TOTAL AMOUNT OF ACH:				\$.00*
			TOTAL EFT GENERATED:							0	TOTAL AMOUNT OF EFT:				\$.00*
			TOTAL PAYMENTS:							6	TOTAL AMOUNT:				\$14,311.48*

DISTRICT: 064 SHORELINE UNIFIED SCHOOL DIST.
 BATCH: 0015 092517dd
 FUND : 14 DEFERRED MAINTENANCE FUND

WARRANT	VENDOR/ADDR	NAME (REMIT)		DEPOSIT TYPE							ABA NUM	ACCOUNT NUM	AMOUNT	
		REQ#	REFERENCE	LN	FD	RESC	Y	OBJT	SO	GOAL				FUNC
20175247	070509/	HEIDI ALVES-COSTANZO												
	980498	PO-180405	1.	14-0000-0-4300.00-0000-8200-420-119-000									STAFF LOUNGE FURNITURE	1,692.64
				WARRANT TOTAL									\$1,692.64	
20175248	003393/	AMAZON												
	180195	PO-180185	1.	14-0000-0-4300.00-0000-8200-107-119-000									289219017667	414.01
	180195		1.	14-0000-0-4300.00-0000-8200-107-119-000									170734982587	134.17
	180195		1.	14-0000-0-4300.00-0000-8200-107-119-000									170736696171	94.74
	180195		1.	14-0000-0-4300.00-0000-8200-107-119-000									170739164175	178.32
	180196	PO-180186	1.	14-0000-0-4300.00-0000-8200-107-119-000									301410231999	865.80
	180196		1.	14-0000-0-4300.00-0000-8200-107-119-000									253706189924	699.31
	180196		1.	14-0000-0-4300.00-0000-8200-107-119-000									281933328565	574.24
	180196		1.	14-0000-0-4300.00-0000-8200-107-119-000									281937725301	2,383.30
	180197	PO-180187	1.	14-0000-0-4300.00-0000-8200-107-119-000									079614962904	186.18
	180197		1.	14-0000-0-4300.00-0000-8200-107-119-000									079612218645	818.80
	180202	PO-180188	1.	14-0000-0-4300.00-0000-8200-108-119-000									229803514967	149.04
	180202		1.	14-0000-0-4300.00-0000-8200-108-119-000									205844283216	95.94
	180202		1.	14-0000-0-4300.00-0000-8200-108-119-000									229805206830	149.04
	180205	PO-180190	1.	14-0000-0-4300.00-0000-8200-107-119-000									169767147489	170.13
	180240	PO-180217	1.	14-0000-0-4300.00-0000-8200-108-119-000									173969890840	132.92
	180240		1.	14-0000-0-4300.00-0000-8200-108-119-000									173968149932	132.92
				WARRANT TOTAL									\$6,880.78	
20175249	071164/	ERGO 101												
	180194	PO-180184	1.	14-0000-0-4300.00-0000-8200-107-119-000									30455	2,329.72
				WARRANT TOTAL									\$2,329.72	
20175250	070752/	MATTHEW NAGLE												
	980537	PO-180420	1.	14-0000-0-4300.00-0000-8200-108-119-000									SHELVES	86.56

DISTRICT: 064 SHORELINE UNIFIED SCHOOL DIST.
BATCH: 0015 092517dd
FUND : 14 DEFERRED MAINTENANCE FUND

WARRANT	VENDOR/ADDR	NAME (REMIT)	DEPOSIT TYPE										ABA NUM	ACCOUNT NUM	AMOUNT
	REQ#	REFERENCE	LN	FD	RESC	Y	OBJT	SO	GOAL	FUNC	LOC	ACT	GRP	DESCRIPTION	
WARRANT TOTAL															\$86.56

20175251 003686/ ESTHER M UNDERWOOD

980442	PO-180369	1.	14-0000-0-4300.00-0000-8200-107-119-000											FURNITURE	466.64
WARRANT TOTAL															\$466.64

*** FUND	TOTALS ***	TOTAL NUMBER OF CHECKS:	5	TOTAL AMOUNT OF CHECKS:	\$11,456.34*
		TOTAL ACH GENERATED:	0	TOTAL AMOUNT OF ACH:	\$.00*
		TOTAL EFT GENERATED:	0	TOTAL AMOUNT OF EFT:	\$.00*
		TOTAL PAYMENTS:	5	TOTAL AMOUNT:	\$11,456.34*

DISTRICT: 064 SHORELINE UNIFIED SCHOOL DIST.
 BATCH: 0015 092517dd
 FUND : 73 FOUNDATION TRUST FUND #1

WARRANT	VENDOR/ADDR	NAME (REMIT)	DEPOSIT TYPE					ABA NUM	ACCOUNT NUM	AMOUNT				
	REQ#	REFERENCE LN	FD	RESC	Y	OBJT	SO	GOAL	FUNC	LOC	ACT	GRP	DESCRIPTION	

20175252	071152/	NOMAR ISAIS-BARAJAS												
	180110	PO-180040	1.	73-0000-0-4300.00-8100-5000-420-506-000									SKIP & JANNE KEHOE SCHOLAR	500.00
	180124	PO-180049	1.	73-0000-0-4300.00-8100-5000-420-522-000									MECHA SCHOLARSHIP	400.00
	180107	PO-180054	1.	73-0000-0-4300.00-8100-5000-420-504-000									BRADLE & STANLEY DUNCAN SCHOLAR	1,000.00
	180106	PO-180055	1.	73-0000-0-4300.00-8100-5000-420-503-000									ROY & LOIS PARKS SCHOLAR	1,000.00
				WARRANT TOTAL										\$2,900.00
*** FUND TOTALS ***				TOTAL NUMBER OF CHECKS:		1	TOTAL AMOUNT OF CHECKS:					\$2,900.00*		
				TOTAL ACH GENERATED:		0	TOTAL AMOUNT OF ACH:					\$.00*		
				TOTAL EFT GENERATED:		0	TOTAL AMOUNT OF EFT:					\$.00*		
				TOTAL PAYMENTS:		1	TOTAL AMOUNT:					\$2,900.00*		
*** BATCH TOTALS ***				TOTAL NUMBER OF CHECKS:		81	TOTAL AMOUNT OF CHECKS:					\$96,760.34*		
				TOTAL ACH GENERATED:		0	TOTAL AMOUNT OF ACH:					\$.00*		
				TOTAL EFT GENERATED:		0	TOTAL AMOUNT OF EFT:					\$.00*		
				TOTAL PAYMENTS:		81	TOTAL AMOUNT:					\$96,760.34*		
*** DISTRICT TOTALS ***				TOTAL NUMBER OF CHECKS:		81	TOTAL AMOUNT OF CHECKS:					\$96,760.34*		
				TOTAL ACH GENERATED:		0	TOTAL AMOUNT OF ACH:					\$.00*		
				TOTAL EFT GENERATED:		0	TOTAL AMOUNT OF EFT:					\$.00*		
				TOTAL PAYMENTS:		81	TOTAL AMOUNT:					\$96,760.34*		

SHORELINE UNIFIED SCHOOL DISTRICT

P.O. Box 198 Tomales, California 94971 (707) 878-2266 FAX (707) 878-2554



October 10, 2017

Lunny Compost
5575 Nicasio Valley Road
Nicasio, CA 94946

Dear Lunny Compost:

The Shoreline Unified School District Board of Trustees accepted your gift of 10 yards of compost that you donated to the West Marin School garden.

The Board and staff wish to thank you for your generous support.

A vital part of our excellent school program is on-going community support and we are most appreciative.

Cordially,

A handwritten signature in black ink, appearing to read "Bob Raines".

Bob Raines
Superintendent

THANK-YOU!

TOMALES ELEMENTARY	BODEGA BAY ELEMENTARY	TOMALES HIGH SCHOOL	WEST MARIN ELEMENTARY	INVERNESS PRIMARY
(707) 878-2214	(707) 875-2724	(707) 878-2286	(415) 663-1014	(415) 669-1018
FAX: 878-2467	FAX: 875-2182	FAX: 878-2787	FAX: 663-8558	FAX: 669-1581

SHORELINE UNIFIED SCHOOL DISTRICT
P.O. BOX 198
TOMALES, CA 94971
707-878-2266

Tax I.D. # 68-0194632

ACCEPTANCE OF GIFTS

Please submit to the District office upon completion. Thank you

Date received:

Sept 18, 2017

Gift received by:

*West Marin School
garden*

Description of gift:

10 yards of compost

Special instructions:

to be used in WMS garden

Name/Organization and address of donor to send thank you to:

(If organization or agency, give name of president or administrator)

Luany Compost

*5575 Nicasio Valley Rd,
Nicasio, CA 94946*

415-662-9849

or 415-669-7261

Shoreline Unified School District

Superintendent Evaluation

2017-2018

- I. Progress Toward District Goals
- II. Professional Qualities
- III. Relationship With Board

I. Progress Toward District Goals

District Priority #1: All students will have access to a rigorous and relevant curriculum provided by highly qualified staff and will meet high academic standards in order to be college, university, and career ready as measured by State and District Standards.

Long-Range Goals	Success Indicators	Timeline	Progress	Completion
Design and share an Assessment data dashboard of data related to student achievement for the district				
Investigate and pilot Common academic formative assessments for all schools				
Ensure that every student is taught by a highly qualified teacher				

I. Progress toward District Goals

District Priority #2: All students will feel connected and engaged as a result of a safe, respectful, healthy, and supportive school culture.

Long Range Goals	Success Indicators	Timeline	Progress	Completion
Design and share a Student Engagement dashboard of data related to student wellbeing for the district				
Develop and implement a plan to open Student Wellness Centers at each site (beginning at THS) in conjunction with the Shoreline Wellness Advisory Committee				
Design and implement Restorative Practices at each site				

I. Progress toward District Goals

District Priority #3: Through enhanced communication, all families will have the opportunity to learn about and participate in all student programs. The public will be kept informed regarding the goals, programs, achievements, and needs of the schools and district.

Long-Range Goals	Success Indicators	Timeline	Progress	Completion
Update all Board Policies and Administrative Regulations, and make them available to the community in a meaningful and easily accessible manner				
Develop and implement a District Communication Plan designed to reach all parents and community members				

I. Progress toward District Goals

District Priority #4: All district sites will be safe, clean, and functional in order to enhance the learning environment.

Long Range Goals	Success Indicators	Timeline	Progress	Completion
Develop a long term facility plan				

II. PROFESSIONAL QUALITIES

Long Range Goals	Success Indicators	Progress
Accepts leadership responsibility and accountability for representing and promoting the district's needs at the county, state and federal levels		
Has a positive approach to helping site principals realize their leadership potential in order to build a district culture of unity and harmony		
Making transition to absorb the duties of the Director of Special Education		

II. RELATIONSHIP WITH THE BOARD

Long Range Goals	Success Indicators	Progress
<p>Communicates openly with trust and integrity including providing all members of the board with equal access to information, and recognizing the importance of both responsive and anticipatory communications</p>		
<p>Understands that authority rests with the board as a whole; provides guidance to the Board to assist in decision-making; and provides leadership based on the direction of the board as a whole</p>		

CONSULTING SERVICES AGREEMENT

This CONSULTING SERVICES AGREEMENT (this "Agreement") is dated as of the latest date set forth on the signature page hereto (the "Effective Date") and is entered into by and between Isom Advisors, a Division of Urban Futures, Inc., a California corporation ("Advisor"), and Shoreline Unified School District ("District").

RECITALS

WHEREAS, District wishes to assess the feasibility of a voter approved funding measure in the District and desires that Advisor provide to District certain Consulting Services (defined below); and

WHEREAS, Advisor desires to provide to District certain Consulting Services with respect to the Bonds on the terms and subject to the conditions set forth in this Agreement.

NOW, THEREFORE, in consideration of the mutual covenants, agreements, representations, and warranties contained in this Agreement, the parties agree as follows:

AGREEMENT

1. **CONSULTING SERVICES.** District hereby retains Advisor to perform (i) the financial advisory services set forth on Exhibit A hereto (the "Financial Advisory Services"), and (ii) the Continuing Disclosure services set forth on Exhibit B hereto (the "Continuing Disclosure Services") and Advisor hereby agrees to perform the Consulting Services pursuant to the terms and conditions of this Agreement.

2. **EFFECTIVE DATE, TERM AND CONDITIONS.** This Agreement shall be effective as of the Effective Date and shall remain in effect (i) until the date of issuance of the final series of Bonds, including any subsequent refinancings of Bonds or (ii) the later 5-year (five-year) anniversary of the Effective Date (the "Term"). The parties may extend the Term for successive 1-year (one-year) periods upon mutual agreement, or otherwise as the parties may agree.

3. **COMPENSATION.** Compensation for the Consulting Services provided to District pursuant to this Agreement shall be as set forth in this Section 3. All fees and expenses are contingent on the success of the Bond and sale of Bonds. Fees for Continuing Disclosure Services shall be paid from the District's general fund or other allowable sources. Fees for Financial Advisory Services shall be paid out of proceeds received by the District resulting from the sale of Bonds.

a. Fees.

i. For Financial Advisory Services, District shall pay to Advisor a fee of Sixty Thousand Dollars (\$60,000) for each series of Bonds sold, payable upon the closing of each series of Bonds (including, without limitation, the first).

ii. For Continuing Disclosure Services, should District utilize this service, District shall pay an annual fee of Two Thousand Dollars (\$2,000) for the filing of customary continuing disclosure documents for each year of the Term existing after a closing of a series of GO Bonds.

b. Expenses. District shall reimburse Advisor for out-of-pocket expenses incurred by Advisor in the course of performance of Consulting Services at the actual cost of such expenses, which are not to exceed \$2,500. Payment for any expenses pursuant to this Section 3(b) shall be made at the next following due date for payment of a fee pursuant to Section 3(a).

4. COVENANTS.

a. District.

i. Access to Personnel. District will cooperate with Advisor by providing opportunities to consult with District personnel as Advisor deems reasonably necessary to perform the Consulting Services.

ii. Information. District agrees to provide on a timely, diligent and accurate basis, and to the best extent possible, all necessary information reasonably requested by Advisor for the purpose of performing the Consulting Services.

iii. Additional Professional Services. District agrees to provide or authorize additional professional services (e.g., legal counsel, paying agent) as Advisor deems reasonably necessary to complete the Consulting Services and the Bond issuance.

iv. Further Assurances. District agrees to take such further actions as may be necessary or appropriate to effectuate, carry out and comply with all of the terms of this Agreement and the transactions contemplated hereby.

b. Advisor.

i. Compliance with Laws. Advisor shall, at all times, comply with all laws, rules and regulations related to the subject matter of this Agreement and to which Advisor is subject.

5. **TERMINATION.**

a. This Agreement may be terminated prior to the conclusion of the Term as follows:

i. By either party upon the other party's material breach of any of its representations, warranties or obligations under this Agreement, provided that such breach is not cured within thirty (30) days of receipt of notice specifying the breach.

ii. At any time upon mutual written consent of the Parties.

b. The District agrees that during the term and any subsequent terms of this contract that Isom Advisors, a Division of Urban Futures, Inc. shall be the sole financial advisor in relation to the sale of the Bonds, and that no additional financial advisors shall be hired by the District for the services described in this Agreement without the written consent of Isom Advisors, a Division of Urban Futures, Inc.

6. **LIMITATION OF LIABILITY.**

a. Advisor Liability. The parties agree that Advisor's officers, directors, agents and employees shall not be personally liable to District for any damages in connection with this Agreement. Advisor shall be solely liable for any finally determined damages in connection with this Agreement for which Advisor is deemed liable.

b. Limitation of Advisor Liability. Except to the extent finally determined to have resulted from the gross negligence, fraud or willful misconduct of Advisor, Advisor's liability to pay damages for any damages, losses and claims incurred by District, regardless of the theory of liability asserted, is limited to no more than an amount equal to the total amount of fees paid to Advisor under this Agreement. In addition, Advisor shall not be liable in any event for lost profits, revenue or goodwill, or any other consequential, indirect, incidental, punitive, exemplary or special damages.

c. District Liability. The parties agree that District's officers, directors, agents, and employees shall not be personally liable to Advisor for any damages in connection with this Agreement.

d. Limitation of District Liability. Except to the extent finally determined to have resulted from the gross negligence; fraud or willful misconduct of District, District's liability to pay damages for any damages, losses and claims incurred by Advisor, regardless of the theory of liability asserted, is limited to no more than an amount equal to the total amount of fees to be paid to Advisor under this Agreement. In addition, District will not be liable in any event for lost profits, revenue or goodwill, or any other consequential, indirect, incidental, punitive, exemplary or special damages.

e. Survival of Liability. The provisions of this Section 6 shall survive the expiration or termination of this agreement.

7. **CONFIDENTIALITY OF INFORMATION.** It is mutually agreed that Advisor shall regard all information received during the performance of services pursuant to this Agreement (“Confidential Information”) as confidential and shall not disclose Confidential Information to any other person without prior consent of District. Confidential Information shall not include information that: (i) is, as of the time of its disclosure, or thereafter becomes, part of the public domain through a source other than Advisor; (ii) was known to Advisor as of the time of its disclosure; (iii) is independently developed by Advisor; or (iv) is subsequently learned from a third party not under a confidentiality obligation to District. In addition, Advisor shall be entitled to disclose Confidential Information to the extent such disclosure is requested by the order of a court of competent jurisdiction, administrative agency, or other governmental body, provided that Advisor shall provide prompt, advance notice thereof to enable District to seek a protective order or otherwise prevent such disclosure. The confidentiality obligations of Advisor shall survive the expiration or termination of this Agreement.

8. **ADDITIONAL MATTERS.**

a. Duties of Non-Solicitor Municipal Advisors; MSRB Rule G-42.

i. Conflicts of Interest. Isom Advisors represents that in connection with the issuance of municipal securities, Isom Advisors may receive compensation from an Issuer or Obligated Person for services rendered, which compensation is contingent upon the successful closing of a transaction and/or is based on the size of a transaction. Consistent with the requirements of MSRB Rule G-42, Isom Advisors hereby discloses that such contingent and/or transactional compensation may present a potential conflict of interest regarding Isom Advisors’ ability to provide unbiased advice to enter into such transaction.

It should be noted that other forms of compensation (i.e. hourly or fee based) may also present a potential conflict of interest regarding Isom Advisors’ ability to provide advice regarding a municipal security transaction. These conflicts of interest (if ever applicable) would not impair Isom Advisors’ ability to render unbiased and competent advice or to fulfill its fiduciary duty to the Issuer.

If Isom Advisors becomes aware of any additional potential or actual conflict of interest after this disclosure, Isom Advisors will disclose the detailed information in writing to the Issuer in a timely manner.

ii. Legal or Disciplinary Events. Isom Advisors does not have any legal events or disciplinary history on Isom Advisors’ Form MA and Form MA-I, which includes information about any criminal actions, regulatory actions, investigations, terminations, judgments, liens, civil judicial actions, customer complaints, arbitrations and civil

litigation. The Issuer may electronically access Isom Advisors' most recent Form MA and each most recent Form MA-I filed with the Commission at the following website:
www.sec.gov/edgar/searchedgar/companysearch.html.

There have been no material changes to a legal or disciplinary event disclosure on any Form MA or Form MA-I filed with the SEC. If any material legal or regulatory action is brought against Isom Advisors, we will provide complete disclosure to the Issuer in detail allowing the Issuer to evaluate Isom Advisors, its management and personnel.

b. Governing Law; Jurisdiction. It is expressly understood and agreed that this Agreement and all questions arising hereunder shall be construed according to the laws of the State of California, without giving effect to conflicts of law principles. All actions or proceedings arising directly or indirectly from this Agreement shall be litigated in courts located within Contra Costa County, California. The parties consent to the jurisdiction thereof and the parties further agree not to disturb such choice of forum.

c. Political Contributions: Isom Advisors may choose of its own free will to contribute time, money, or resources to political campaigns associated with the passage of a bond measure. Prior to signing this agreement, Advisor has not made, considered, or discussed a contribution to any campaign connected with the referenced bonds. This agreement does not obligate Advisor to contribute to any particular campaign or election. Advisor has in no way committed to or indicated a willingness to contribute time, money, or resources to any campaign, or to make any other contribution.

d. Successors and Assigns. Except as otherwise provided herein, this Agreement shall not be assignable by either party without the express written consent of the other party hereto. Nothing in this Agreement, express or implied, is intended to confer upon any party other than the parties hereto or their respective successors and assigns any rights, remedies, obligations, or liabilities under or by reason of this Agreement, except as expressly provided in this Agreement.

e. Attorneys' Fees. In the event of any action to enforce or interpret this Agreement, including without limitation the recovery of damages for its breach, the prevailing party shall be entitled to recover from the other party its reasonable attorneys' fees and costs. Any judgment or order entered in such action shall contain a specific provision providing for the recovery of attorneys' fees and costs incurred in enforcing such judgment.

f. Amendments to Agreement. This Agreement may not be modified, amended or supplemented except by written instrument executed by all parties hereto.

g. Notice. All notices to be given by the parties hereto and other communications hereunder shall be in writing and shall be deemed effectively given: (i) upon personal delivery to the party to be notified; (ii) when sent by confirmed telex, electronic mail or facsimile if sent during normal business hours of the recipient, if not, then on the next business

day; (iii) one (1) day after deposit with a nationally recognized overnight courier, specifying next day delivery, with written verification of receipt; or (iv) four days after deposit with a United States Post Office, first class postage prepaid and registered. All communications shall be sent as follows:

To Advisor:

Isom Advisors, a Division of Urban
Futures, Inc.
1470 Maria Lane, Ste. 315
Walnut Creek, CA 94596
Attn.: Jonathan Isom, Managing Principal
Telephone: (925) 478-7450
E-mail: jon@isomadvisors.com

To District:

Shoreline Unified School District
10 John Street
P.O. Box 198
Tomaes CA, 94971
Attn.: Bob Raines, Superintendent
Telephone: (707) 878-2257
E-mail: bob.raines@shorelineunified.org

h. Severability. If one or more provisions of this Agreement are held to be unenforceable under applicable law, such provision shall be excluded from this Agreement and the balance of the Agreement shall be interpreted as if such provision were so excluded and shall be enforceable in accordance with its terms.

i. Entire Agreement. This Agreement (including the Exhibits attached hereto) contains the entire understanding of the parties in respect of its subject matter and supersedes all prior agreements and understandings (oral or written) between the parties with respect to such subject matter. The Exhibits attached hereto constitute a part hereof as though set forth in full herein.

j. Counterparts. This Agreement may be executed in any number of counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

IN WITNESS WHEREOF, the parties have duly executed this Agreement as of the dates set forth below.

ADVISOR:

DISTRICT:

Isom Advisors, a Division of Urban Futures, Inc.

Shoreline Unified School District

By: _____

By: _____

Name: Jonathan Isom

Name: Bob Raines

Title: Managing Principal

Title: Superintendent

Dated: _____, 2017

Dated: _____, 2017

EXHIBIT A

FINANCIAL ADVISORY SERVICES

- Analyze the bond market to determine timing, credit enhancement requirements, structure, bond amount, legal documentation requirements, rating requirements, and method of sale
- Assist District, as needed, to assemble bond finance team members including bond counsel, paying agent, trustee, and underwriter
- Prepare timeline, distribution lists, and term sheets to manage financing
- Manage bond issuance process including the coordination with other finance team members (bond counsel, paying agent, trustee, and underwriter, if needed)
- Define the proposed structure including sizing, call provisions, amortization schedule, and phasing of debt service repayment
- Review legal documents including district and county resolutions, bond purchase agreements, Preliminary Official Statement, and Official Statement
- Prepare rating agency and insurer presentation; negotiate with analysts of same
- Assist in preparation and train District members for rating agency meetings
- Analyze tax base and recommend appropriate tax structure
- For competitive sale, review Notice of Sale and Bid Form, distribute bid documents to qualified underwriters and post bid documents, monitor and verify bids on day of sale, and coordinate award of winning bid
- For negotiated sale, discuss structure and tax rate objectives with underwriter, review proposed structure and scale and make recommendations as appropriate, review fees, and review final pricing
- Review closing documents including tax opinion, arbitrage certificate, and continuing disclosure certificate
- Prepare wrap up presentation booklets to summarize bond sale
- Manage pre-closing and closing
- Attend board meetings as needed to explain bond sale, legal documents, and pricing summary

EXHIBIT B

CONTINUING DISCLOSURE SERVICES

- Annually review District's Continuing Disclosure requirements
- Submit to Municipal Securities Rulemaking Board the necessary annual filings and documentation in order to remain compliant with Continuing Disclosure requirements
- Submit to Municipal Securities Rulemaking Board the necessary annual filings and documentation in the case of a material event
- Provide the District copies of both annual report filings and material event filings

SHORELINE UNIFIED SCHOOL DISTRICT

SUMMARY OF ITEMS FOR SEPTEMBER 21, 2017 BOARD AGENDA

It is expected that there will be one Board Policy and one Resolution on the agenda. Below are proposed descriptions which may be used in a Board report.

1. Board Debt Management Policy.

Background: SB 1029 became effective January 1, 2017. It requires that the District have in place a debt management policy governing any proposed debt to be undertaken by the District. This includes debt issued as GO Bonds as well as any other types of financings which may be undertaken in the future such as tax and revenue anticipation notes and certificates of participation. This policy was prepared by and is recommended by the California School Board Association, has been reviewed by the District's bond counsel and financial advisor, and meets the requirements of SB 1029.

Recommendation: Adopt Debt Management Policy.

2. Resolution Authorizing Issuance of 2017 Refunding Bonds. Resolution entitled: "RESOLUTION AUTHORIZING THE ISSUANCE AND SALE OF GENERAL OBLIGATION REFUNDING BONDS IN THE PRINCIPAL AMOUNT OF NOT TO EXCEED \$8,000,000 TO REFINANCE OUTSTANDING GENERAL OBLIGATION BONDS, ELECTION OF 2009, SERIES 2010, AND APPROVING RELATED DOCUMENTS AND ACTIONS."

[Note: This item must be presented as an action item on the agenda pursuant to requirements of State law. Majority Board vote for approval.]

Background: The District previously issued its General Obligation Bonds, Election of 2009, Series 2010, all for the purpose of financing voter approved projects. The District has been advised that due to favorable interest rates which currently are available in the municipal bond market, the District can realize interest rate savings by refinancing the 2010 Bonds with proceeds of 2017 Refunding GO Bonds. The Resolution for consideration authorizes the issuance of 2017 Refunding Bonds in the maximum principal amount of \$8 million, to be issued as traditional, tax-exempt current interest bonds (no capital appreciation bonds) pursuant to the provisions of the California Government Code. Interest rate savings will be passed on to property tax payers by way of lower tax rates. The Refunding Bonds are proposed to be sold on a negotiated basis to the investment banking firm of Raymond James & Co. The Refunding Bonds may only be issued if, as required by law, savings can be achieved and the final maturity date is not extended.

Documents Authorized. Upon adoption, the Resolutions authorizes District officials to proceed with the financing and bring into final form and execute related documentation. This includes the Preliminary Official Statement, which serves as the disclosure document for investors to review when making an

investment decision. District staff is authorized in the Resolution to work with the financing team to make sure the POS is accurate and complete and meets federal securities laws standards by containing all material information and no material misstatements or omissions. Additional documentation approved is the Bond Purchase Agreement containing the terms of the sale of the Bonds to Raymond James, and the Escrow Agreement which governs the deposit of Refunding Bond proceeds for repayment of the 2010 Bonds.

Background Document Attachments; copies should be provided to Board members in advance of meeting:

- CSBA Debt Policy*
- Bond Purchase Agreement*
- Preliminary Official Statement*
- Escrow Agreement*

\$ _____
SHORELINE UNIFIED SCHOOL DISTRICT
(Marin and Sonoma Counties, California)
2017 General Obligation Refunding Bonds
(Bank Qualified)

BOND PURCHASE AGREEMENT

October 12, 2016

Board of Trustees
Shoreline Unified School District
10 John Street
Tomales, California 94971

Ladies and Gentlemen:

Raymond James & Associates, Inc. (the "Underwriter"), acting on its own behalf and not as fiduciary or agent for the hereinafter defined District, offers to enter into this Bond Purchase Agreement (this "Purchase Agreement") with the Shoreline Unified School District (the "District"), which, upon acceptance hereof by the District, will be binding upon the District and the Underwriter. This offer is made subject to the written acceptance of this Purchase Agreement by the District and delivery of such acceptance to the Underwriter at its office prior to 11:59 p.m., California Time, on the date hereof. Capitalized terms used herein and not otherwise defined herein shall have the meanings set forth in the Official Statement hereinafter defined.

1. **Purchase and Sale of the Bonds.** Upon the terms and conditions and in reliance upon the representations, warranties and agreements herein set forth, the Underwriter hereby agrees to purchase from the District for reoffering to the public, and the District hereby agrees to sell to the Underwriter for such purpose, all (but not less than all) of \$_____ in aggregate principal amount of the Shoreline Unified District (Marin and Sonoma Counties, California) 2017 General Obligation Refunding Bonds (the "Bonds"). The purchase price of the Bonds shall be \$_____ (representing the principal amount of the Bonds, plus net original issue premium of \$_____ less Underwriter's discount of \$_____).

The Bonds are issued under the provisions of a resolution adopted by the Board Trustees of the District on September 21, 2017 (the "Bond Resolution") and Articles 9 and 11 of Chapter 3 of Part 1 of Division 2 of Title 5 of the Government Code of the State of California (the "Bond Law"), all for the purpose of providing for the refunding of certain maturities of the District's outstanding General Obligation Bonds, Election of 2009, Series 2010 (the "Prior Bonds," and with respect to only those maturities of the Prior Bonds to be refunded with the proceeds of the Bonds, the "Refunded Bonds"). The Bonds shall accrue interest at the rates, and shall mature in the years shown on Appendix A hereto, which is incorporated herein by this reference.

The District acknowledges and agrees that: (i) the primary role of the Underwriter is to purchase securities for resale to investors in an arms-length commercial transaction between

the District and the Underwriter and that the Underwriter has financial and other interests that differ from those of the District, (ii) the Underwriter is not acting as a municipal advisor, financial advisor or fiduciary to the District or any other person or entity and has not assumed any advisory or fiduciary responsibility to the District with respect to the transaction contemplated hereby and the discussions, undertakings and proceedings leading thereto (irrespective of whether the Underwriter has provided other services or is currently providing other services to the District on other matters), (iii) the only obligations the Underwriter has to the District with respect to the transaction contemplated hereby expressly are set forth in this Purchase Agreement, except as otherwise provided by applicable rules and regulations of the SEC or the rules of the Municipal Securities Rulemaking Board (the "MSRB"), and (iv) the District has consulted its own legal, accounting, tax, financial and other advisors, as applicable, to the extent it has deemed appropriate in connection with the transaction contemplated herein. The District acknowledges that it has previously provided the Underwriter with an acknowledgement of receipt of the required Underwriter disclosure under Rule G-17 of the MSRB.

2. **The Bonds.** The Bonds shall be dated their date of delivery, and shall otherwise be as described in, and shall be issued and secured pursuant to, the provisions of the Bond Resolution and the Bond Law. The Bonds shall initially be in authorized denominations of \$5,000 principal amount or any integral multiple of \$5,000 thereof. The form of the Bonds shall be made available to the Underwriter for purposes of inspection at least three business days prior to the Closing (as defined below).

The Bonds shall be executed and delivered under and in accordance with the provisions of this Purchase Agreement and the Bond Resolution. The Bonds shall be in book-entry form, shall bear CUSIP numbers, shall be in fully registered form initially, registered in the name of Cede & Co., as nominee of the Depository Trust Company, New York, New York.

3. **Redemption.** The Bonds are subject to redemption prior to maturity as described in Appendix A hereto.

4. **Use of Documents.** The District hereby authorizes the Underwriter to use, in connection with the offer and sale of the Bonds, this Purchase Agreement, a Preliminary Official Statement and an Official Statement (defined below), the Bond Resolution, the Escrow Agreement (the "Escrow Agreement") between the District and The Bank of New York Mellon Trust Company, N.A., as escrow agent (the "Escrow Agent"), the Continuing Disclosure Certificate (as defined in Section 8(i) below), and all information contained herein and therein and all of the documents, certificates, or statements furnished by the District to the Underwriter in connection with the transactions contemplated by this Purchase Agreement.

5. **Public Offering of the Bonds.** The Underwriter agrees to make a bona fide public offering of all the Bonds at the initial public offering prices or yield to be set forth on the inside cover page of the Official Statement and Appendix A hereto and incorporated herein by reference. Subsequent to such initial public offering, the Underwriter reserves the right to change such initial public offering price or yield as it deems necessary in connection with the marketing of the Bonds. The Bonds may be offered and sold to certain dealers at prices lower than such initial public offering prices. The Underwriter reserves the right to: (i) over-allot or effect transactions which stabilize or maintain the market price of the Bonds at levels above those that might otherwise prevail in the open market; and (ii) discontinue such stabilizing, if commenced, at any time without prior notice.

6. **Review of Preliminary Official Statement and Official Statement.** The Underwriter hereby represents that it has received and reviewed the Preliminary Official Statement with respect to the Bonds, dated _____, 2017 (the "Preliminary Official Statement"). The District represents that the Preliminary Official Statement was "deemed final" as of the date thereof, for purposes of Securities and Exchange Commission Rule 15c2-12 (the "Rule 15c2-12"), except for either revisions or additions to the offering price(s), interest rate(s), yield(s) to maturity, Underwriter's discount, aggregate principal amount, principal amount per maturity, delivery date, rating(s) and other terms of the Bonds which depend upon the foregoing as provided in and pursuant to Rule 15c2-12. The District hereby ratifies, confirms and approves of the use and distribution by the Underwriter prior to the date hereof of the Preliminary Official Statement.

The Underwriter agrees that prior to the time the final Official Statement (as defined in Section 10(b)) relating to the Bonds is available, the Underwriter will send to any potential purchaser of the Bonds, upon the request of such potential purchaser, a copy of the most recent Preliminary Official Statement. The Preliminary Official Statement and/or the Official Statement may be delivered in printed and/or electronic form to the extent permitted by applicable rules of the MSRB and as may be agreed to by the District and the Underwriter. The District confirms that it does not object to distribution of the Preliminary Official Statement or the Official Statement in electronic form. A copy of the most recent Preliminary Official Statement sent to a potential purchaser shall be sent by first-class mail or electronically (or other equally prompt means) not later than the first business day following the date upon which each such request is received.

7. **Closing.** At 8:00 a.m., California Time, on _____, 2017 or at such other time or on such other date as shall have been mutually agreed upon by the District and the Underwriter (such payment and delivery herein called the "Closing," and the date thereof the "Closing Date"), the District will deliver to the Underwriter, through the facilities of The Depository Trust Company ("DTC") utilizing DTC's FAST delivery system, or at such other place as the District and the Underwriter may mutually agree upon, the Bonds in fully registered book-entry form, duly executed and registered in the name of Cede & Co., as nominee of DTC, and at the offices of Jones Hall, A Professional Law Corporation, in San Francisco, California ("Bond Counsel"), the other documents hereinafter mentioned, and the Underwriter will accept such delivery and pay the purchase price thereof set forth in Section 1 in immediately available funds by check, draft or wire transfer to or upon the order of the District.

8. **Representations, Warranties and Agreements of the District.** The District hereby represents, warrants and agrees with the Underwriter that:

(a) **Due Organization.** The District is and will be on the Closing Date a unified school district duly organized and validly existing under the laws of the State of California, with the power to issue the Bonds pursuant to the Bond Law, to adopt the Bond Resolution and to enter into this Purchase Agreement, the Escrow Agreement, and the Continuing Disclosure Certificate.

(b) **Due Authorization.** (i) At or prior to the Closing, the District will have taken all action required to be taken by it to authorize the issuance and delivery of the Bonds; (ii) the District has full legal right, power and authority to enter into this Purchase Agreement, the Escrow Agreement and the Continuing Disclosure Certificate, to adopt the Bond Resolution, to perform its obligations under each such document or instrument, and to carry out and effectuate the transactions contemplated by this Purchase Agreement, the Escrow Agreement, the

Continuing Disclosure Certificate and the Bond Resolution; (iii) the execution and delivery or adoption of, and the performance by the District of the obligations contained in the Bonds, the Bond Resolution, the Escrow Agreement, the Continuing Disclosure Certificate and this Purchase Agreement have been duly authorized and such authorization shall be in full force and effect at the time of the Closing; (iv) this Purchase Agreement, the Escrow Agreement and the Continuing Disclosure Certificate constitute valid and legally binding obligations of the District; and (v) the District has duly authorized the consummation by it of all transactions contemplated by this Purchase Agreement.

(c) Consents. Except for the actions of the parties hereto, no consent, approval, authorization, order, filing, registration, qualification, election or referendum, of or by any court or governmental agency or public body whatsoever is required in connection with the issuance, delivery or sale of the Bonds or the consummation of the other transactions effected or contemplated herein or hereby. The District gives no representation or warranty with regard to compliance with Blue Sky or similar securities requirements.

(d) Internal Revenue Code. The District has complied with the Internal Revenue Code of 1986, as amended, with respect to the Bonds and the District shall not knowingly take or omit to take any action that, under existing law, may adversely affect the exclusion from gross income for federal income tax purposes, or the exemption from any applicable State tax, of the interest on the Bonds.

(e) No Conflicts. To the best knowledge of the District, the issuance of the Bonds, and the execution, delivery and performance of this Purchase Agreement, the Escrow Agreement, the Bond Resolution, the Continuing Disclosure Certificate and the Bonds, and the compliance with the provisions hereof and thereof, do not conflict with or constitute on the part of the District a violation of or material default under the Constitution of the State of California or any existing law, charter, ordinance, regulation, decree, order or resolution and do not conflict with or result in a violation or breach of, or constitute a material default under, any agreement, indenture, mortgage, lease or other instrument to which the District is a party or by which it is bound or to which it is subject.

(f) Litigation. As of the time of acceptance hereof no action, suit, proceeding, hearing or investigation is pending or, to the best knowledge of the District, threatened against the District: (i) in any way affecting the existence of the District or in any way challenging the respective powers of the several offices or of the title of the officials of the District to such offices; or (ii) seeking to restrain or enjoin the sale, issuance or delivery of any of the Bonds, the application of the proceeds of the sale of the Bonds, or the collection of revenues or assets of the District pledged or to be pledged or available to pay the principal of and interest on the Bonds, or the pledge thereof, or the levy of any taxes contemplated by the Bond Resolution or in any way contesting or affecting the validity or enforceability of the Bonds, this Purchase Agreement, the Escrow Agreement, the Continuing Disclosure Certificate or the Bond Resolution or contesting the powers of the District or the Bond Resolution or this Purchase Agreement or the Escrow Agreement; or (iii) in which a final adverse decision could (a) materially adversely affect the operations of the District or the consummation of the transactions contemplated by this Purchase Agreement, the Escrow Agreement, or the Bond Resolution, (b) declare this Purchase Agreement to be invalid or unenforceable in whole or in material part, or (c) adversely affect the exclusion of the interest paid on the Bonds from gross income for federal income tax purposes and the exemption of such interest from California personal income taxation.

(g) No Other Debt. Between the date hereof and the Closing, without the prior written consent of the Underwriter, the District will not have issued any bonds, notes or other obligations for borrowed money except for such borrowings as may be described in or contemplated by the Preliminary Official Statement or the Official Statement.

(h) Certificates. Except as specifically provided, any certificates signed by any officer of the District and delivered to the Underwriter shall be deemed a representation and warranty by the District to the Underwriter, but not by the person signing the same, as to the statements made therein.

(i) Continuing Disclosure. The District shall undertake, pursuant to Section 5.05 of the Bond Resolution, the Continuing Disclosure Certificate with respect to the Bonds in substantially the form attached as Appendix E of the Preliminary Official Statement (the "Continuing Disclosure Certificate") and Rule 15c2-12, to provide certain annual financial information and notices of the occurrence of certain events described therein. A description of this undertaking is set forth in the Preliminary Official Statement and will also be set forth in the final Official Statement. Based on a review of its previous undertakings, the Preliminary Official Statement describes, and the final Official Statement will describe, any instances in the previous five years in which the District failed to comply in all material respects with its prior undertakings pursuant to Rule 15c2-12.

(j) Official Statement Accurate and Complete. The Preliminary Official Statement, at the date thereof, did not contain any untrue statement of a material fact or omit to state any material fact necessary to make the statements therein, in the light of the circumstances under which they were made, not misleading. At the date hereof and on the Closing Date, the final Official Statement did not and will not contain any untrue statement of a material fact or omit to state any material fact necessary to make the statements therein, in the light of the circumstances under which they were made, not misleading. The District makes no representation or warranty as to the information contained in or omitted from the Preliminary Official Statement or the final Official Statement in reliance upon and in conformity with information furnished in writing to the District by or on behalf of the Underwriter through a representative of the Underwriter specifically for inclusion therein.

If the Official Statement is supplemented or amended pursuant to paragraph (c) of Section 10 of this Purchase Agreement, at the time of each supplement or amendment thereto and (unless subsequently again supplemented or amended pursuant to such paragraph) at all times subsequent thereto during the period up to and including the Closing Date, the Official Statement as so supplemented or amended will not contain any untrue statement of a material fact or omit to state any material fact required to be stated therein or necessary to make the statements therein, in light of the circumstances under which made, not misleading.

(k) Financial Information. The financial statements of, and other financial information regarding the District contained in the Official Statement fairly present the financial position of the District as of the dates and for the periods therein set forth, (i) the audited financial statements have been prepared in accordance with generally accepted accounting principles consistently applied, (ii) the unaudited financial statements (if any) have been prepared on a basis substantially consistent with the audited financial statements included in the Official Statement and reflect all adjustments necessary to that affect, and (iii) the other financial information has been determined on a basis substantially consistent with that of the District's audited financial statements included in the Official Statement.

(l) Levy of Tax. The District hereby agrees to take any and all actions as may be required by Marin and Sonoma Counties (the "Counties") or otherwise necessary in order to arrange for the levy and collection of taxes, the payment of the Bonds and the deposit and investment of Bond proceeds. In particular, the District hereby agrees to provide, or arrange to provide, the following to the Auditor-Controller and the Treasurer-Tax Collector of the Counties, all in accordance with and to the extent required by Education Code Section 15140(c): (A) a copy of the Bond Resolution, (B) a copy of Exhibit A hereto, and (C) the full debt service schedule for the Bonds.

(m) No Financial Advisory Relationship. The District has had no financial advisory relationship with the Underwriter with respect to the Bonds, nor with any investment firm controlling, controlled by or under common control with the Underwriter; and

(n) Not Acting as Fiduciary. Inasmuch as this purchase and sale represents a negotiated transaction, the District understands, and hereby confirms, that the Underwriter is not acting as a fiduciary of the District, but rather is acting solely in its capacity as Underwriter, for its own account.

(o) Representation Regarding Refunded Bonds. The District hereby represents that it has not entered into any contract or agreement that would limit or restrict the District's ability to refund the Refunded Bonds or enter into this Purchase Agreement for the sale of the Bonds to the Underwriter.

9. Underwriter Representations, Warranties and Agreements. The Underwriter represents, warrants to and agrees with the District that, as of the date hereof and as of the Closing Date:

- (a) The execution and delivery hereof and the consummation of the transactions contemplated hereby does not and will not violate any of the prohibitions set forth in Rule G-37 promulgated by the MSRB;
- (b) All reports required to be submitted to the MSRB pursuant to Rule G-37 have been and will be submitted to the MSRB; and
- (c) The Underwriter has not paid or agreed to pay, nor will it pay or agree to pay, any entity, company, firm, or person (including, but not limited to the District's officers, agents or employees thereof), other than a bona fide officer, agent or employee working for Underwriter, any compensation, fee, gift or other consideration contingent upon or resulting from the award of or entering into this Purchase Agreement.

10. Covenants of the District. The District covenants and agrees with the Underwriter that:

- (a) Securities Laws. The District will furnish such information, execute such instruments, and take such other action in cooperation with, and at the expense of, the Underwriter if and as the Underwriter may reasonably request in order to qualify the Bonds for offer and sale under the Blue Sky or other securities laws and regulations of such states and jurisdictions, provided, however, that the District shall not be required to consent to

service of process in any jurisdiction in which they are not so subject as of the date hereof;

- (b) Official Statement. The District hereby agrees to deliver or cause to be delivered to the Underwriter, not later than the 7th business day following the date this Purchase Agreement is signed and in any event in sufficient time to accompany customer confirmation requesting payment, copies of a final Official Statement substantially in the form of the Preliminary Official Statement, with only such changes therein as shall have been accepted by the Underwriter and the District (such Official Statement with such changes, if any, and including the cover page and all appendices, exhibits, maps, reports and statements included therein or attached thereto being called the "Official Statement"), (i) in "designated electronic format" as defined in Rule G-32 of the Municipal Securities Rulemaking Board, and (ii) in printed format in such reasonable quantities as may be requested by the Underwriter in order to permit the Underwriter to comply with paragraph (b)(4) of Rule 15c2-12 and with the rules of the Municipal Securities Rulemaking Board. The District hereby authorizes the Underwriter to use and distribute the Official Statement in connection with the offering and sale of the Bonds and to file, or cause to be filed the Official Statement with the MSRB or its designee (including the MSRB's Electronic Municipal Market Access System) or other repositories approved from time to time by the SEC (either in addition to or in lieu of the filings referred to above);
- (c) Subsequent Events; Amendments to Official Statement. The District will not adopt any amendment of or supplement to the Official Statement to which, after having been furnished with a copy, the Underwriter shall object in writing or which shall be disapproved by the Underwriter. If between the date hereof and the date which is 25 days after the "end of the underwriting period" for the Bonds (determined pursuant to Section 16), an event occurs which would cause the information contained in the final Official Statement, as then supplemented or amended, to contain an untrue statement of a material fact or to omit to state a material fact required to be stated therein or necessary to make such information therein, in the light of the circumstances under which it was presented, not misleading, the District will notify the Underwriter, and, if in the opinion of the Underwriter, such event requires the preparation and publication of a supplement or amendment to the Official Statement, the District will forthwith prepare and furnish to the Underwriter (at the expense of the District) a reasonable number of copies of an amendment of or supplement to the Official Statement (in form and substance satisfactory to the Underwriter) which will amend or supplement the Official Statement so that they will not contain an untrue statement of a material fact or omit to state a material fact necessary in order to make the statements therein, in the light of the circumstances existing at the time the Official Statement is delivered to prospective purchasers, not misleading. If any such amendment or supplement of the Official Statement occurs after the Closing Date, the District also shall furnish, or cause to be furnished, such additional legal opinions, certificates, instruments and other documents as the Underwriter may reasonably deem necessary to evidence the truth and accuracy of any such amendment or supplement to the Official Statement For the

purposes of this subsection, between the date hereof and the date which is 25 days after the "end of the underwriting period" for the Bonds, the District will furnish such information with respect to itself as the Underwriter may from time to time reasonably request;

- (d) Application of Proceeds. The District will apply the proceeds from the sale of the Bonds for the purposes specified in the Bond Resolution and the Official Statement.

11. Establishment of Issue Price. *[actual sales test used for initial draft]*

(a) Actions to Establish Price. The Underwriter agrees to assist the District in establishing the issue price of the Bonds and shall execute and deliver to the District at Closing an "issue price" or similar certificate, together with the supporting pricing wires or equivalent communications, substantially in the form attached hereto as Appendix B, with such modifications as may be appropriate or necessary, in the reasonable judgment of the Underwriter, the District and Bond Counsel, to accurately reflect, as applicable, the sales price or prices or the initial offering price or prices to the public of the Bonds.

(b) 10% Test. The District will treat the first price at which 10% of each maturity of the Bonds (the "10% test") is sold to the public as the issue price of that maturity (if different interest rates apply within a maturity, each separate CUSIP number within that maturity will be subject to the 10% test). At or promptly after the execution of this Bond Purchase Agreement, the Underwriter shall report to the District the price or prices at which it has sold to the public each maturity of Bonds. If at that time the 10% test has not been satisfied as to any maturity of the Bonds, the Underwriter agrees to promptly report to the District the prices at which it sells the unsold Bonds of that maturity to the public. That reporting obligation shall continue, whether or not the Closing Date has occurred, until the 10% test has been satisfied as to the Bonds of that maturity or until all Bonds of that maturity have been sold to the public.

(c) Selling Group or Retail Distribution Agreements. The Underwriter confirms that any selling group agreement and any retail distribution agreement relating to the initial sale of the Bonds to the public, together with the related pricing wires, contains or will contain language obligating each dealer who is a member of the selling group and each broker-dealer that is a party to such retail distribution agreement, as applicable, to (A) report the prices at which it sells to the public the unsold Bonds of each maturity allotted to it until it is notified by the Underwriter that either the 10% test has been satisfied as to the Bonds of that maturity or all Bonds of that maturity have been sold to the public and (B) comply with the hold-the-offering-price rule, if applicable, in each case if and for so long as directed by the Underwriter. The District acknowledges that, in making the representation set forth in this subsection, the Underwriter will rely on (i) in the event a selling group has been created in connection with the initial sale of the Bonds to the public, the agreement of each dealer who is a member of the selling group to comply with the hold-the-offering-price rule, if applicable, as set forth in a selling group agreement and the related pricing wires, and (ii) in the event that a retail distribution agreement was employed in connection with the initial sale of the Bonds to the public, the agreement of each broker-dealer that is a party to such agreement to comply with the hold-the-offering-price rule, if applicable, as set forth in the retail distribution agreement and the related pricing wires. The District further acknowledges that the Underwriter shall not be liable for the failure of any dealer who is a member of a selling group, or of any broker-dealer that is a party to a retail distribution agreement, to comply with its corresponding agreement regarding the hold-the-offering-price rule as applicable to the Bonds.

(d) Sales to the Public; Definitions. The Underwriter acknowledges that sales of any Bonds to any person that is a related party to the Underwriter shall not constitute sales to the public for purposes of this section. Further, for purposes of this section:

- (i) "public" means any person other than an underwriter or a related party,
- (ii) "underwriter" means (A) any person that agrees pursuant to a written contract with the District (or with the lead underwriter to form an underwriting syndicate) to participate in the initial sale of the Bonds to the public and (B) any person that agrees pursuant to a written contract directly or indirectly with a person described in clause (A) to participate in the initial sale of the Bonds to the public (including a member of a selling group or a party to a retail distribution agreement participating in the initial sale of the Bonds to the public),
- (iii) a purchaser of any of the Bonds is a "related party" to an underwriter if the underwriter and the purchaser are subject, directly or indirectly, to (i) at least 50% common ownership of the voting power or the total value of their stock, if both entities are corporations (including direct ownership by one corporation of another), (ii) more than 50% common ownership of their capital interests or profits interests, if both entities are partnerships (including direct ownership by one partnership of another), or (iii) more than 50% common ownership of the value of the outstanding stock of the corporation or the capital interests or profit interests of the partnership, as applicable, if one entity is a corporation and the other entity is a partnership (including direct ownership of the applicable stock or interests by one entity of the other), and
- (iv) "sale date" means the date of execution of this Bond Purchase Agreement by all parties.

12. Conditions to Closing. The Underwriter has entered into this Purchase Agreement in reliance upon the representations and warranties of the District contained herein and the performance by the District, of its obligations hereunder, both as of the date hereof and as of the date of Closing. The Underwriter's obligations under this Purchase Agreement are and shall be subject at the option of the Underwriter, to the following further conditions at the Closing:

- (a) Representations True. The representations and warranties of the District contained herein shall be true, complete and correct in all material respects at the date hereof and at and as of the Closing, as if made at and as of the Closing, and the statements made in all certificates and other documents delivered to the Underwriter at the Closing pursuant hereto shall be true, complete and correct in all material respects on the date of the Closing; and the District shall be in compliance with each of the agreements made by it in this Purchase Agreement;
- (b) Obligations Performed. At the time of the Closing, (i) the Official Statement, this Purchase Agreement, the Escrow Agreement and the Continuing Disclosure Certificate and the Bond Resolution shall be in full force and effect and shall not have been amended, modified or supplemented except

as may have been agreed to in writing by the Underwriter; (ii) all actions under the Bond Law which, in the opinion of Bond Counsel, shall be necessary in connection with the transactions contemplated hereby, shall have been duly taken and shall be in full force and effect; and (iii) the District shall perform or have performed all of its obligations required under or specified in the Bond Resolution, this Purchase Agreement, the Escrow Agreement, the Continuing Disclosure Certificate or the Official Statement to be performed at or prior to the Closing;

- (c) Adverse Rulings. No decision, ruling or finding shall have been entered by any court or governmental authority since the date of this Purchase Agreement (and not reversed on appeal or otherwise set aside), or to the best knowledge of the District, pending or threatened which would constitute a ground for termination of the Purchase Agreement by the Underwriter or which has any of the effects described in Section 8(f) hereof or contesting in any way the completeness or accuracy of the Official Statement;
- (d) Marketability Between the Date Hereof and the Closing. The market price or marketability or the ability of the Underwriter to enforce contracts for the sale of the Bonds, at the initial offering prices set forth in the Official Statement, shall not have been materially adversely affected by reason of any of the following:
 - (1) legislation enacted or introduced in the Congress or recommended for passage by the President of the United States or a member of the President's cabinet, or a decision rendered by a court established under Article III of the Constitution of the United States or by the United States Tax Court, or an order, ruling, regulation (final, temporary or proposed) or official statement issued or made:
 - (i) by or on behalf of the United States Treasury Department or by or on behalf of the Internal Revenue Service, with the purpose or effect, directly or indirectly, of causing inclusion in gross income for purposes of federal income taxation of the interest received by the owners of the Bonds; or
 - (ii) by or on behalf of the Securities and Exchange Commission, or any other governmental agency having jurisdiction over the subject matter thereof, to the effect that the Bonds, or obligations of the general character of the Bonds, including any and all underlying arrangements, are not exempt from registration under the Securities Act of 1933, as amended;
 - (2) legislation enacted by or introduced in the legislature of the State, or favorably reported out of committee or a decision rendered by a court of the State, or a ruling, order, or regulation (final or temporary) made by State authority, which would have the effect of changing, directly or indirectly, the State tax consequences of interest on obligations of the general character of the Bonds in the hands of the holders thereof;

- (3) the declaration of war or engagement in or material escalation of major military hostilities by the United States or the occurrence of any other national or international emergency or calamity which interrupts or causes disorder to the operation of the United States government, the State government or the financial markets in the United States;
 - (4) the declaration of a general banking moratorium by federal, New York or California authorities, or the general suspension of trading on any national securities exchange or fixing of minimum or maximum prices for trading or maximum ranges for prices for securities on any national securities exchange, whether by virtue or a determination by that exchange or by order of the SEC or any other governmental authority having jurisdiction;
 - (5) the imposition by the New York Stock Exchange, other national securities exchange, or any governmental authority, of any material restrictions not now in force with respect to the Bonds, or obligations of the general character of the Bonds, or securities generally, or the material increase of any such restrictions now in force, including those relating to the extension of credit by, or the charge to the net capital requirement of, the Underwriter;
 - (6) an order, decree or injunction of any court of competent jurisdiction, or order, filing, regulation or official statement by the Securities and Exchange Commission, or any other governmental agency issued or made to the effect that the issuance, offering or sale of obligations of the general character of the Bonds, or the issuance, offering or sale of the Bonds, as contemplated hereby or by the Official Statement, is or would be in violation of the federal securities laws, as amended and then in effect;
 - (7) the withdrawal or downgrading, or notice of potential withdrawal or downgrading, of any underlying rating of the District's outstanding indebtedness by a national rating agency; or
 - (8) any event occurring, or information becoming known which, in the reasonable judgment of the Underwriter, makes untrue in any material adverse respect any statement or information contained in the Official Statement, or has the effect that the Official Statement contains any untrue statement of a material fact or omits to state a material fact necessary to make the statements made therein, in light of the circumstances under which they were made, not misleading, and the District fails or is unwilling to correct by the submission of supplemental information; or
 - (9) the commencement or threat against the District of any action, suit, proceeding, hearing or investigation described in Section 8(f).
- (e) Delivery of Documents. At or prior to the date of the Closing, the Underwriter shall receive two copies of the following documents in each

case dated as of the Closing Date and satisfactory in form and substance to the Underwriter:

- (1) Bond Opinion and Reliance Letter. An approving opinion of Bond Counsel, as to the validity and tax-exempt status of the Bonds, dated the date of the Closing, addressed to the District and in substantially the form attached as Appendix D to the Official Statement, and a reliance letter from Bond Counsel, addressed to the Underwriter, to the effect that the Underwriter may rely upon such approving opinion;
- (2) Supplemental Opinion. A supplemental opinion of Bond Counsel in form and substance satisfactory to the Underwriter, dated the Closing Date and addressed to the District and the Underwriter, to the effect that:
 - (i) the description of the Bonds and the security for the Bonds and statements in the Official Statement on the cover page thereof and under the captions "INTRODUCTION," "THE REFUNDING BONDS" (excluding any and all information contained with respect to the Book-Entry Only System of DTC), "SECURITY FOR THE REFUNDING BONDS," "TAX MATTERS" and "CERTAIN LEGAL MATTERS - Continuing Disclosure," to the extent they purport to summarize certain provisions of the Bond Resolution, the Escrow Agreement, the Continuing Disclosure Certificate, the Final Opinion of Bond Counsel, California law or federal law, fairly and accurately summarize the matters purported to be summarized therein,
 - (ii) assuming due authorization, execution and delivery by all other parties thereto, the Continuing Disclosure Certificate, the Escrow Agreement and this Purchase Agreement have been duly authorized, executed and delivered by the District and constitute legal, valid and binding agreements of the District and are enforceable in accordance with their respective terms, except as enforcement thereof may be limited by bankruptcy, insolvency, reorganization, moratorium or other laws relating to or affecting generally the enforcement of creditors' rights and except as their enforcement may be subject to the application of equitable principles and the exercise of judicial discretion in appropriate cases if equitable remedies are sought,
 - (iii) the Bonds are exempt from registration pursuant to the Securities Act of 1933, as amended, and the Bond Resolution is exempt from qualification as an indenture pursuant to the Trust Indenture Act of 1939, as amended, and
 - (iv) the Refunded Bonds have been defeased pursuant to the provisions of the documents which authorized the issuance of such Refunded Bonds;

- (3) Disclosure Counsel Letter. A letter of Jones Hall, A Professional Law Corporation, Disclosure Counsel, dated the Closing Date and addressed to the District and the Underwriter, to the effect that, without having undertaken to determine independently the accuracy or completeness of the statements contained in the Preliminary Official Statement and the final Official Statement, but on the basis of its participation in conferences with representatives of the District, the Underwriter and others, and its examination of certain documents, nothing has come to its attention which has led it to believe that the Preliminary Official Statement as of its date and the date hereof, and the final Official Statement as of its date and as of the Closing Date, contained any untrue statement of a material fact or omitted to state a material fact required to be stated therein or necessary to make the statements therein, in light of the circumstances under which they were made, not misleading (except that no opinion or belief need be expressed as to any financial or statistical data, or information concerning DTC and the book-entry only system, contained in the Preliminary Official Statement or the final Official Statement);
- (4) Certificates of the District. A certificate or certificates signed by an appropriate official of the District to the effect that (i) such official is authorized to execute this Purchase Agreement, the Escrow Agreement and the Continuing Disclosure Certificate, (ii) the representations, agreements and warranties of the District herein are true and correct in all material respects as of the date of Closing, (iii) the District has complied with all the terms of the Bond Resolution and this Purchase Agreement to be complied with by the District prior to or concurrently with the Closing and such documents are in full force and effect, (iv) such official has reviewed the Preliminary Official Statement and the final Official Statement and on such basis certifies that the Preliminary Official Statement did not as of its date, and the final Official Statement does not as of its date and as of the Closing Date, contain any untrue statement of a material fact, nor omit to state to state a material fact required to be stated therein or necessary to make the statements therein, in light of the circumstances in which they were made, not misleading, (v) the Bonds being delivered on the date of the Closing to the Underwriter under this Purchase Agreement substantially conform to the descriptions thereof contained in the Bond Resolution and (vi) no further consent is required for inclusions of the audit in the Official Statement, and (vii) to the best of the District's knowledge, no litigation is pending or threatened (either in State or federal courts) (A) seeking to restrain or enjoin the execution, sale or delivery of any of the Bonds, (B) in any way contesting or affecting the authority for the execution, sale or delivery of the Bonds, the Continuing Disclosure Certificate, the Escrow Agreement or the Purchase Agreement or (C) in any way contesting the existence or powers of the District;
- (5) Arbitrage. A nonarbitrage certificate of the District in form satisfactory to Bond Counsel;

- (6) Bond Resolution. A certificate, together with fully executed copies of the Bond Resolution, of the Clerk of the District Board of Trustees to the effect that:
 - (i) such copies are true and correct copies of the Bond Resolution; and
 - (ii) the Bond Resolution was duly adopted and has not been modified, amended, rescinded or revoked and is in full force and effect on the date of the Closing;
- (7) Preliminary Official Statement. A certificate of the appropriate official of the District evidencing a determination respecting the Preliminary Official Statement in accordance with the Rule;
- (8) Continuing Disclosure Certificate. The Continuing Disclosure Certificate, duly executed by the District, in substantially the form given in the Preliminary Official Statement and the Official Statement;
- (9) Paying Agent Agreement. An original executed copy of a Paying Agent Agreement between the District and U.S. Bank National Association, with respect to its duties as paying agent (the "Paying Agent") for the Bonds;
- (10) Paying Agent Certificate. A written certificate of the Paying Agent, executed by a duly authorized representative of the Paying Agent, dated the date of the Closing, to the effect that the Paying Agent is a national banking association, duly organized and validly existing under the laws of the United States of America, having full power to enter into, accept and perform its duties under the Bond Resolution;
- (11) Escrow Agreement. An original executed copy of Escrow Agreement;
- (12) Escrow Agent Certificate. A written certificate of the Escrow Agent, executed by a duly authorized representative of the Escrow Agent, dated the date of the Closing, to the effect that:
 - (i) The Escrow Agent is a national banking association, duly organized and validly existing under the laws of the United States of America, having full power to accept and perform its duties under the Escrow Agreement, and
 - (ii) The obligations of the Escrow Agent under the Escrow Agreement have been duly accepted by the Escrow Agent and constitute the legal, valid and binding obligation of the Escrow Agent, enforceable in accordance with its terms, except as enforcement thereof may be limited by bankruptcy, insolvency or other laws affecting the enforcement of creditors' rights generally and by the application of equitable principles, if equitable remedies are sought;

- (13) Verification. A certificate of Causey Demgen & Moore P.C., certified public accountants, as verification agent, verifying the sufficiency of the amounts deposited and invested under the Escrow Agreement for the purpose of refunding the Refunded Bonds;
 - (14) Rating. Evidence that the Bonds have been assigned a rating of "____" Standard & Poor's Ratings Services, a Standard & Poor's Financial Services LLC business and that such rating has not been withdrawn or downgraded;
 - (15) Underwriter's Counsel Opinion. An opinion of Kronick, Moskovitz, Tiedemann & Girard, A Professional Corporation, as Underwriter's Counsel, dated the date of the Closing Date and addressed to the Underwriter, in form and substance acceptable to the Underwriter; and
 - (16) Other Documents. Such additional legal opinions, certificates, proceedings, instruments and other documents as the Underwriter may reasonably request to evidence compliance (i) by the District with legal requirements, (ii) the truth and accuracy, as of the time of Closing, of the representations of the District herein contained, (iii) the truth and accuracy, as of the time of Closing, of the Official Statement and (iv) the due performance or satisfaction by the District at or prior to such time of all agreements then to be performed and all conditions then to be satisfied by the District, including a DTC Letter of Representations and appropriate filings made with the California Debt and Investment Advisory Commission.
- (f) Termination. Notwithstanding anything to the contrary herein contained, if for any reason whatsoever the Bonds shall not have been delivered by the District to the Underwriter prior to the close of business, California Time, on the Closing Date, then the obligation to purchase Bonds hereunder shall terminate and be of no further force or effect.

If the District is unable to satisfy the conditions to the Underwriter's obligations contained in this Purchase Agreement or if the Underwriter's obligations shall be terminated for any reason permitted by this Purchase Agreement, this Purchase Agreement may be canceled by the Underwriter at, or at any time prior to, the time of Closing. Notice of such cancellation shall be given, to the District in writing, or by telephone, e-mail or facsimile transmission, confirmed in writing. Notwithstanding any provision herein to the contrary, the performance of any and all obligations of the District hereunder and the performance of any and all conditions contained herein for the benefit of the Underwriter may be waived by the Underwriter in writing at its sole discretion.

13. Conditions to Obligations of the District. The performance by the District of its obligations is conditioned upon (i) the performance by the Underwriter of its obligations hereunder; and (ii) receipt by the District and the Underwriter of the opinion and certificates being delivered at the Closing by persons and entities other than the District.

14. Costs and Expenses. The District shall pay or cause to be paid the expenses incident to the performance of the obligations of the District hereunder from Bond proceeds,

which shall be deposited with a costs of issuance custodian identified by the District to the Underwriter, including but not limited to (a) the costs of the preparation and printing, or other reproduction (for distribution on or prior to the date hereof) of all documentation relating to the issuance of the Bonds and the cost of preparing, printing, issuing and delivering the definitive Bonds, (b) the fees and disbursements of any legal counsel, accountants, financial advisors, rating agencies, paying agents, escrow agents or other experts or consultants retained by the District, including Bond Counsel, Disclosure Counsel and a verification agent; (c) the fees for the rating on the Bonds including all necessary travel expenses, and (d) the cost of printing of the Preliminary Official Statement and any supplements and amendments thereto and the cost of printing of the Official Statement, including the requisite number of copies thereof for distribution by the Underwriter.

The Underwriter shall pay and the District shall be under no obligation to pay all expenses incurred by it in connection with the public offering and distribution of the Bonds, including but not limited to CUSIP Bureau fees, California Debt Advisory and Investment Commission fees and Underwriter's counsel fees.

15. **Notices.** Any notice or other communication to be given under this Purchase Agreement (other than the acceptance hereof as specified in the first paragraph hereof) may be given by delivering the same in writing if to the District, to the Superintendent (or such officer's designee), at the address set forth on page 1 hereof, or if to the Underwriter as follows:

RAYMOND JAMES & ASSOCIATES, INC.
209 Avenida Del Mar, Suite 207
San Clemente, CA 92672
Phone: 949-485-5903
Attention: Mr. Randy Merritt, Managing Director

16. **Parties in Interest; Survival of Representations and Warranties.** This Purchase Agreement when accepted by the District in writing as heretofore specified shall constitute the entire agreement among the District and the Underwriter. This Purchase Agreement is made solely for the benefit of the District and the Underwriter (including the successors or assigns of the Underwriter). No person shall acquire or have any rights hereunder or by virtue hereof. All the representations, warranties and agreements of the District in this Purchase Agreement shall survive regardless of (a) any investigation or any statement in respect thereof made by or on behalf of the Underwriter, (b) delivery of and payment by the Underwriter for the Bonds hereunder, and (c) any termination of this Purchase Agreement.

17. **Determination of End of the Underwriting Period.** For purposes of this Purchase Agreement, the "end of the underwriting period" for the Bonds shall mean the earlier of (a) the day of the Closing unless the District has been notified in writing by the Underwriter, on or prior to the day of the Closing, that the "end of the underwriting period" for the Bonds for all purposes of Rule 15c2-12 of the Securities and Exchange Act of 1934 (the "Rule") will not occur on the day of the Closing, or (b) the date on which the Underwriter no longer retains an unsold balance of the Bonds; unless otherwise advised in writing by the Underwriter pursuant to clause (a) above that the "end of the underwriting period" for the Bonds will not occur on the day of the Closing or otherwise agreed to by the District and the Underwriter, the District may assume that the "end of the underwriting period" is the Closing Date.

18. **Severability.** In the event any provision of this Purchase Agreement shall be held invalid or unenforceable by any court of competent jurisdiction, such holding shall not invalidate or render unenforceable any other provision hereof.

19. **No Assignment.** Notwithstanding anything stated to the contrary herein, neither party hereto may assign or transfer its interest herein, or delegate or transfer any of its obligations hereunder, without the prior written consent of the other party hereto.

20. **Entire Agreement.** This Purchase Agreement, when executed by the parties hereto, shall constitute the entire agreement of the parties hereto (including their permitted successors and assigns, respectively).

21. **Execution in Counterparts.** This Purchase Agreement may be executed in several counterparts each of which shall be regarded as an original and all of which shall constitute but one and the same document.

22. **Applicable Law.** This Purchase Agreement shall be interpreted, governed and enforced in accordance with the law of the State of California applicable to contracts made and performed in such State.

Very truly yours,
RAYMOND JAMES & ASSOCIATES, INC.,
as Underwriter

By: _____
Authorized Officer

The foregoing is hereby agreed to and accepted as of the date first above written:

SHORELINE UNIFIED SCHOOL DISTRICT

By: _____
Superintendent

Time of Execution: _____ (Pacific time)

[Signature Page of Bond Purchase Agreement]

APPENDIX A

Maturity Schedule

<u>Maturity Date (August 1)</u>	<u>Principal Amount</u>	<u>Interest Rate</u>	<u>Yield</u>	<u>Price</u>
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[C: Priced to first par call on August 1, 20__.]

*[*Determination of actual sale price (10% Test) to be determined after this date.]*

Redemption Schedule

[to come]

APPENDIX B

FORM OF ISSUE PRICE CERTIFICATE

[Caption]

ISSUE PRICE CERTIFICATE

The undersigned, on behalf of Raymond James & Associates, Inc. (the "Underwriter"), hereby certifies based upon information available to it as set forth below with respect to the sale and issuance of the above-captioned obligations (the "Bonds").

1. Sale of the Bonds. As of the date of this certificate, for each Maturity of the Bonds, the first price at which at least 10% of such Maturity of the Bonds was sold to the Public is the respective price listed in Schedule A.

2. Defined Terms.

(a) *Issuer* means ____ School District.

(b) *Maturity* means Bonds with the same credit and payment terms. Bonds with different maturity dates, or Bonds with the same maturity date but different stated interest rates, are treated as separate Maturities.

(c) *Public* means any person (including an individual, trust, estate, partnership, association, company, or corporation) other than an Underwriter or a related party to an Underwriter. The term "related party" for purposes of this certificate generally means any two or more persons who have greater than 50 percent common ownership, directly or indirectly.

(d) *Underwriter* means (i) any person that agrees pursuant to a written contract with the Issuer (or with the lead underwriter to form an underwriting syndicate) to participate in the initial sale of the Bonds to the Public, and (ii) any person that agrees pursuant to a written contract directly or indirectly with a person described in clause (i) of this paragraph to participate in the initial sale of the Bonds to the Public (including a member of a selling group or a party to a retail distribution agreement participating in the initial sale of the Bonds to the Public).

The representations set forth in this certificate are limited to factual matters only. Nothing in this certificate represents the Underwriter's interpretation of any laws, including specifically Sections 103 and 148 of the Internal Revenue Code of 1986, as amended, and the Treasury Regulations thereunder. The undersigned understands that the foregoing information will be relied upon by the District with respect to certain of the representations set forth in the Certificate as to Arbitrage and with respect to compliance with the federal income tax rules affecting the Bonds, and by Jones Hall, A Professional Law Corporation, in connection with rendering its opinion that the interest on the Bonds is excluded from gross income for federal income tax purposes, the preparation of the Internal Revenue Service Form 8038-G, and other federal income tax advice that it may give to the District from time to time relating to the Bonds. Except as expressly set forth above, the certifications set forth herein may not be relied upon or used by any third party or for any other purpose.

Dated: [Closing Date]

RAYMOND JAMES & ASSOCIATES, INC.,
as Underwriter

By: _____
Managing Director

**SCHEDULE A
ACTUAL SALE PRICES**

SHORELINE UNIFIED SCHOOL DISTRICT

RESOLUTION NO. 2017.18.4

RESOLUTION AUTHORIZING THE ISSUANCE AND SALE OF GENERAL OBLIGATION REFUNDING BONDS IN THE PRINCIPAL AMOUNT OF NOT TO EXCEED \$8,000,000 TO REFINANCE OUSTANDING GENERAL OBLIGATION BONDS, ELECTION OF 2009, SERIES 2010, AND APPROVING RELATED DOCUMENTS AND ACTIONS

WHEREAS, a special bond election was duly held in the Shoreline Unified School District (the "District") on November 3, 2009 authorizing the issuance of general obligation bonds of the District in the aggregate principal amount of \$9,290,000, and more than fifty-five percent of the votes cast at said election were in favor of the issuance of said bonds; and

WHEREAS, pursuant to such authority, the District caused the issuance of its General Obligation Bonds, Election of 2009, Series 2010 on April 29, 2010 in the original principal amount of \$9,290,000 (the "Series 2010 Bonds"), the proceeds of which were applied to finance voter approved capital improvement projects, to refinance on a current basis outstanding 2007 Certificates of Participation which provided interim financing for said projects, and to pay related costs of issuance; and

WHEREAS, the Series 2010 Bonds are subject to redemption at the option of the District prior to maturity thereof, as further specified in the documents providing for the issuance of the Series 2010 Bonds; and

WHEREAS, due to favorable conditions that exist in the tax-exempt bond market, in order to refund certain maturities of the outstanding Series 2010 Bonds on an advance basis and thereby realize financial savings to the property tax payers of the District, the Board of Trustees of the District has determined at this time to issue and sell its 2017 General Obligation Refunding Bonds in the aggregate principal amount of not to exceed \$8,000,000 (the "Refunding Bonds"); and

WHEREAS, the Board of Trustees of the District is authorized to provide for the issuance and sale of the Refunding Bonds under the provisions of Articles 9 and 11 of Chapter 3 of Part 1 of Division 2 of Title 5 of the California Government Code, commencing with Section 53550 of said Code (the "Bond Law");

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

ARTICLE I

DEFINITIONS; AUTHORITY

SECTION 1.01. *Definitions.* The terms defined in this Section 1.01, as used and capitalized herein, shall, for all purposes of this Resolution, have the meanings given them below, unless the context clearly requires some other meaning.

"Authorized Investments" means any investments permitted by law to be made with moneys belonging to or in the custody of the District.

"Board" means the Board of Trustees of the District.

"Bond Counsel" means (a) the firm of Jones Hall, A Professional Law Corporation, or (b) any other attorney or firm of attorneys nationally recognized for expertise in rendering opinions as to the legality and tax exempt status of securities issued by public entities.

"Bond Law" means the provisions of Articles 9 and 11 of Chapter 3 of Part 1 of Division 2 of Title 5 of the California Government Code, commencing with Section 53550 of said Code, as in effect on the date of adoption hereof and as amended hereafter.

"Bond Purchase Agreement" means the Bond Purchase Agreement between the District and the Underwriter, under which the Underwriter agrees to purchase the Refunding Bonds and pay the purchase price therefor.

"Bond Year" means the one-year period beginning on August 1 in each year and ending on the next succeeding July 31; except that the first Bond Year begins on the Closing Date and ends on July 31 of the next succeeding July 31.

"Closing Date" means the date upon which there is a delivery of the Refunding Bonds in exchange for the amount representing the purchase price of the Refunding Bonds by the Underwriter.

"Continuing Disclosure Certificate" means the Continuing Disclosure Certificate which is executed and delivered by a District Representative on the Closing Date.

"Costs of Issuance" means all items of expense directly or indirectly payable by or reimbursable to the District and related to the authorization, issuance, sale and delivery of the Refunding Bonds and the refunding of the Series 2010 Bonds, including but not limited to the costs of preparation and reproduction of documents, printing expenses, filing and recording fees, initial fees and charges of the Paying Agent and its counsel, legal fees and charges, fees and disbursements of consultants and professionals, rating agency fees, fees and charges for preparation, execution and safekeeping of the Refunding Bonds and any other cost, charge or fee in connection with the original issuance of the Refunding Bonds and the refunding of the Series 2010 Bonds.

"Counties" means, together, the County of Marin and the County of Sonoma, both political subdivisions of the State of California, duly organized and existing under the Constitution and laws of the State of California.

"County Treasurer" means the Treasurer-Tax Collector of the County of Marin, being the County Superintendent of Schools of which has jurisdiction of the District, or any person at any time performing the duties of treasurer of the County of Marin.

"Debt Service Fund" means the interest and sinking fund established and held by the County Treasurer for the payment of principal of and interest on general obligation bonds of the District under the Education Code.

"Depository" means (a) initially, DTC, and (b) any other Securities Depository acting as Depository under Section 2.09.

"Depository System Participant" means any participant in the Depository's book-entry system.

"District" means the Shoreline Unified School District, a unified school district organized under the Constitution and laws of the State of California, and any successor thereto.

"District Representative" means the President of the Board, the Vice President of the Board, the Superintendent, the District's chief fiscal officer, or the written designee of such officers, or any other person authorized by resolution of the Board of Trustees of the District to act on behalf of the District with respect to this Resolution and the Refunding Bonds.

"DTC" means The Depository Trust Company, New York, New York, and its successors and assigns.

"Education Code" means the Education Code of the State of California as in effect on the date of adoption hereof and as amended hereafter.

"Escrow Agent" means The Bank of New York Mellon Trust, N.A., in its capacity as escrow agent under the Escrow Agreement, and as paying agent for the Series 2010 Bonds.

"Escrow Agreement" means the document governing the deposit of Refunding Bond proceeds into an escrow fund to provide for the payment and redemption of the Series 2010 Bonds.

"Federal Securities" means United States Treasury notes, bonds, bills or certificates of indebtedness, or any other obligations the timely payment of which is directly or indirectly guaranteed by the faith and credit of the United States of America.

"Financial Advisor" means Isom Advisors, A Division of Urban Futures, Inc.

"Interest Payment Dates" means each February 1 and August 1 on which interest on the Refunding Bonds is due and payable, as such dates are identified in the Bond Purchase Agreement.

"Office" means the office or offices of the Paying Agent for the payment of the Bonds and the administration of its duties hereunder. The Paying Agent may designate and re-designate the Office from time to time by written notice filed with the County and the District.

"Outstanding," when used as of any particular time with reference to Refunding Bonds, means all Refunding Bonds except: (a) Refunding Bonds theretofore canceled by the Paying Agent or surrendered to the Paying Agent for cancellation; (b) Refunding Bonds paid or deemed to have been paid within the meaning of Section 9.02; and (c) Refunding Bonds in lieu of or in substitution for which other Refunding Bonds have been authorized, executed, issued and delivered by the District under this Resolution.

"Owner", whenever used herein with respect to a Refunding Bond, means the person in whose name the ownership of such Refunding Bond is registered on the Registration Books.

"Paying Agent" means any bank, trust company, national banking association or other financial institution appointed as paying agent for the Bonds in the manner provided in Article VI of this Resolution.

"Record Date" means the 15th day of the month preceding an Interest Payment Date, whether or not such day is a business day.

"Refunding Bonds" or "Bonds" means the not to exceed \$8,000,000 aggregate principal amount of Shoreline Unified School District (Marin and Sonoma Counties, California) 2017 General Obligation Refunding Bonds issued and at any time Outstanding under this Resolution.

"Registration Books" means the records maintained by the Paying Agent for the registration of ownership and registration of transfer of the Refunding Bonds under Section 2.08.

"Resolution" means this Resolution, as originally adopted by the Board and including all amendments hereto and supplements hereof which are duly adopted by the Board from time to time in accordance herewith.

"Securities Depositories" means DTC; and, in accordance with then current guidelines of the Securities and Exchange Commission, such other addresses and/or such other securities depositories as the District may designate in a Written Request of the District delivered to the Paying Agent.

"Series 2010 Bonds" means the District's General Obligation Bonds, Election of 2009, Series 2010 Bonds issued on April 29, 2010 in the original principal amount of \$9,290,000.

"Tax Code" means the Internal Revenue Code of 1986 as in effect on the Closing Date or (except as otherwise referenced herein) as it may be amended to apply to obligations issued on the Closing Date, together with applicable proposed, temporary and final regulations promulgated, and applicable official public guidance published, under said Code.

"Underwriter" means Raymond James & Associates, Inc., as purchaser of the Refunding Bonds upon the negotiated sale thereof.

"Written Certificate of the District" or "Written Request of the District" means a certificate, request or other instrument in writing signed by a District Representative.

SECTION 1.02. *Interpretation.*

(a) Unless the context otherwise indicates, words expressed in the singular include the plural and vice versa and the use of the neuter, masculine, or feminine gender is for convenience only and include the neuter, masculine or feminine gender, as appropriate.

(b) Headings of articles and sections herein and the table of contents hereof are solely for convenience of reference, do not constitute a part hereof and shall not affect the meaning, construction or effect hereof.

(c) All references herein to "Articles," "Sections" and other subdivisions are to the corresponding Articles, Sections or subdivisions of this Resolution; the words "herein," "hereof," "hereby," "hereunder" and other words of similar import refer to this Resolution as a whole and not to any particular Article, Section or subdivision hereof.

SECTION 1.03. *Authority for this Resolution; Findings.* This Resolution is entered into under the provisions of the Bond Law. The Board hereby certifies that all of the things, conditions and acts required to exist, to have happened or to have been performed precedent to and in the issuance of the Refunding Bonds do exist, have happened or have been performed in due and regular time and manner as required by the laws of the State of California, and that the amount of the Refunding Bonds, together with all other indebtedness of the District, does not exceed any limit prescribed by any laws of the State of California.

ARTICLE II

THE REFUNDING BONDS

SECTION 2.01. *Authorization.* The Board hereby authorizes the issuance of the Refunding Bonds in the principal amount of not to exceed \$8,000,000 under and subject to the terms of the Bond Law and this Resolution, for the purpose of providing funds to refinance certain maturities of the outstanding Series 2010 Bonds. This Resolution constitutes a continuing agreement between the District and the Owners of all of the Outstanding Refunding Bonds to secure the full and final payment of principal thereof and interest and premium thereon, subject to the covenants, agreements, provisions and conditions herein contained. The Refunding Bonds are designated the "Shoreline Unified School District (Marin and Sonoma Counties, California) 2017 General Obligation Refunding Bonds."

As provided in Section 53552 of the Bond Law, the Refunding Bonds shall not be issued unless the total net interest cost to maturity on the Refunding Bonds plus the

principal amount of the Refunding Bonds is less than the total net interest cost to maturity on the Series 2010 Bonds to be refunded plus the principal amount of the Series 2010 Bonds to be refunded. Before issuing the Refunding Bonds, the District shall receive confirmation from its Financial Advisor that the requirements of Section 53552 of the Bond Law have been satisfied.

SECTION 2.02. *Terms of Refunding Bonds.*

(a) Form; Numbering. The Refunding Bonds shall be issued as fully registered Bonds, without coupons, in the denomination of \$5,000 each or any integral multiple thereof, but in an amount not to exceed the aggregate principal amount of Refunding Bonds maturing in the year of maturity of the Refunding Bond for which the denomination is specified. Refunding Bonds shall be lettered and numbered as the Paying Agent may prescribe.

(b) Date of Refunding Bonds. The Refunding Bonds shall be dated as of the Closing Date.

(c) CUSIP Identification Numbers. "CUSIP" identification numbers shall be imprinted on the Refunding Bonds, but such numbers do not constitute a part of the contract evidenced by the Refunding Bonds and any error or omission with respect thereto will not constitute cause for refusal of any purchaser to accept delivery of and pay for the Refunding Bonds. Any failure by the District to use CUSIP numbers in any notice to Owners of the Refunding Bonds will not constitute an event of default or any violation of the District's contract with the Owners and will not impair the effectiveness of any such notice.

(d) Maturities: Interest. The Refunding Bonds shall mature (or, alternatively, be subject to mandatory sinking fund redemption as hereinafter provided) on the dates and in the amounts to be determined upon the sale of the Refunding Bonds as set forth in the Bond Purchase Agreement. The final maturity date of the Refunding Bonds shall not exceed the final maturity date of the Series 2010 Bonds to be refunded.

Each Refunding Bond will bear interest from the Interest Payment Date next preceding the date of registration and authentication thereof unless (i) it is authenticated as of an Interest Payment Date, in which event it will bear interest from such date, or (ii) it is authenticated prior to an Interest Payment Date and after the close of business on the preceding Record Date, in which event it will bear interest from such Interest Payment Date, or (iii) it is authenticated on or before the first Record Date, in which event it will bear interest from the dated date of the Refunding Bonds; *provided, however,* that if at the time of authentication of a Refunding Bond, interest is in default thereon, such Refunding Bond will bear interest from the Interest Payment Date to which interest has previously been paid or made available for payment thereon.

(e) Payment. Interest on the Refunding Bonds (including the final interest payment upon maturity or redemption) is payable by check of the Paying Agent mailed to the Owner thereof at such Owner's address as it appears on the Registration Books at the close of business on the preceding Record Date; provided that at the written request of the Owner of at least \$1,000,000 aggregate principal amount of the Refunding Bonds, which written request is on file with the Paying Agent as of any Record Date, interest on such Refunding Bonds shall be paid on the succeeding Interest Payment Date to such account as shall be specified in such written request. Principal of and premium (if any)

on the Refunding Bonds are payable in lawful money of the United States of America upon presentation and surrender at the Principal Office of the Paying Agent.

(f) Provisions of Bond Purchase Agreement to Control. Notwithstanding the foregoing provisions of this Section and the following provisions of Section 2.03, any of the terms of the Refunding Bonds may be established or modified under the Bond Purchase Agreement. In the event of a conflict or inconsistency between this Resolution and the Bond Purchase Agreement relating to the terms of the Refunding Bonds, the provisions of the Bond Purchase Agreement shall be controlling.

SECTION 2.03. *Redemption of Refunding Bonds.*

(a) Optional Redemption Dates and Prices. The Refunding Bonds may be subject to redemption prior to maturity, at the option of the District, in whole or in part among maturities on such basis as designated by the District and by lot within a maturity, from any available source of funds, if and to the extent set forth in the Bond Purchase Agreement.

(b) Mandatory Sinking Fund Redemption. If the Bond Purchase Agreement specifies that any one or more maturities of the Refunding Bonds are term bonds which are subject to mandatory sinking fund redemption, each such maturity of Refunding Bonds shall be subject to such mandatory sinking fund redemption on August 1 in each of the years and in the respective principal amounts as set forth in the Bond Purchase Agreement, at a redemption price equal to 100% of the principal amount thereof to be redeemed (without premium), together with interest accrued thereon to the date fixed for redemption. If any Term Bonds are redeemed under the optional redemption provisions, the total amount of all future sinking payments with respect to such Term Bonds will be reduced by the aggregate principal amount of such Term Bonds so redeemed, to be allocated among such payments on a pro rata basis in integral multiples of \$5,000.

(c) Selection of Refunding Bonds for Redemption. Whenever less than all of the Outstanding Refunding Bonds of any one maturity are designated for redemption, the Paying Agent shall select the Outstanding Refunding Bonds of such maturity to be redeemed by lot in any manner deemed fair by the Paying Agent. For purposes of such selection, each Bond will be deemed to consist of individual bonds of \$5,000 denominations each which may be separately redeemed.

(d) Redemption Procedure. The Paying Agent will cause notice of any redemption to be mailed, first class mail, postage prepaid, at least 30 days but not more than 60 days prior to the date fixed for redemption, to the respective Owners of any Refunding Bonds designated for redemption, at their addresses appearing on the Registration Books. Such mailing is not a condition precedent to such redemption and the failure to mail or to receive any such notice will not affect the validity of the proceedings for the redemption of such Refunding Bonds. In addition, the Paying Agent will give notice of redemption by telecopy or certified, registered or overnight mail to the Municipal Securities Rulemaking Board and each of the Securities Depositories at least two days prior to such mailing to the Refunding Bond Owners.

Such notice shall state the redemption date and the redemption price and, if less than all of the then Outstanding Refunding Bonds are to be called for redemption, shall designate the serial numbers of the Refunding Bonds to be redeemed by giving the

individual number of each Refunding Bond or by stating that all Refunding Bonds between two stated numbers, both inclusive, or by stating that all of the Refunding Bonds of one or more maturities have been called for redemption, and shall require that such Refunding Bonds be then surrendered at the Office of the Paying Agent for redemption at the said redemption price, giving notice also that further interest on such Refunding Bonds will not accrue from and after the redemption date.

Upon surrender of Refunding Bonds redeemed in part only, the District shall execute and the Paying Agent shall authenticate and deliver to the Owner, at the expense of the District, a new Refunding Bond or Bonds, of the same maturity, of authorized denominations in aggregate principal amount equal to the unredeemed portion of the Refunding Bond or Bonds.

From and after the date fixed for redemption, if notice of such redemption has been duly given and funds available for the payment of the principal of and interest (and premium, if any) on the Refunding Bonds so called for redemption have been duly provided, the Refunding Bonds called for redemption will cease to be entitled to any benefit under this Resolution other than the right to receive payment of the redemption price, and no interest will accrue thereon on or after the redemption date specified in the notice. The Paying Agent will cancel all Refunding Bonds redeemed under this Section 2.03 and will furnish a certificate of cancellation to the District.

(e) Right to Rescind Notice of Redemption. The District has the right to rescind any notice of the optional redemption of Bonds under subsection (a) of this Section by written notice to the Paying Agent on or prior to the date fixed for redemption. Any notice of redemption shall be cancelled and annulled if for any reason funds will not be or are not available on the date fixed for redemption for the payment in full of the Refunding Bonds then called for redemption. The District and the Paying Agent shall have no liability to the Refunding Bond Owners or any other party related to or arising from such rescission of redemption. The Paying Agent shall mail notice of such rescission of redemption to the respective Owners of the Refunding Bonds designated for redemption, at their addresses appearing on the Registration Books, and also to the Securities Depositories and the Municipal Securities Rulemaking Board.

SECTION 2.04. *Form of Refunding Bonds.* The Refunding Bonds, the form of the Paying Agent's certificate of authentication and registration and the form of assignment to appear thereon will be substantially in the forms, respectively, with necessary or appropriate variations, omissions and insertions, as permitted or required by this Resolution and the Bond Purchase Agreement, as are set forth in Appendix A attached hereto.

SECTION 2.05. *Execution of Refunding Bonds.* The Refunding Bonds shall be signed by the facsimile or manual signature of the President of the Board and shall be attested by the facsimile or manual signature of the Secretary of the Board. Only those Refunding Bonds bearing a certificate of authentication and registration in the form set forth in Appendix A attached hereto, executed and dated by the Paying Agent, shall be valid or obligatory for any purpose or entitled to the benefits of this Resolution, and such certificate of the Paying Agent is conclusive evidence that the Refunding Bonds so registered have been duly authenticated, registered and delivered hereunder and are entitled to the benefits of this Resolution.

SECTION 2.06. *Transfer of Refunding Bonds.* Any Refunding Bond may, in accordance with its terms, be transferred, upon the Registration Books, by the person in whose name it is registered, in person or by his duly authorized attorney, upon surrender of such Refunding Bond for cancellation at the Office at the Paying Agent, accompanied by delivery of a written instrument of transfer in a form approved by the Paying Agent, duly executed. The District may charge a reasonable sum for each new Refunding Bond issued upon any transfer.

Whenever any Refunding Bond or Bonds is surrendered for transfer, the District shall execute and the Paying Agent shall authenticate and deliver a new Refunding Bond or Bonds, for like aggregate principal amount. No transfers of Refunding Bonds shall be required to be made (a) 15 days prior to the date established by the Paying Agent for selection of Refunding Bonds for redemption or (b) with respect to a Refunding Bond which has been selected for redemption.

SECTION 2.07. *Exchange of Refunding Bonds.* Refunding Bonds may be exchanged at the Office of the Paying Agent for a like aggregate principal amount of Refunding Bonds of authorized denominations and of the same maturity. The District may charge a reasonable sum for each new Refunding Bond issued upon any exchange (except in the case of any exchange of temporary Refunding Bonds for definitive Refunding Bonds). No exchange of Refunding Bonds is required to be made (a) 15 days prior to the date established by the Paying Agent for selection of Refunding Bonds for redemption or (b) with respect to a Refunding Bond after it has been selected for redemption.

SECTION 2.08. *Registration Books.* The Paying Agent shall keep or cause to be kept sufficient books for the registration and transfer of the Refunding Bonds, which shall at all times be open to inspection by the District upon reasonable notice; 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 said books, Refunding Bonds as herein before provided.

SECTION 2.09. *Book-Entry System.* Except as provided below, DTC shall be the Owner of all of the Refunding Bonds, and the Refunding Bonds shall be registered in the name of Cede & Co. as nominee for DTC. The Refunding Bonds shall be initially executed and delivered in the form of a single fully registered Refunding Bond for each maturity date of the Refunding Bonds in the full aggregate principal amount of the Refunding Bonds maturing on such date. The Paying Agent and the District may treat DTC (or its nominee) as the sole and exclusive owner of the Refunding Bonds registered in its name for all purposes of this Resolution, and neither the Paying Agent nor the District shall be affected by any notice to the contrary. The Paying Agent and the District have no responsibility or obligation to any Depository System Participant, any person claiming a beneficial ownership interest in the Refunding Bonds under or through DTC or a Depository System Participant, or any other person which is not shown on the register of the District as being an owner, with respect to the accuracy of any records maintained by DTC or any Depository System Participant or the payment by DTC or any Depository System Participant by DTC or any Depository System Participant of any amount in respect of the principal or interest with respect to the Refunding Bonds. The District shall cause to be paid all principal and interest with respect to the Refunding Bonds only to DTC, and all such payments shall be valid and effective to fully satisfy and discharge the District's obligations with respect to the principal and interest with respect to the

Refunding Bonds to the extent of the sum or sums so paid. Except under the conditions noted below, no person other than DTC shall receive a Refunding Bond. Upon delivery by DTC to the District of written notice to the effect that DTC has determined to substitute a new nominee in place of Cede & Co., the term "Cede & Co." in this Resolution shall refer to such new nominee of DTC.

If the District determines that it is in the best interest of the beneficial owners that they be able to obtain Refunding Bonds and delivers a written certificate to DTC and the District to that effect, DTC shall notify the Depository System Participants of the availability through DTC of Refunding Bonds. In such event, the District shall issue, transfer and exchange Refunding Bonds as requested by DTC and any other owners in appropriate amounts. DTC may determine to discontinue providing its services with respect to the Refunding Bonds at any time by giving notice to the District and discharging its responsibilities with respect thereto under applicable law. Under such circumstances (if there is no successor securities depository), the District shall be obligated to deliver Refunding Bonds as described in this Resolution. Whenever DTC requests the District to do so, the District will cooperate with DTC in taking appropriate action after reasonable notice to (a) make available one or more separate Refunding Bonds evidencing the Refunding Bonds to any Depository System Participant having Refunding Bonds credited to its DTC account or (b) arrange for another securities depository to maintain custody of certificates evidencing the Refunding Bonds.

Notwithstanding any other provision of this Resolution to the contrary, so long as any Refunding Bond is registered in the name of Cede & Co., as nominee of DTC, all payments with respect to the principal and interest with respect to such Refunding Bond and all notices with respect to such Refunding Bond shall be made and given, respectively, to DTC as provided as in the representation letter delivered on the date of issuance of the Refunding Bonds.

ARTICLE III

SALE OF REFUNDING BONDS; APPLICATION OF PROCEEDS

SECTION 3.01. *Sale of Refunding Bonds; Approval of Sale Documents.*

(a) Negotiated Sale of Refunding Bonds. The Board hereby authorizes the negotiated sale of the Refunding Bonds to the Underwriter. The Refunding Bonds shall be sold pursuant to the Bond Purchase Agreement in substantially the form on file with the Clerk of the Board with such changes therein, deletions therefrom and modifications thereto as a District Representative may approve, such approval to be conclusively evidenced by the execution and delivery of the Bond Purchase Agreement. The Refunding Bonds shall only be issued if the savings requirement stated in Section 2.01 herein can be met, as confirmed by the District's Financial Advisor, the final maturity date of the Refunding Bonds does not extend beyond the final maturity date of the 2010 Bonds to be refunded, and the Underwriter's discount does not exceed 0.8% of the aggregate principal amount of the Refunding Bonds. The Board hereby authorizes a District Representative to execute and deliver the final form of the Bond Purchase Agreement in the name and on behalf of the District.

In accordance with Section 53583(c)(2)(B) of the Bond Law, within two weeks after the Refunding Bonds are sold, the District will send a statement to the California Debt and Investment Advisory Commission providing the reasons for the negotiated sale, which include: (a) a negotiated sale provides more flexibility to choose the time and date of the sale which is advantageous in a volatile municipal bond market; (b) a negotiated sale will permit the time schedule for the issuance and sale of the Refunding Bonds to be expedited; (c) a negotiated sale provides more flexibility in making any advisable adjustments to the debt structure to manage tax rates; (d) a negotiated sale allows the District to work with participants familiar with the District; and (e) a negotiated sale provides opportunity to sell bonds to local investors and provides time for the Underwriter to educate potential investors about the District and the structure of the Refunding Bonds.

(b) Official Statement. The Board hereby approves, and hereby deems final within the meaning of Rule 15c2-12 of the Securities Exchange Act of 1934, the Preliminary Official Statement describing the Refunding Bonds in substantially the form on file with the Clerk of the Board. A District Representative is hereby authorized to execute an appropriate certificate stating the Board's determination that the Preliminary Official Statement has been deemed final within the meaning of such Rule. A District Representative is hereby authorized and directed to approve any changes in or additions to a final form of said Official Statement, and the execution thereof by a District Representative shall be conclusive evidence of his or her approval of any such changes and additions. The Board hereby authorizes the distribution of the Official Statement by the Underwriter. The final Official Statement shall be executed in the name and on behalf of the District by a District Representative.

(c) Actions to Close Bond Issuance. Each District Representative and any and all other officers of the District are each authorized and directed in the name and on behalf of the District to execute and deliver any and all certificates, requisitions, agreements, notices, consents, warrants, applications and other documents, including applications and commitments with respect to bond insurance to the extent deemed advisable by the Financial Advisor, which they or any of them might deem necessary or appropriate in order to consummate the lawful issuance, sale and delivery of the Refunding Bonds. Whenever in this Resolution any officer of the District is authorized to execute or countersign any document or take any action, such execution, countersigning or action may be taken on behalf of such officer by any person designated by such officer to act on his or her behalf if such officer is absent or unavailable.

SECTION 3.02. *Application of Proceeds of Sale of Refunding Bonds.* The proceeds of any series of Refunding Bonds shall be paid by the Underwriter on the Closing Date, as directed by the District, as follows:

- (a) The Underwriter shall transfer a portion of the proceeds of such series of Refunding Bonds to The Bank of New York Mellon Trust Company, N.A., as custodian (the "Custodian") under the agreement referred to in Section 3.04, to be applied to pay the Costs of Issuance of the Refunding Bonds.
- (b) The Underwriter shall transfer the remainder of such proceeds to the Escrow Agent to be held, invested and applied to refund and

discharge all or a portion of the outstanding Series 2010 Bonds in accordance with the Escrow Agreement.

In addition, if a municipal bond insurance policy is obtained, the District may direct the Underwriter to pay the premium for such directly to the provider thereof.

SECTION 3.03. *Refunding of Series 2010 Bonds; Approval of Escrow Agreement.* The Series 2010 Bonds shall be refunded in accordance with the provisions of the Escrow Agreement. The Board hereby approves the Escrow Agreement in substantially the form on file with the Secretary of the Board, together with any changes therein or modifications thereof which are approved by a District Representative, and the execution thereof by a District Representative will be conclusive evidence of the approval of any such changes or modifications. A District Representative is directed to authenticate and execute the final form of the Escrow Agreement on behalf of the District, and to deliver the executed Escrow Agreement on the Closing Date.

SECTION 3.04. *Costs of Issuance Custodian Agreement.* The Board hereby approves the Costs of Issuance Custodian Agreement between the District and the Custodian in substantially the form on file with the Secretary of the Board. As provided in said agreement, amounts held thereunder shall be requisitioned by a District Representative for payment of Costs of Issuance in accordance with said agreement. Any amounts held thereunder which are not required for payment of Costs of Issuance shall be transferred to the County Treasurer and deposited into the Debt Service Fund, to be applied to pay interest next coming due and payable on the Refunding Bonds.

SECTION 3.05. *Professional Services.* The Board has previously engaged the services of Isom Advisors, A Division of Urban Futures, Inc. to act as the District's financial advisor, and the firm of Jones Hall, A Professional Law Corporation, is hereby engaged to act as bond counsel and disclosure counsel to the District pursuant to a service agreement on file with the Superintendent, and the Superintendent or Chief Business Official is authorized to execute said agreement.

ARTICLE IV

SECURITY FOR THE REFUNDING BONDS; DEBT SERVICE FUND

SECTION 4.01. *Security for the Refunding Bonds.* The Refunding Bonds are general obligations of the District. The Board has the power to direct the Counties to levy *ad valorem* taxes upon all property within the District that is subject to taxation by the District, without limitation of rate or amount, for the payment of the Refunding Bonds and the interest thereon. The District hereby directs the Counties to levy on all the taxable property in the District, in addition to all other taxes, a continuing direct and *ad valorem* tax annually during the period the Refunding Bonds are Outstanding in an amount sufficient to pay the principal of and interest on the Refunding Bonds when due, including the principal of any Refunding Bonds upon the mandatory sinking fund redemption thereof, which moneys when collected will be paid to the Marin County Treasurer and placed in the Debt Service Fund established pursuant to Section 4.02.

The principal of and interest on Refunding Bonds do not constitute a debt of the Counties, the State of California, or any of their political subdivisions other than the District, or any of the officers, agents or employees thereof. Neither the Counties, the State of California, any of its political subdivisions nor any of the officers, agents or employees thereof are liable on the Refunding Bonds. In no event are the principal of and interest on Refunding Bonds payable out of any funds or properties of the District other than *ad valorem* taxes levied on taxable property in the District. The Refunding Bonds, including the interest thereon, are payable solely from taxes levied under Sections 15250 and 15252 of the Education Code; provided, however, nothing herein contained prevents the District from making advances of its own moneys howsoever derived to any of the uses or purposes permitted by law.

As provided in Section 15251 of the Education Code, the Refunding Bonds are secured by a statutory lien on all revenues received pursuant to the levy and collection of the *ad valorem* tax. The lien attaches automatically without further action or authorization by the District and is valid and binding from the time the Refunding Bonds are executed and delivered.

SECTION 4.02. *Establishment of Debt Service Fund.* The District hereby directs the County Treasurer of Marin County to establish, hold and maintain the Debt Service Fund as a separate fund or account, distinct from all other funds of the County and the District. All taxes levied by the Counties, as directed by the District herein, for the payment of the principal of and interest and premium (if any) on the Refunding Bonds in accordance with Section 4.01 shall be deposited in the Debt Service Fund by the County promptly upon apportionment of said levy. Amounts in the Debt Service Fund shall be transferred by the County to the Paying Agent to the extent required to pay the principal of and interest and redemption premium (if any) on the Refunding Bonds when due. As provided in Section 15232 of the Education Code, amounts in the Debt Service Fund shall also be applied to pay the expense of paying the Refunding Bonds elsewhere than at the office of the County Treasurer.

SECTION 4.03. *Disbursements From Debt Service Fund.* The County Auditor-Controller shall administer the Debt Service Fund and make disbursements therefrom in the manner set forth in this Section. The County Auditor-Controller shall transfer amounts on deposit in the Debt Service Fund, to the extent necessary to pay the principal of and interest on the Refunding Bonds when due and payable, to the Paying Agent which, in turn, shall pay such moneys to DTC to pay the principal of and interest on the Refunding Bonds. DTC will thereupon make payments of principal and interest on the Refunding Bonds to the DTC Participants who will thereupon make payments of principal and interest to the beneficial owners of the Refunding Bonds. In addition, amounts on deposit in the Debt Service Fund shall be applied to pay the fees and expenses of the Paying Agent insofar as permitted by law, including specifically by Section 15232 of the Education Code. Any moneys remaining in the Debt Service Fund after the Refunding Bonds and the interest thereon have been paid, shall be transferred to any other interest and sinking fund for general obligation bond indebtedness of the District, and in the event there is no such debt outstanding, shall be transferred to the District's general fund upon the order of the County, as provided in Section 15234 of the Education Code.

SECTION 4.04. *Pledge of Taxes.* The District hereby pledges all revenues from the property taxes collected from the levy by the Board of Supervisors of the County for

the payment of the Refunding Bonds and amounts on deposit in the Debt Service Fund to the payment of the principal or redemption price of and interest on the Refunding Bonds. This pledge shall be valid and binding from the date hereof for the benefit of the owners of the Refunding Bonds and successors thereto. The property taxes and amounts held in the Debt Service Fund shall be immediately subject to this pledge, and the pledge shall constitute a lien and security interest which shall immediately attach to the property taxes and amounts held in the interest and sinking fund to secure the payment of the Refunding Bonds and shall be effective, binding, and enforceable against the District, its successors, creditors and all others irrespective of whether those parties have notice of the pledge and without the need of any physical delivery, recordation, filing, or further act. This pledge constitutes an agreement between the District and owners of the Refunding Bonds to provide security for the Refunding Bonds in addition to any statutory lien that may exist. The District hereby represents and warrants that all of its general obligation bonds, including the Refunding Bonds are or were issued to finance or refinance one or more of the projects specified in the applicable voter-approved measure.

SECTION 4.05. *Investments.* All moneys held in any of the funds or accounts established with the County Treasurer hereunder may be invested in Authorized Investments in accordance with the investment policies of the County, as such policies exist at the time of investment. Obligations purchased as an investment of moneys in any fund or account will be deemed to be part of such fund or account. The County Treasurer has no responsibility in the reporting, reconciling and monitoring of the investment of the proceeds of the Refunding Bonds.

All interest or gain derived from the investment of amounts in any of the funds or accounts established hereunder shall be deposited in the fund or account from which such investment was made, and shall be expended for the purposes thereof. The District covenants that all investments of amounts deposited in any fund or account created by or under this Resolution, or otherwise containing proceeds of the Refunding Bonds, shall be acquired and disposed of at the Fair Market Value thereof. For purposes of this Section, the term "Fair Market Value" shall mean, with respect to any investment, the price at which a willing buyer would purchase such investment from a willing seller in a bona fide, arm's length transaction (determined as of the date the contract to purchase or sell the investment becomes binding) if the investment is traded on an established securities market (within the meaning of Section 1273 of the Tax Code) and, otherwise, the term "Fair Market Value" means the acquisition price in a bona fide arm's length transaction (as described above) if (i) the investment is a certificate of deposit that is acquired in accordance with applicable regulations under the Tax Code, (ii) the investment is an agreement with specifically negotiated withdrawal or reinvestment provisions and a specifically negotiated interest rate (for example, a guaranteed investment contract, a forward supply contract or other investment agreement) that is acquired in accordance with applicable regulations under the Tax Code, or (iii) the investment is a United States Treasury Security - State and Local Government Series that is acquired in accordance with applicable regulations of the United States Bureau of Public Debt.

ARTICLE V

OTHER COVENANTS OF THE DISTRICT

SECTION 5.01. *Punctual Payment.* The District will punctually pay, or cause to be paid, the principal of and interest on the Refunding Bonds, in strict conformity with the terms of the Refunding Bonds and of this Resolution, and it will faithfully observe and perform all of the conditions, covenants and requirements of this Resolution and of the Refunding Bonds. Nothing herein contained prevents the District from making advances of its own moneys howsoever derived to any of the uses or purposes permitted by law.

SECTION 5.02. *Books and Accounts; Financial Statement.* The District will keep, or cause to be kept, proper books of record and accounts, separate from all other records and accounts of the District in which complete and correct entries are made of all transactions relating to the expenditure of the proceeds of the Refunding Bonds. Such books of record and accounts shall at all times during business hours be subject to the inspection of the Paying Agent and the Owners of not less than 10% in aggregate principal amount of the Refunding Bonds then Outstanding, or their representatives authorized in writing.

SECTION 5.03. *Protection of Security and Rights of Refunding Bond Owners.* The District will preserve and protect the security of the Refunding Bonds and the rights of the Refunding Bond Owners, and will warrant and defend their rights against all claims and demands of all persons. Following the issuance of the Refunding Bonds by the District, the Refunding Bonds shall be incontestable by the District.

SECTION 5.04. *Tax Covenants.*

(a) Private Activity Bond Limitation. The District shall assure that the proceeds of the Refunding Bonds are not so used as to cause the Refunding Bonds to satisfy the private business tests of Section 141(b) of the Tax Code or the private loan financing test of Section 141(c) of the Tax Code.

(b) Federal Guarantee Prohibition. The District shall not take any action or permit or suffer any action to be taken if the result of the same would be to cause any of the Refunding Bonds to be "federally guaranteed" within the meaning of Section 149(b) of the Tax Code.

(c) No Arbitrage. The District shall not take, or permit or suffer to be taken by the Paying Agent or the County or otherwise, any action with respect to the proceeds of the Refunding Bonds which, if such action had been reasonably expected to have been taken, or had been deliberately and intentionally taken, on the Closing Date would have caused the Refunding Bonds to be "arbitrage bonds" within the meaning of Section 148 of the Tax Code.

(d) Maintenance of Tax-Exemption. The District shall take all actions necessary to assure the exclusion of interest on the Refunding Bonds from the gross income of the Owners of the Refunding Bonds to the same extent as such interest is permitted to be excluded from gross income under the Tax Code as in effect on the Closing Date.

(e) Rebate of Excess Investment Earnings to United States. The District shall calculate or cause to be calculated excess investment earnings with respect to the Refunding Bonds which are required to be rebated to the United States of America under Section 148(f) of the Tax Code, and shall pay the full amount of such excess investment earnings to the United States of America in such amounts, at such times and in such manner as may be required under the Tax Code, if and to the extent such Section 148(f) is applicable to the Refunding Bonds. Such payments shall be made by the District from any source of legally available funds of the District. The District shall keep or cause to be kept, and retain or cause to be retained for a period of six years following the retirement of the Refunding Bonds, records of the determinations made under this subsection (e). In order to provide for the administration of this subsection (e), the District may provide for the employment of independent attorneys, accountants and consultants compensated on such reasonable basis as the District may deem appropriate.

(f) Small Issuer Exemption from Bank Nondeductibility Restriction. The District hereby designates the Refunding Bonds as "qualified tax-exempt obligations" for purposes of paragraph (3) of Section 265(b) of the Tax Code and represents that not more than \$10,000,000 aggregate principal amount of obligations the interest on which is excludable (under Section 103(a) of the Tax Code) from gross income for federal income tax purposes (excluding (i) private activity bonds, as defined in Section 141 of the Tax Code, except qualified 501(c)(3) bonds as defined in Section 145 of the Tax Code and (ii) current refunding obligations to the extent the amount of the refunding obligation does not exceed the outstanding amount of the refunded obligation), including the Refunding Bonds, has been or will be issued by the District, including all subordinate entities of the District, during the calendar year 2017.

SECTION 5.05. *Continuing Disclosure.* The District hereby covenants and agrees that it will comply with and carry out all of the provisions of the Continuing Disclosure Certificate, which shall be executed by a District Representative and delivered on the Closing Date. Notwithstanding any other provision of this Resolution, failure of the District to comply with the Continuing Disclosure Certificate does not constitute a default by the District hereunder or under the Refunding Bonds; however, any Participating Underwriter (as such term is defined in the Continuing Disclosure Certificate) or any holder or beneficial owner of the Refunding Bonds may, take such actions as may be necessary and appropriate to compel performance, including seeking mandate or specific performance by court order.

SECTION 5.06. *Further Assurances.* The District will adopt, make, execute and deliver any and all such further resolutions, instruments and assurances as may be reasonably necessary or proper to carry out the intention or to facilitate the performance of this Resolution, and for the better assuring and confirming unto the Owners of the Refunding Bonds of the rights and benefits provided in this Resolution.

ARTICLE VI

THE PAYING AGENT

SECTION 6.01. *Appointment of Paying Agent.* The Bank of New York Mellon Trust Company, N.A., Los Angeles, California, or any successor agent thereto, is hereby appointed to act as the initial Paying Agent for the Refunding Bonds and, in such capacity, shall also act as registration agent and authentication agent for the Refunding Bonds. The Paying Agent undertakes to perform such duties, and only such duties, as are specifically set forth in this Resolution, and even during the continuance of an event of default with respect to the Refunding Bonds, no implied covenants or obligations shall be read into this Resolution against the Paying Agent. The Paying Agent shall signify its acceptance of the duties and obligations imposed upon it by the District by executing and delivering to the District a certificate or agreement to that effect.

The District may remove the Paying Agent initially appointed, and any successor thereto, and may appoint a successor or successors thereto, but any such successor shall be the County Treasurer, or a bank or trust company doing business and having an office in the State of California, having a combined capital (exclusive of borrowed capital) and surplus of at least \$50,000,000, and subject to supervision or examination by federal or state authority. If such bank or trust company publishes a report of condition at least annually, under law or to the requirements of any supervising or examining authority above referred to, then for the purposes of this Section 6.01 the combined capital and surplus of such bank or trust company shall be deemed to be its combined capital and surplus as set forth in its most recent report of condition so published.

The Paying Agent may at any time resign by giving written notice to the District and the Refunding Bond Owners of such resignation. Upon receiving notice of such resignation, the District shall promptly appoint a successor Paying Agent by an instrument in writing. Any resignation or removal of the Paying Agent and appointment of a successor Paying Agent will become effective upon acceptance of appointment by the successor Paying Agent.

Any bank, national association, federal savings association, or trust company into which the Paying Agent may be merged or converted or with which it may be consolidated or any bank, national association, federal savings association, or trust company resulting from any merger, conversion or consolidation to which it shall be a party or any bank, national association, federal savings association, or trust company to which the Paying Agent may sell or transfer all or substantially all of its corporate trust business, provided such bank, federal savings association, or trust company shall be eligible as described in this Section 6.01 shall be the successor to such Paying Agent, without the execution or filing of any paper or any further act, anything herein to the contrary notwithstanding.

SECTION 6.02. *Paying Agent May Hold Refunding Bonds.* The Paying Agent may become the owner of any of the Refunding Bonds in its own or any other capacity with the same rights it would have if it were not Paying Agent.

SECTION 6.03. *Liability of Agents.* The recitals of facts, covenants and agreements herein and in the Refunding Bonds contained shall be taken as statements,

covenants and agreements of the District, and the Paying Agent assumes no responsibility for the correctness of the same, nor makes any representations as to the validity or sufficiency of this Resolution or of the Refunding Bonds, nor shall incur any responsibility in respect thereof, other than as set forth in this Resolution. The Paying Agent is not liable in connection with the performance of its duties hereunder, except for its own negligence or willful default.

In the absence of bad faith, the Paying Agent may conclusively rely, as to the truth of the statements and the correctness of the opinions expressed therein, upon certificates or opinions furnished to the Paying Agent and conforming to the requirements of this Resolution.

The Paying Agent is not liable for any error of judgment made in good faith by a responsible officer of its corporate trust department in the absence of the negligence of the Paying Agent.

No provision of this Resolution shall require the Paying Agent to expend or risk its own funds or otherwise incur any financial liability in the performance of any of its duties hereunder, or in the exercise of any of its rights or powers, if it has reasonable grounds for believing that repayment of such funds or adequate indemnity against such risk or liability is not reasonably assured to it.

The Paying Agent may execute any of the powers hereunder or perform any duties hereunder either directly or by or through agents or attorneys and the Paying Agent is not responsible for any misconduct or negligence on the part of any agent or attorney appointed with due care by it hereunder.

SECTION 6.04. *Notice to Agents.* The Paying Agent may rely and shall be protected in acting or refraining from acting upon any notice, resolution, request, consent, order, certificate, report, warrant, bond or other paper or document believed by it to be genuine and to have been signed or presented by the proper party or proper parties. The Paying Agent may consult with counsel, who may be counsel to the District, with regard to legal questions, and the opinion of such counsel shall be full and complete authorization and protection in respect of any action taken or suffered by it hereunder in good faith and in accordance therewith.

Whenever in the administration of its duties under this Resolution the Paying Agent shall deem it necessary or desirable that a matter be proved or established prior to taking or suffering any action hereunder, such matter (unless other evidence in respect thereof be herein specifically prescribed) may, in the absence of bad faith on the part of the Paying Agent, be deemed to be conclusively proved and established by a certificate of the District, and such certificate shall be full warrant to the Paying Agent for any action taken or suffered under the provisions of this Resolution upon the faith thereof, but in its discretion the Paying Agent may, in lieu thereof, accept other evidence of such matter or may require such additional evidence as to it may seem reasonable.

SECTION 6.05. *Compensation; Indemnification.* The District shall pay to the Paying Agent from time to time reasonable compensation for all services rendered under this Resolution, and also all reasonable expenses, charges, counsel fees and other disbursements, including those of their attorneys, agents and employees, incurred in and about the performance of their powers and duties under this Resolution. The District

further agrees to indemnify and save the Paying Agent harmless against any liabilities which it may incur in the exercise and performance of its powers and duties hereunder which are not due to its negligence or bad faith.

ARTICLE VII

EVENTS OF DEFAULT AND REMEDIES

SECTION 7.01. *Events of Default.* Any one or more of the following events constitute an event of default under this Resolution:

- (a) the failure by the District to pay the principal amount of the Refunding Bonds when due;
- (b) the failure by the District to pay any installment of interest on the Refunding Bonds when due;
- (c) the default by the District in the observance of any of the covenants, agreements or conditions on its part contained in this Resolution, in the District Resolution or in the Refunding Bonds, and the continuation of such default for a period of 30 days after written notice thereof has been given to a District Representative; or
- (d) the filing by the District of a petition seeking reorganization or arrangement under the federal bankruptcy laws or any other applicable law of the United States of America, or if a court of competent jurisdiction approves a petition, seeking reorganization of the District under the federal bankruptcy laws or any other applicable law of the United States of America, or if, under the provisions of any other law for the relief or aid of debtors, any court of competent jurisdiction assumes custody or control of the District or of the whole or any substantial part of its property.

SECTION 7.02. *Remedies of Refunding Bond Owners.* Upon the occurrence and during the continuation of any event of default, any Refunding Bond Owner has the right, for the equal benefit and protection of all Refunding Bond Owners similarly situated:

- (a) by mandamus, suit, action or proceeding, to compel the District and its members, officers, agents or employees to perform each and every term, provision and covenant contained in this Resolution and in the Refunding Bonds, and to require the carrying out of any or all such covenants and agreements of the District and the fulfillment of all duties imposed upon it;
- (b) by suit, action or proceeding in equity, to enjoin any acts or things which are unlawful, or the violation of any of the Refunding Bond Owners' rights; or

- (c) upon the happening and continuation of any default by the District hereunder or under the Refunding Bonds, by suit, action or proceeding in any court of competent jurisdiction, to require the District and its members and employees to account as if it and they were the trustees of an express trust.

SECTION 7.03. *Remedies Not Exclusive.* No remedy herein conferred upon the Owners of Refunding Bonds is exclusive of any other remedy. Each and every remedy is cumulative and may be exercised in addition to every other remedy given hereunder or thereafter conferred on the Refunding Bond Owners.

SECTION 7.04. *Non-Waiver.* Nothing in this Article VII or in any other provision of this Resolution or in the Refunding Bonds, affects or impairs the obligation of the District, which is absolute and unconditional, to pay the principal of and interest on the Refunding Bonds to the respective Owners of the Refunding Bonds at the respective dates of maturity, as herein provided, or affects or impairs the right of action against the District, which is also absolute and unconditional, of such Owners to institute suit against the District to enforce such payment by virtue of the contract embodied in the Refunding Bonds.

A waiver of any default by any Refunding Bond Owner shall not affect any subsequent default or impair any rights or remedies on the subsequent default. No delay or omission of any Owner of any of the Refunding Bonds to exercise any right or power accruing upon any default shall impair any such right or power or shall be construed to be a waiver of any such default or an acquiescence therein, and every power and remedy conferred upon the Refunding Bond Owners by this Article VII may be enforced and exercised from time to time and as often as shall be deemed expedient by the Owners of the Refunding Bonds.

If a suit, action or proceeding to enforce any right or exercise any remedy be abandoned or determined adversely to the Refunding Bond Owners, the District and the Refunding Bond Owners shall be restored to their former positions, rights and remedies as if such suit, action or proceeding had not been brought or taken.

ARTICLE VIII

AMENDMENT OF THIS RESOLUTION

SECTION 8.01. *Amendments Effective Without Consent of the Owners.* The Board may amend this Resolution from time to time, without the consent of the Owners of the Refunding Bonds, for any one or more of the following purposes:

- (a) to add to the covenants and agreements of the District in this Resolution, other covenants and agreements to be observed by the District which are not contrary to or inconsistent with this Resolution as theretofore in effect;
- (b) to confirm, as further assurance, any pledge under, and to subject to any lien or pledge created or to be created by, this Resolution, of

any moneys, securities or funds, or to establish any additional funds or accounts to be held under this Resolution;

- (c) to cure any ambiguity, supply any omission, or cure or correct any defect or inconsistent provision in this Resolution, in a manner which does not materially adversely affect the interests of the Refunding Bond Owners in the opinion of Bond Counsel filed with the District; or
- (d) To make such additions, deletions or modifications as may be necessary or desirable to assure exemption from federal income taxation of interest on the Refunding Bonds.

SECTION 8.02. *Amendments Effective With Consent of the Owners.* The Board may amend this Resolution from time to time for any purpose not set forth in Section 8.01, with the written consent of the Owners of a majority in aggregate principal amount of the Refunding Bonds Outstanding at the time such consent is given. No such modification or amendment shall permit a change in the terms of maturity of the principal of any Outstanding Refunding Bonds or of any interest payable thereon or a reduction in the principal amount thereof or in the rate of interest thereon, or shall reduce the percentage of Refunding Bonds the consent of the Owners of which is required to effect any such modification or amendment, or shall change any of the provisions in Section 7.01 or shall reduce the amount of moneys pledged for the repayment of the Refunding Bonds without the consent of all the Owners of such Refunding Bonds, or shall change or modify any of the rights or obligations of any Paying Agent without its written consent.

ARTICLE IX

MISCELLANEOUS

SECTION 9.01. *Benefits of Resolution Limited to Parties.* Nothing in this Resolution, expressed or implied, gives to any person other than the District, the County, the Paying Agent and the Owners of the Refunding Bonds, any right, remedy, claim under or by reason of this Resolution. The covenants, stipulations, promises or agreements in this Resolution are for the sole and exclusive benefit of the Owners of the Refunding Bonds.

SECTION 9.02. *Defeasance of Refunding Bonds.*

(a) Discharge of Resolution. Any or all of the Refunding Bonds may be paid by the District in any of the following ways, provided that the District also pays or causes to be paid any other sums payable hereunder by the District:

- (i) by paying or causing to be paid the principal or redemption price of and interest on such Refunding Bonds, as and when the same become due and payable;

- (ii) by irrevocably depositing, in trust, at or before maturity, money or securities in the necessary amount (as provided in Section 9.02(c) hereof) to pay or redeem such Refunding Bonds; or
- (iii) by delivering such Refunding Bonds to the Paying Agent for cancellation by it.

If the District pays all Outstanding Refunding Bonds and also pays or causes to be paid all other sums payable hereunder by the District, then and in that case, at the election of the District (evidenced by a certificate of a District Representative filed with the Paying Agent, signifying the intention of the District to discharge all such indebtedness and this Resolution), and notwithstanding that any Refunding Bonds have not been surrendered for payment, this Resolution and other assets made under this Resolution and all covenants, agreements and other obligations of the District under this Resolution shall cease, terminate, become void and be completely discharged and satisfied, except only as provided in Section 9.02(b). In such event, upon request of the District, the Paying Agent shall cause an accounting for such period or periods as may be requested by the District to be prepared and filed with the District and shall execute and deliver to the District all such instruments as may be necessary to evidence such discharge and satisfaction, and the Paying Agent shall pay over, transfer, assign or deliver to the District all moneys or securities or other property held by it under this Resolution which are not required for the payment or redemption of Refunding Bonds not theretofore surrendered for such payment or redemption.

(b) Discharge of Liability on Refunding Bonds. Upon the deposit, in trust, at or before maturity, of money or securities in the necessary amount (as provided in Section 9.02(c) hereof) to pay or redeem any Outstanding Refunding Bond (whether upon or prior to its maturity or the redemption date of such Refunding Bond), provided that, if such Refunding Bond is to be redeemed prior to maturity, notice of such redemption has been given as provided in Section 2.03 or provision satisfactory to the Paying Agent has been made for the giving of such notice, then all liability of the District in respect of such Refunding Bond shall cease and be completely discharged, except only that thereafter the Owner thereof shall be entitled only to payment of the principal of and interest on such Refunding Bond by the District, and the District shall remain liable for such payment, but only out of such money or securities deposited with the Paying Agent as aforesaid for such payment, provided further, however, that the provisions of Section 9.02(d) shall apply in all events.

The District may at any time surrender to the Paying Agent for cancellation by it any Refunding Bonds previously issued and delivered, which the District may have acquired in any manner whatsoever, and such Refunding Bonds, upon such surrender and cancellation, shall be deemed to be paid and retired.

(c) Deposit of Money or Securities. Whenever in this Resolution it is provided or permitted that there be deposited with or held in trust by the Paying Agent or other agent money or securities in the necessary amount to pay or redeem any Refunding Bonds, the money or securities so to be deposited or held may include money or securities held by the Paying Agent in the funds and accounts established under this Resolution and shall be:

- (i) lawful money of the United States of America in an amount equal to the principal amount of such Refunding Bonds and all unpaid interest thereon to maturity, except that, in the case of Refunding Bonds which are to be redeemed prior to maturity and in respect of which notice of such redemption has been given as provided in Section 2.03 or provision satisfactory to the Paying Agent has been made for the giving of such notice, the amount to be deposited or held shall be the principal amount or redemption price of such Refunding Bonds and all unpaid interest thereon to the redemption date; or
- (ii) Federal Securities (not callable by the issuer thereof prior to maturity) the principal of and interest on which when due, in the opinion of a certified public accountant delivered to the District, will provide money sufficient to pay the principal or redemption price of and all unpaid interest to maturity, or to the redemption date, as the case may be, on the Refunding Bonds to be paid or redeemed, as such principal or redemption price and interest become due, provided that, in the case of Refunding Bonds which are to be redeemed prior to the maturity thereof, notice of such redemption has been given as provided in Section 2.03 or provision satisfactory to the Paying Agent has been made for the giving of such notice.

(d) Payment of Refunding Bonds After Discharge of Resolution.

Notwithstanding any provisions of this Resolution, any moneys held by the Paying Agent in trust for the payment of the principal or redemption price of, or interest on, any Refunding Bonds and remaining unclaimed for two years after the principal of all of the Refunding Bonds has become due and payable (whether at maturity or upon call for redemption or by acceleration as provided in this Resolution), if such moneys were so held at such date, or two years after the date of deposit of such moneys if deposited after said date when all of the Refunding Bonds became due and payable, shall, upon request of the District, be repaid to the District free from the trusts created by this Resolution, and all liability of the Paying Agent with respect to such moneys shall thereupon cease; *provided, however*, that before the repayment of such moneys to the District as aforesaid, the Paying Agent may (at the cost of the District) first mail to the Owners of all Refunding Bonds which have not been paid at the addresses shown on the Registration Books a notice in such form as may be deemed appropriate by the Paying Agent, with respect to the Refunding Bonds so payable and not presented and with respect to the provisions relating to the repayment to the District of the moneys held for the payment thereof.

SECTION 9.03. *Execution of Documents and Proof of Ownership by Refunding Bond Owners.* Any request, declaration or other instrument which this Resolution may require or permit to be executed by Refunding Bond Owners may be in one or more instruments of similar tenor, and shall be executed by Refunding Bond Owners in person or by their attorneys appointed in writing.

Except as otherwise herein expressly provided, the fact and date of the execution by any Refunding Bond Owner or his attorney of such request, declaration or other instrument, or of such writing appointing such attorney, may be proved by the certificate of any notary public or other officer authorized to take acknowledgments of deeds to be

recorded in the state in which he purports to act, that the person signing such request, declaration or other instrument or writing acknowledged to him the execution thereof, or by an affidavit of a witness of such execution, duly sworn to before such notary public or other officer.

Except as otherwise herein expressly provided, the ownership of registered Refunding Bonds and the amount, maturity, number and date of holding the same shall be proved by the Registration Books.

Any request, declaration or other instrument or writing of the Owner of any Refunding Bond shall bind all future Owners of such Refunding Bond in respect of anything done or suffered to be done by the District or the Paying Agent in good faith and in accordance therewith.

SECTION 9.04. *Waiver of Personal Liability.* No Board member, officer, agent or employee of the District shall be individually or personally liable for the payment of the principal of or interest on the Refunding Bonds; but nothing herein contained shall relieve any such Board member, officer, agent or employee from the performance of any official duty provided by law.

SECTION 9.05. *Limited Duties of Counties; Indemnification.* The Counties (including its officers, agents and employees) shall undertake only those duties of the Counties under this Resolution which are specifically set forth in this Resolution, and even during the continuance of an event of default with respect to the Refunding Bonds, no implied covenants or obligations shall be read into this Resolution against the Counties (including its officers, agents and employees).

The District further agrees to indemnify, defend and save the Counties (including their officers, agents and employees) harmless against any and all liabilities, costs, expenses, damages and claims which it may incur in the exercise and performance of their powers and duties hereunder except, however, with respect to liabilities, costs, expenses, damages and claims which are due to their respective negligence or bad faith.

SECTION 9.06. *Destruction of Canceled Refunding Bonds.* Whenever in this Resolution provision is made for the surrender to the District of any Refunding Bonds which have been paid or canceled under the provisions of this Resolution, a certificate of destruction duly executed by the Paying Agent shall be deemed to be the equivalent of the surrender of such canceled Refunding Bonds and the District shall be entitled to rely upon any statement of fact contained in any certificate with respect to the destruction of any such Refunding Bonds therein referred to.

SECTION 9.07. *Partial Invalidity.* If any section, paragraph, sentence, clause or phrase of this Resolution shall for any reason be held illegal or unenforceable, such holding shall not affect the validity of the remaining portions of this Resolution. The District hereby declares that it would have adopted this Resolution and each and every other section, paragraph, sentence, clause or phrase hereof and authorized the issue of the Refunding Bonds pursuant thereto irrespective of the fact that any one or more sections, paragraphs, sentences, clauses, or phrases of this Resolution may be held illegal, invalid or unenforceable. If, by reason of the judgment of any court, the District is rendered unable to perform its duties hereunder, all such duties and all of the rights and

powers of the District hereunder shall be assumed by and vest in the chief financial officer of the District in trust for the benefit of the Refunding Bond Owners.

SECTION 9.08. *Effective Date of Resolution.* This Resolution shall take effect from and after the date of its passage and adoption.

PASSED AND ADOPTED on October 19, 2017, by the following vote:

Trustee	Aye	No	Absent	Abstain
Jill Manning-Sartori				
Clarette McDonald				
Avito Miranda				
Jim Lino				
Tim Kehoe				
Jane Healy				
Vonda Jensen				

Jill Manning-Sartori, President
Board of Trustees
Shoreline Unified School District,
Marin and Sonoma Counties, California

ATTEST:

Bob Raines, Secretary, Board of Trustees
Shoreline Unified School District,
Marin and Sonoma Counties, California

APPENDIX A

FORM OF BOND

REGISTERED BOND NO. _____

\$ _____

SHORELINE UNIFIED SCHOOL DISTRICT
(Marin and Sonoma Counties, California)
2017 GENERAL OBLIGATION REFUNDING BOND

INTEREST RATE: _____% per annum **MATURITY DATE:** August 1, _____ **DATED DATE:** _____ **CUSIP** _____

REGISTERED OWNER: _____

PRINCIPAL AMOUNT: _____

The Shoreline Unified School District (the "District"), located in Marin and Sonoma Counties (together, the "Counties"), for value received, hereby promises to pay to the Registered Owner named above, or registered assigns, the principal amount on the Maturity Date, each as stated above, and interest thereon, calculated on a 30/360 day basis, until the principal amount is paid or provided for, at the Interest Rate stated above, such interest to be paid on February 1 and August 1 of each year, commencing February 1, 2018 (the "Interest Payment Dates"). This Bond will bear interest from the Interest Payment Date next preceding the date of authentication hereof, unless (a) it is authenticated as of a business day following the 15th day of the month immediately preceding any Interest Payment Date and on or before such Interest Payment Date, in which event it shall bear interest from such Interest Payment Date, or (b) it is authenticated on or before January 15, 2018, in which event it shall bear interest from the Dated Date referred to above.

Principal hereof is payable at the corporate trust office of the Paying Agent. Interest hereon (including the final interest payment upon maturity) is payable by check or draft of the Paying Agent mailed by first-class mail to the Owner at the Owner's address as it appears on the registration books maintained by the Paying Agent as of the close of business on the 15th day of the month next preceding such Interest Payment Date (the "Record Date"), or at such other address as the Owner may have filed with the Paying Agent for that purpose.

This Bond is one of a series of \$ _____ of Bonds issued for the purpose of raising money to refinance outstanding general obligation bond indebtedness of the District, issued under the provisions of Articles 9 and 11 of Chapter 3 of Part 1 of Division 2 of Title 5 of the Government Code of the State of California as in effect on the date of adoption hereof and as amended hereafter (the "Bond Law"), and under a Resolution of the Board of Trustees of the District adopted on September 21, 2017 (the "Resolution"), authorizing the issuance of the Bonds. This Bond and the issue of which this Bond is a part are payable as to both principal and interest from the proceeds of the

levy of *ad valorem* taxes on all property subject to such taxes in the District, which taxes are unlimited as to rate or amount.

The Bonds are general obligations of the District. The Board has the power to direct the Counties to levy *ad valorem* taxes upon all property within the District that is subject to taxation by the District, without limitation of rate or amount, for the payment of the Bonds and the interest and redemption premium (if any) thereon. The Bonds, including the interest thereon, are payable solely from taxes levied under Sections 15250 and 15252 of the California Education Code. The Bonds are secured by a statutory lien on all revenues received pursuant to the levy and collection of the voter-approved tax for the Bonds.

The Bonds are being issued subject to the terms and conditions of the Resolution. All capitalized terms herein and not otherwise defined have the meaning given them in the Resolution, and if not therein defined, in the Bond Purchase Agreement with respect to the Bonds. Reference is hereby made to the Resolution and the Bond Purchase Agreement (copies of which are on file at the office of the Paying Agent) and the Bond Law for a description of the terms on which the Bonds are issued and the rights thereunder of the owners of the Bonds and the rights, duties and immunities of the Paying Agent and the rights and obligations of the District thereunder, to all of the provisions of which Resolution the Owner of this Bond, by acceptance hereof, assents and agrees.

The principal of and interest and redemption premium, if any, on this Bond does not constitute a debt of the Counties, the State of California, or any of its political subdivisions other than the District, or any of the officers, agents and employees thereof, and neither the Counties, the State of California, any of its political subdivisions, nor any of the officers, agents and employees thereof shall be liable hereon. In no event shall the principal of and interest and redemption premium, if any, on this Bond be payable out of any funds or properties of the District other than *ad valorem* taxes levied upon all taxable property in the District.

The Bonds of this issue are issuable only as fully registered Bonds in the denominations of \$5,000 or any integral multiple thereof. This Bond is exchangeable and transferable for Bonds of other authorized denominations at the principal corporate trust office of the Paying Agent, by the Registered Owner or by a person legally empowered to do so, upon presentation and surrender hereof to the Paying Agent, together with a request for exchange or an assignment signed by the Registered Owner or by a person legally empowered to do so, in a form satisfactory to the Paying Agent, all subject to the terms, limitations and conditions provided in the Bond Resolution. Any tax or governmental charges shall be paid by the transferor. The District and the Paying Agent may deem and treat the Registered Owner as the absolute owner of this Bond for the purpose of receiving payment of or on account of principal or interest and for all other purposes, and neither the District nor the Paying Agent shall be affected by any notice to the contrary.

The Bonds maturing on or after August 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 available source of funds, on August 1, 20__, or on any date thereafter, at a price equal to 100%

of the principal amount thereof, without premium, together with accrued interest thereon to the redemption date.

[If applicable:] The Bonds maturing on August 1, 20__ (the "Term Bonds") are also subject to mandatory sinking fund redemption on August 1 in the years, and in the amounts, as set forth in the following table, at a redemption price equal to 100% of the principal amount thereof to be redeemed (without premium), together with interest accrued thereon to the date fixed for redemption; *provided, however*, that if some but not all of the Term Bonds have been redeemed under the preceding paragraph, the aggregate principal amount of Term Bonds to be redeemed under this paragraph shall be reduced on a pro rata basis in integral multiples of \$5,000, or on such other basis as designated pursuant to written notice filed by the District with the Paying Agent.

Sinking Fund Redemption Date <u>(August 1)</u>	Principal Amount To Be <u>Redeemed</u>
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The Paying Agent shall give notice of the redemption of the Bonds at the expense of the District. Such notice shall specify: (a) that the Bonds or a designated portion thereof are to be redeemed, (b) the numbers and CUSIP numbers of the Bonds to be redeemed, (c) the date of notice and the date of redemption, (d) the place or places where the redemption will be made, and (e) descriptive information regarding the Bonds including the dated date, interest rate and stated maturity date. Such notice shall further state that on the specified date there shall become due and payable upon each Bond to be redeemed, the portion of the principal amount of such Bond to be redeemed, together with interest accrued to said date, the redemption premium, if any, and that from and after such date interest with respect thereto shall cease to accrue and be payable.

Notice of redemption shall be by registered or otherwise secured mail or delivery service, postage prepaid, to the registered owner of the Bonds, to a municipal registered securities depository and to a national information service that disseminates securities redemption notices and, by first class mail, postage prepaid, to the District and the respective Owners of any Bonds designated for redemption at their addresses appearing on the Bond registration books, in every case at least 30 days, but not more than 60 days, prior to the redemption date; provided that neither failure to receive such notice nor any defect in any notice so mailed shall affect the sufficiency of the proceedings for the redemption of such Bonds. Under certain circumstances as set forth in the Resolution, any such notice of redemption may be rescinded by the District.

Neither the District nor the Paying Agent will be required: (a) to issue or transfer any Bond during a period beginning with the opening of business on the 15th calendar day next preceding either any Interest Payment Date or any date of selection of any Bond to be redeemed and ending with the close of business on the Interest Payment Date or a day on which the applicable notice of redemption is given, or (b) to transfer any Bond which has been selected or called for redemption in whole or in part.

The District has designated the Bonds as "qualified tax-exempt obligations" within the meaning of section 265(b)(3) of the Internal Revenue Code of 1986 (the "Tax Code"), and, in the case of certain financial institutions (within the meaning of section 265(b)(5) of the Tax Code), a deduction is allowed for 80 percent of that portion of such financial institutions' interest expense allocable to interest payable on the Bonds.

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

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

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

IN WITNESS WHEREOF, the Shoreline Unified School District has caused this Bond to be executed by the facsimile signature of its President and attested by the facsimile signature of the Secretary of its Board of Trustees, all as of the date stated above.

SHORELINE UNIFIED SCHOOL DISTRICT

By _____ *EXHIBIT ONLY*
President of the Board

Attest:

EXHIBIT ONLY
Secretary of the Board

FORM OF CERTIFICATE OF AUTHENTICATION

This is one of the Bonds described in the within-mentioned Resolution.

Authentication Date:

**THE BANK OF NEW YORK MELLON TRUST
COMPANY, N.A., as Paying Agent**

EXHIBIT ONLY

Authorized Signatory

FORM OF ASSIGNMENT

For value received, the undersigned do(es) hereby sell, assign and transfer unto

(Name, Address and Tax Identification or Social Security Number of Assignee)

the within Bond and do(es) hereby irrevocably constitute and appoint _____
_____, attorney, to transfer the same on the registration books of the Bond
Registrar, with full power of substitution in the premises.

Dated: _____

Signature Guaranteed:

Note: Signature(s) must be guaranteed by a an
eligible guarantor institution.

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

PRELIMINARY OFFICIAL STATEMENT DATED SEPTEMBER 26, 2017

NEW ISSUE -- FULL BOOK-ENTRY
BANK QUALIFIEDRATING: Standard & Poor's: "___"
See "RATING" herein

In the opinion of Jones Hall, A Professional Law Corporation, San Francisco, California, Bond Counsel, subject, however to certain qualifications described herein, under existing law, the interest on the Refunding Bonds is excluded from gross income for federal income tax purposes and such interest is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals and corporations, although for the purpose of computing the alternative minimum tax imposed on certain corporations, such interest is taken into account in determining certain income and earnings, and the Refunding Bonds are "qualified tax-exempt obligations" within the meaning of Section 265(b)(3) of the Internal Revenue Code of 1986. In the further opinion of Bond Counsel, such interest is exempt from California personal income taxes. See "TAX MATTERS" herein.

\$8,000,000*

SHORELINE UNIFIED SCHOOL DISTRICT
(Marin and Sonoma Counties, California)
2017 General Obligation Refunding Bonds
(Bank Qualified)

Dated: Date of Delivery**Due: August 1, as shown on inside cover**

Issuance. The Shoreline Unified School District 2017 General Obligation Refunding Bonds (the "Refunding Bonds"), in the aggregate principal amount of \$8,000,000*, are being issued by the Shoreline Unified School District (the "District") pursuant to certain provisions of the California Government Code and a resolution of the Board of Trustees of the District adopted on September 21, 2017 (the "Bond Resolution"). The Refunding Bonds are being issued to refund on an advance basis certain maturities of the District's General Obligation Bonds, Election of 2009, Series 2010, and to pay costs of issuance. See "THE REFUNDING BONDS – Authority for Issuance" and "THE REFINANCING PLAN."

Security. The Refunding Bonds are general obligation bonds of the District payable solely from *ad valorem* taxes. The Board of Supervisors of the County has the power and is obligated to annually levy *ad valorem* taxes upon all property subject to taxation by the District without limitation of rate or amount (except certain personal property which is taxable at limited rates) for the payment of principal of and interest on the Refunding Bonds. The District has other series of general obligation bonds outstanding that are similarly secured by tax levies. See "SECURITY FOR THE REFUNDING BONDS."

Redemption. The Refunding Bonds are subject to optional and mandatory sinking fund redemption prior to maturity under certain circumstances, as described herein. See "THE REFUNDING BONDS – Optional Redemption" and "Mandatory Sinking Fund Redemption."

Book-Entry Only. The Refunding Bonds will be issued in book-entry form only, and will be initially issued and registered in the name of Cede & Co. as nominee of The Depository Trust Company, New York, New York ("DTC"). Purchasers will not receive physical certificates representing their interests in the Refunding Bonds. See "THE REFUNDING BONDS - Book-Entry-Only System."

Payments. The Refunding Bonds are current interest bonds which accrue interest at the rates set forth on the inside cover page hereof, payable semiannually on each February 1 and August 1 until maturity, commencing February 1, 2018. Payments of principal of and interest on the Refunding Bonds will be paid by The Bank of New York Mellon Trust Company, N.A., Los Angeles, California, as the designated paying agent, registrar and transfer agent for the Refunding Bonds (the "Paying Agent"), to DTC for subsequent disbursement to DTC Participants who will remit such payments to the beneficial owners of the Refunding Bonds. See "THE REFUNDING BONDS."

MATURITY SCHEDULE

(see inside front cover)

This cover page contains information for general reference only. It is not a summary of all the provisions of the Refunding Bonds. Investors must read the entire official statement to obtain information essential in making an informed investment decision.

The Refunding Bonds will be offered when, as and if issued and accepted by the Underwriter, subject to the approval as to legality by Jones Hall, A Professional Law Corporation, San Francisco, California, Bond Counsel to the District, and subject to certain other conditions. Jones Hall is also serving as Disclosure Counsel to the District. Kronick, Moskovitz, Tiedemann & Girard, A Professional Corporation, is serving as Underwriter's Counsel. It is anticipated that the Refunding Bonds, in book-entry form, will be available for delivery through the facilities of DTC, on or about October 17, 2017.

RAYMOND JAMES®

The date of this Official Statement is _____, 2017.

*Preliminary; subject to change.

This Preliminary Official Statement and the information contained herein are subject to completion or amendment. Under no circumstances shall this Preliminary Official Statement constitute an offer to sell or a solicitation of an offer to buy nor shall there be any sale of these securities in any jurisdiction in which such offer solicitation or sale would be unlawful prior to registration or qualification under the securities laws of such jurisdiction.

MATURITY SCHEDULE

**SHORELINE UNIFIED SCHOOL DISTRICT
(Marin and Sonoma Counties, California)
2017 General Obligation Refunding Bonds
(Bank Qualified)**

Base CUSIP[†]: _____

Maturity Date (August 1)	Principal Amount	Interest Rate	Yield	CUSIP[†]
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**Preliminary; subject to change.*

† CUSIP® is a registered trademark of the American Bankers Association. CUSIP data herein is provided by CUSIP Global Services, managed by S&P Global Market Intelligence on behalf of The American Bankers Association. Neither the District nor the Underwriter takes any responsibility for the accuracy of the CUSIP data.

GENERAL INFORMATION ABOUT THIS OFFICIAL STATEMENT

Rule 15c2-12. For purposes of compliance with Rule 15c2-12(b)(5) of the United States Securities Exchange Commission Rule, as amended (the "Rule"), this Preliminary Official Statement constitutes an "Official Statement" of the District with respect to the Refunding Bonds that has been deemed "final" by the District as of its date except for the omission of no more than the information permitted to be omitted by the Rule.

Use of Official Statement. This Official Statement is submitted in connection with the sale of the Refunding Bonds referred to herein and may not be reproduced or used, in whole or in part, for any other purpose. This Official Statement is not a contract between any Refunding Bond owner and the District or the Underwriter.

No Offering Except by This Official Statement. No dealer, broker, salesperson or other person has been authorized by the District or the Underwriter to give any information or to make any representations other than those contained in this Official Statement and, if given or made, such other information or representation must not be relied upon as having been authorized by the District or the Underwriter.

No Unlawful Offers or Solicitations. This Official Statement does not constitute an offer to sell or the solicitation of an offer to buy nor may there be any sale of the Refunding Bonds by a person in any jurisdiction in which it is unlawful for such person to make such an offer, solicitation or sale.

Estimates and Projections. When used in this Official Statement and in any continuing disclosure by the District, in any press release and in any oral statement made with the approval of an authorized officer of the District, the words or phrases "will likely result," "are expected to," "will continue", "is anticipated", "estimate", "project," "forecast", "expect", "intend" and similar expressions identify "forward looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Such statements are subject to risks and uncertainties that could cause actual results to differ materially from those contemplated in such forward-looking statements. Any forecast is subject to such uncertainties. Inevitably, some assumptions used to develop the forecasts will not be realized and unanticipated events and circumstances may occur. Therefore, there are likely to be differences between forecasts and actual results, and those differences may be material.

Information in Official Statement. The information set forth in this Official Statement has been furnished by the District and other sources which are believed to be reliable, but it is not guaranteed as to accuracy or completeness.

Document Summaries. All summaries of the Bond Resolution or other documents referred to in this Official Statement are made subject to the provisions of such documents and qualified in their entirety to reference to such documents, and do not purport to be complete statements of any or all of such provisions.

Involvement of Underwriter. The Underwriter has provided the following statement for inclusion in this Official Statement: The Underwriter has reviewed the information in this Official Statement pursuant to its responsibilities to investors under the federal securities laws as applied to the facts and circumstances of this transaction, but the Underwriter does not guarantee the accuracy or completeness of such information

No Securities Laws Registration. The Refunding Bonds have not been registered under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended, in reliance upon exceptions therein for the issuance and sale of municipal securities. The Refunding Bonds have not been registered or qualified under the securities laws of any state.

Effective Date. This Official Statement speaks only as of its date, and the information and expressions of opinion contained in this Official Statement are subject to change without notice. Neither the delivery of this Official Statement nor any sale of the Refunding Bonds will, under any circumstances, give rise to any implication that there has been no change in the affairs of the District, the County, the other parties described in this Official Statement, or the condition of the property within the District since the date of this Official Statement.

Stabilization of Market Price. In connection with the offering of the Refunding Bonds, the Underwriter may over allot or effect transactions which stabilize or maintain the market price of such Refunding Bonds at a level above that which might otherwise prevail in the open market. Such stabilization, if commenced, may be discontinued at any time.

Website. The District maintains a website. However, the information presented on the website is not a part of this Official Statement, is not incorporated herein by reference, and should not be relied upon in making an investment decision with respect to the Refunding Bonds.

**SHORELINE UNIFIED SCHOOL DISTRICT
COUNTIES OF MARIN AND SONOMA
STATE OF CALIFORNIA**

BOARD OF TRUSTEES

Jill Manning-Sartori, *President*
Clarette McDonald, *Vice-President*
Avito Miranda, *Clerk*
Tim Kehoe, *Member*
Jane Healy, *Member*
Vonda Jensen, *Member*
Jim Lino, *Member*

DISTRICT ADMINISTRATION

Robert "Bob" Raines, *Superintendent*
Bruce Abbott, *Chief Business Official*

BOND and DISCLOSURE COUNSEL

Jones Hall, A Professional Law Corporation
San Francisco, California

FINANCIAL ADVISOR

Isom Advisors, A Division of Urban Futures, Inc.
Walnut Creek, California

PAYING AGENT, TRANSFER AGENT, ESCROW AGENT AND BOND REGISTRAR

The Bank of New York Mellon Trust Company, N.A.,
Los Angeles, California

UNDERWRITER'S COUNSEL

Kronick, Moskovitz, Tiedemann & Girard, A Professional Corporation
Sacramento, California

ESCROW VERIFICATION

Causey Demgen & Moore P.C.
Denver, Colorado

TABLE OF CONTENTS

	<u>Page</u>
INTRODUCTION	1
THE REFINANCING PLAN	4
The Refunded Bonds	4
Deposits in Escrow Fund	5
THE REFUNDING BONDS	6
Authority for Issuance	6
Description of the Refunding Bonds	6
Paying Agent	6
Optional Redemption	7
Mandatory Sinking Fund Redemption	7
Partial Redemption of Refunding Bonds	7
Selection of Refunding Bonds for Redemption	7
Notice of Redemption	8
Right to Rescind Notice of Redemption	8
Defeasance	9
Book-Entry Only System	10
Registration, Transfer and Exchange of Bonds	10
DEBT SERVICE SCHEDULES	11
SOURCES AND USES OF FUNDS	13
SECURITY FOR THE REFUNDING BONDS	14
<i>Ad Valorem</i> Taxes	14
Debt Service Fund	15
Not a County Obligation	15
PROPERTY TAXATION	16
Property Tax Collection Procedures	16
Taxation of State-Assessed Utility Property	17
Assessed Valuations	17
Reassessments and Appeals of Assessed Value	21
Typical Tax Rates	22
Tax Levies and Delinquencies	22
Teeter Plan	23
Largest Property Owners	24
Debt Obligations	25
TAX MATTERS	26
VERIFICATION OF MATHEMATICAL ACCURACY	28
CONTINUING DISCLOSURE	28
CERTAIN LEGAL MATTERS	29
RATING	29
UNDERWRITING	29
ADDITIONAL INFORMATION	30
EXECUTION	30

- APPENDIX A - District General and Financial Information
- APPENDIX B - Audited Financial Statements of the District for Fiscal Year Ended June 30, 2016
- APPENDIX C - General Information about Marin County
- APPENDIX D - Form of Opinion of Bond Counsel
- APPENDIX E - Form of Continuing Disclosure Certificate
- APPENDIX F - DTC and the Book-Entry System
- APPENDIX G - Marin County Investment Policy and Investment Report

\$8,000,000*
SHORELINE UNIFIED SCHOOL DISTRICT
(Marin and Sonoma Counties, California)
2017 General Obligation Refunding Bonds
(Bank Qualified)

INTRODUCTION

This Official Statement, which includes the cover page and appendices hereto, provides information in connection with the sale and delivery by the Shoreline Unified School District (the "**District**") of the Shoreline Unified School District (Marin and Sonoma Counties, California) 2017 General Obligation Refunding Bonds, in the principal amount of \$8,000,000* (the "**Refunding Bonds**").

This Introduction is not a summary of this Official Statement. It is only a brief description of and guide to, and is qualified by, more complete and detailed information contained in the entire Official Statement, including the cover page and appendices hereto, and the documents summarized or described herein. A full review should be made of the entire Official Statement. The offering of the Refunding Bonds to potential investors is made only by means of the entire Official Statement.

The District; Basic Aid Status. The District is located on the western coast of California in portions of both Marin and Sonoma Counties (together, the "**Counties**"), approximately 60 miles north of San Francisco and West of the City of Petaluma. With its western border along the winding, scenic coast traveled by Highway 1, the boundaries include approximately 400 square miles and include several State and County parks and other landmark towns, including the Point Reyes National Seashore, Nick's Cove, Dillon's Beach and Bodega Bay. Students attending the District's schools come from small town and rural areas, from the mouth of the Russian River in the north to the Point Reyes National Seashore in the south. The District serves students in grades K-12 and operates four elementary school sites and one comprehensive high school site. Enrollment in the District in fiscal year 2017-18 is 513 students. The District's total assessed value in fiscal year 2017-18 is \$2,345,652,065. The District's property tax entitlement exceeds its entitlement under the State education funding formula. As such, the District is a Community Supported District, also known as "Basic Aid", and as such, is entitled to keep its full property tax entitlement in lieu of the lower amount of State funding that would be available to it.

For more information regarding the District and its finances generally, see Appendix A and Appendix B attached hereto. See also Appendix C hereto for demographic and other information regarding the County of Marin.

Purpose. The Refunding Bonds are being issued by the District to refinance, on an advance basis, certain outstanding maturities of the District's Election of 2009, General Obligation Bonds, Series 2010 (the "**2010 Bonds**"), and to pay costs of issuance. See "THE REFINANCING PLAN."

**Preliminary; subject to change.*

Authority for Issuance of the Refunding Bonds. The Refunding Bonds will be issued under the provisions of Articles 9 and 11 of Chapter 3 of Part 1 of Division 2 of Title 5 of the Government Code of the State of California (the “**Bond Law**”) and under a resolution adopted by the Board of Trustees of the District on September 21, 2017 (the “**Bond Resolution**”). See “THE REFUNDING BONDS - Authority for Issuance.”

Security and Sources of Payment for the Refunding Bonds. The Refunding Bonds are general obligation bonds of the District payable solely from *ad valorem* property taxes levied and collected by the County. The County is empowered and is obligated to annually levy *ad valorem* taxes for the payment of interest on, and principal of, the Refunding Bonds upon all property subject to taxation by the District, without limitation as to rate or amount (except with respect to certain personal property which is taxable at limited rates). See “SECURITY FOR THE REFUNDING BONDS.”

The District currently has other series of general obligation bonds that are payable from *ad valorem* taxes levied on taxable property in the District. For the remaining debt service of the District’s outstanding general obligation bonds, see “DEBT SERVICE SCHEDULES.” See also “APPENDIX A – DISTRICT GENERAL AND FINANCIAL INFORMATION - DISTRICT FINANCIAL INFORMATION - Long-Term Indebtedness.”

Payment and Registration of the Refunding Bonds. The Refunding Bonds are being issued as current interest bonds. The Refunding Bonds will be dated their date of original issuance and delivery (the “**Dated Date**”) and will be issued as fully registered bonds, without coupons, in the denominations of \$5,000 or any integral multiple of \$5,000, registered in the name of Cede & Co. as nominee of The Depository Trust Company, New York, New York (“**DTC**”), and will be available under the book-entry system maintained by DTC, only through brokers and dealers who are or act through DTC Participants as described below. Beneficial Owners will not be entitled to receive physical delivery of the Refunding Bonds. See “THE REFUNDING BONDS” and “APPENDIX F –DTC and the Book-Entry System.”

Interest on the Refunding Bonds accrues from the Dated Date and is payable semiannually on February 1 and August 1 of each year, commencing February, 2018. See “THE REFUNDING BONDS - Description of the Refunding Bonds.”

Redemption. The Refunding Bonds are subject to redemption prior to their maturity as described in “THE REFUNDING BONDS – Optional Redemption” and “- Mandatory Sinking Fund Redemption.”

Legal Matters. Issuance of the Refunding Bonds is subject to the approving opinion of Jones Hall, A Professional Law Corporation, San Francisco, California (“**Bond Counsel**”), to be delivered in substantially the form attached hereto as Appendix D. Jones Hall, A Professional Law Corporation, San Francisco, California, is also serving as Disclosure Counsel to the District (“**Disclosure Counsel**”). Kronick, Moskovitz, Tiedemann & Girard, A Professional Corporation, is serving as counsel to the Underwriter. *Payment of the fees of Bond Counsel, Disclosure Counsel and Underwriter’s Counsel is contingent upon issuance of the Refunding Bonds.*

Tax Matters; Bank Qualification. Assuming compliance with certain covenants and provisions of the Internal Revenue Code of 1986, in the opinion of Bond Counsel, interest on the Refunding Bonds is excluded from gross income for federal income tax purposes although it may be includable in the calculation for certain taxes. Also, in the opinion of Bond Counsel,

interest on the Refunding Bonds will be exempt from State of California personal income taxes. The District has designated the Refunding Bonds as "qualified tax-exempt obligations" pursuant to Section 265(b)(3) of the Internal Revenue Code of 1986. Such section provides an exception to the prohibition against the ability of a "financial institution" (as defined in the Internal Revenue Code of 1986) to deduct its interest expense allocable to interest payable on the Refunding Bonds. See "TAX MATTERS."

Continuing Disclosure. The District has covenanted and agreed that it will comply with and carry out all of the provisions of the Continuing Disclosure Certificate, dated the date of the Refunding Bonds and executed by the District (the "**Continuing Disclosure Certificate**"). The form of the Continuing Disclosure Certificate is included in Appendix E hereto. See "CERTAIN LEGAL MATTERS - Continuing Disclosure."

Other Information. This Official Statement speaks only as of its date, and the information contained herein is subject to change.

Copies of documents referred to herein and information concerning the Refunding Bonds are available from the Superintendent of the District, Shoreline Unified School District, 10 John Street, Tomales, California; telephone (707) 878-2266. The District may impose a charge for copying, mailing and handling.

This Official Statement is not to be construed as a contract with the purchasers of the Refunding Bonds. Statements contained in this Official Statement which involve estimates, forecasts or matters of opinion, whether or not expressly so described herein, are intended solely as such and are not to be construed as representations of fact. The summaries and references to documents, statutes and constitutional provisions referred to herein do not purport to be comprehensive or definitive, and are qualified in their entireties by reference to each of such documents, statutes and constitutional provisions.

The information set forth herein has been obtained from official sources which are believed to be reliable but it is not guaranteed as to accuracy or completeness, and is not to be construed as a representation by the District. The information and expressions of opinions herein are subject to change without notice and neither delivery of this Official Statement nor any sale made hereunder shall, under any circumstances, create any implication that there has been no change in the affairs of the District since the date hereof. This Official Statement is submitted in connection with the sale of the Refunding Bonds referred to herein and may not be reproduced or used, in whole or in part, for any other purpose.

END OF INTRODUCTION

THE REFINANCING PLAN

As described herein, the proceeds of the Refunding Bonds will be used to refund certain maturities of the 2010 Bonds, and to pay related costs of issuance.

The Refunded Bonds

The 2010 Bonds were authorized at an election of the registered voters of the District held on November 3, 2009, which authorized the issuance of \$9,290,000 principal amount of general obligation bonds (the "2010 Authorization") for the purpose of financing voter-approved improvements to District buildings and other facilities. The 2010 Bonds, the first and only series of bonds issued pursuant to the 2010 Authorization, were issued as current interest bonds in the aggregate principal amount of \$9,290,000. The 2010 Bonds maturing on or after August 1, 2021, are subject to optional redemption on or after August 1, 2020 at a price of 100.0% of the principal amount being redeemed, plus any accrued interest, without premium.

The Refunding Bonds are being issued by the District to refund on an advance basis certain maturities of the 2010 Bonds, as more particularly identified in the following table (the "Refunded Bonds").

SHORELINE UNIFIED SCHOOL DISTRICT Identification of Refunded Bonds*

Maturities Payable from Escrow (August 1)	CUSIP†	Principal Amount*	Redemption Date	Redemption Price
2021	825198 CD4	\$325,000	08/01/2020	100.0%
2022	825198 CE2	335,000	08/01/2020	100.0
2023	825198 CF9	350,000	08/01/2020	100.0
2024	825198 CG7	370,000	08/01/2020	100.0
2025	825198 CH5	385,000	08/01/2020	100.0
2026	825198 CJ1	400,000	08/01/2020	100.0
2027	825198 CK8	420,000	08/01/2020	100.0
2028	825198 CL6	435,000	08/01/2020	100.0
2029	825198 CM4	455,000	08/01/2020	100.0
2030	825198 CN2	475,000	08/01/2020	100.0
2031	825198 CP7	495,000	08/01/2020	100.0
2032	825198 CQ5	520,000	08/01/2020	100.0
2033	825198 CR3	545,000	08/01/2020	100.0
2034	825198 CS1	570,000	08/01/2020	100.0
2035	825198 CT9	595,000	08/01/2020	100.0
Total:		\$6,675,000		

* Preliminary, subject to change.

T: Term Bonds.

† CUSIP Copyright American Bankers Association. CUSIP data herein is provided by Standard & Poor's CUSIP Service Bureau, a division of McGraw Hill Companies, Inc. Neither the District nor the Underwriter is responsible for the accuracy of such data.

Deposits in Escrow Fund

The District will deliver the net proceeds of the Refunding Bonds to The Bank of New York Mellon Trust Company, N.A., Los Angeles, California, as escrow bank (the "**Escrow Agent**"), for deposit in an escrow fund (the "**Escrow Fund**") established under an Escrow Agreement (the "**Escrow Agreement**"), between the District and the Escrow Agent. The Escrow Agent will invest such funds in certain United States Treasury notes, bonds, bills or certificates of indebtedness, or obligations issued by any agency or department of the United States which are secured, directly or indirectly, by the full faith and credit of the United States ("**Escrow Fund Securities**") and will apply such funds, together with interest earnings on the investment of such funds in Escrow Fund Securities, to pay the principal of and interest on the Refunded Bonds, including the redemption price of the Refunded Bonds, as set forth above, together with accrued interest to the redemption date identified above.

Sufficiency of the deposits in the Escrow Fund for the foregoing purposes will be verified by Causey Demgen & Moore P.C., Denver, Colorado (the "**Verification Agent**"). See "VERIFICATION OF MATHEMATICAL ACCURACY" herein. As a result of the deposit of funds with the Escrow Agent on the date of issuance of the Refunding Bonds, the Refunded Bonds will be legally defeased and will be payable solely from amounts held for that purpose under the Escrow Agreement, and will cease to be secured by *ad valorem* property taxes levied in the District.

The Escrow Fund Securities and cash held by the Escrow Agent in the Escrow Fund are pledged solely to the payment of the Refunded Bonds, and will not be available for the payment of debt service with respect to the Refunding Bonds.

THE REFUNDING BONDS

Authority for Issuance

The Refunding Bonds will be issued under the Bond Law and the Bond Resolution.

Description of the Refunding Bonds

The Refunding Bonds are being issued as current interest bonds. The Refunding Bonds mature in the years and in the amounts as set forth on the inside cover page hereof. The Refunding Bonds will be issued in book-entry form only, and will be initially issued and registered in the name of Cede & Co. as nominee for DTC. Purchasers will not receive physical certificates representing their interest in the Refunding Bonds. See “- Book-Entry Only System” below and “APPENDIX F – DTC and the Book-Entry System.”

The Refunding Bonds will be issued in denominations of \$5,000 principal amount each or any integral multiple thereof. Interest on the Refunding Bonds is payable semiannually on each February 1 and August 1, commencing February 1, 2018 (each, an “**Interest Payment Date**”). Each Refunding Bond will bear interest from the Interest Payment Date next preceding the date of registration and authentication thereof unless (i) it is authenticated as of an Interest Payment Date, in which event it will bear interest from such date, or (ii) it is authenticated prior to an Interest Payment Date and after the close of business on the fifteenth (15th) day of the month preceding the Interest Payment Date (each, a “**Record Date**”), in which event it will bear interest from such Interest Payment Date, or (iii) it is authenticated prior to January 15, 2018, in which event it will bear interest from the Closing Date identified on the cover page hereof. Notwithstanding the foregoing, if interest on any Refunding Bond is in default at the time of authentication thereof, such Refunding Bond will bear interest from the Interest Payment Date to which interest has previously been paid or made available for payment thereon. Payments of principal of and interest on the Refunding Bonds will be paid by the Paying Agent to DTC for subsequent disbursement to DTC Participants who will remit such payments to the beneficial owners of the Refunding Bonds.

Paying Agent

The Bank of New York Mellon Trust Company, N.A., Los Angeles, California, will act as the registrar, transfer agent, and paying agent for the Refunding Bonds (the “**Paying Agent**”). As long as DTC is the registered owner of the Refunding Bonds and DTC's book-entry method is used for the Refunding Bonds, the Paying Agent will send any notice of redemption or other notices to owners only to DTC. Any failure of DTC to advise any DTC Participant, or of any DTC Participant to notify any Beneficial Owner, of any such notice and its content or effect will not affect the validity or sufficiency of the proceedings relating to the redemption of the Refunding Bonds called for redemption or of any other action covered by such notice.

The Paying Agent, the District, the County and the Underwriter of the Refunding Bonds have no responsibility or liability for any aspects of the records relating to or payments made on account of beneficial ownership, or for maintaining, supervising or reviewing any records relating to beneficial ownership, of interests in the Refunding Bonds.

Optional Redemption

The Refunding Bonds maturing on or before August 1, 20__ are not subject to optional redemption prior to maturity. The Refunding Bonds maturing on or after August 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 available source of funds, on August 1, 20__, or on any date thereafter, at a price equal to 100% of the principal amount thereof, without premium, together with accrued interest thereon to the redemption date.

For the purpose of selection for optional redemption, Refunding Bonds will be deemed to consist of \$5,000 portions (principal amount), and any such portion may be separately redeemed.

Mandatory Sinking Fund Redemption

The Refunding Bonds maturing on August 1, 20__ (the "Term Bonds"), are subject to mandatory sinking fund redemption on August 1 of each of the years in accordance with the schedule set forth below. The Term Bonds so called for mandatory sinking fund redemption shall be redeemed in the sinking fund payments amounts and on the dates set forth below, without premium. If any Term Bonds are redeemed under the foregoing optional redemption provisions, the total amount of all future sinking payments with respect to such Term Bonds will be reduced by the aggregate principal amount of such Term Bonds so redeemed, to be allocated among such payments on a pro rata basis in integral multiples of \$5,000.

Term Bonds Maturing August 1, 20__

Redemption Date (August 1)	Sinking Fund Redemption
---------------------------------------	------------------------------------

Neither failure to receive or failure to send any notice of redemption nor any defect in any such redemption notice so given shall affect the sufficiency of the proceedings for the redemption of the affected Refunding Bonds.

Partial Redemption of Refunding Bonds

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

Selection of Refunding Bonds for Redemption

Whenever less than all of the outstanding Refunding Bonds of any one maturity are designated for redemption, the Paying Agent shall select the outstanding Refunding Bonds of such maturity to be redeemed by lot in any manner deemed fair by the Paying Agent. For

purposes of such selection, each Refunding Bond will be deemed to consist of individual bonds of \$5,000 denominations each which may be separately redeemed.

Notice of Redemption

The Paying Agent will cause notice of any redemption to be mailed, first class mail, postage prepaid, at least 30 days but not more than 60 days prior to the date fixed for redemption, to the respective owners of any Refunding Bonds designated for redemption, at their addresses appearing on the records maintained by the Paying Agent for the registration of ownership and registration of transfer of the Refunding Bonds (the "**Registration Books**"). Such mailing is not a condition precedent to such redemption and the failure to mail or to receive any such notice will not affect the validity of the proceedings for the redemption of such Refunding Bonds. In addition, the Paying Agent will give notice of redemption by telecopy or certified, registered or overnight mail to the Municipal Securities Rulemaking Board and each of the Securities Depositories at least two days prior to such mailing to the Refunding Bond Owners.

Such notice shall state the redemption date and the redemption price and, if less than all of the then outstanding Refunding Bonds are to be called for redemption, shall designate the serial numbers of the Refunding Bonds to be redeemed by giving the individual number of each Refunding Bond or by stating that all Refunding Bonds between two stated numbers, both inclusive, or by stating that all of the Refunding Bonds of one or more maturities have been called for redemption, and shall require that such Refunding Bonds be then surrendered at the Office of the Paying Agent for redemption at the said redemption price, giving notice also that further interest on such Refunding Bonds will not accrue from and after the redemption date.

From and after the date fixed for redemption, if notice of such redemption has been duly given and funds available for the payment of the principal of and interest (and premium, if any) on the Refunding Bonds so called for redemption have been duly provided, the Refunding Bonds called for redemption will cease to be entitled to any benefit under the Bond Resolution other than the right to receive payment of the redemption price, and no interest will accrue thereon on or after the redemption date specified in the notice.

Right to Rescind Notice of Redemption

The District has the right to rescind any notice of the optional redemption of Refunding Bonds by written notice to the Paying Agent on or prior to the date fixed for redemption. Any notice of redemption shall be cancelled and annulled if for any reason funds will not be or are not available on the date fixed for redemption for the payment in full of the Refunding Bonds then called for redemption. The District and the Paying Agent have no liability to the Refunding Bond owners or any other party related to or arising from such rescission of redemption. The Paying Agent shall mail notice of such rescission of redemption in the same manner as the original notice of redemption was sent under the Bond Resolution.

Defeasance

The Refunding Bonds may be paid by the District, in whole or in part, in any one or more of the following ways:

- (a) by paying or causing to be paid the principal or redemption price of and interest on such Refunding Bonds, as and when the same become due and payable;
- (b) by irrevocably depositing, in trust, at or before maturity, money or securities in the necessary amount (as provided in the Bond Resolution) to pay or redeem such Refunding Bonds; or
- (c) by delivering such Refunding Bonds to the Paying Agent for cancellation by it.

Whenever in the Bond Resolution it is provided or permitted that there be deposited with or held in trust by the Paying Agent money or securities in the necessary amount to pay or redeem any Refunding Bonds, the money or securities so to be deposited or held may be held by the Paying Agent or by any other fiduciary. Such money or securities may include money or securities held by the Paying Agent in the funds and accounts established under the Bond Resolution and will be:

- (i) lawful money of the United States of America in an amount equal to the principal amount of such Refunding Bonds and all unpaid interest thereon to maturity, except that, in the case of Refunding Bonds which are to be redeemed prior to maturity and in respect of which notice of such redemption is given as provided in the Bond Resolution or provision satisfactory to the Paying Agent is made for the giving of such notice, the amount to be deposited or held will be the principal amount or redemption price of such Refunding Bonds and all unpaid interest thereon to the redemption date; or
- (ii) Federal Securities (not callable by the issuer thereof prior to maturity) the principal of and interest on which when due, in the opinion of a certified public accountant delivered to the County and the District, will provide money sufficient to pay the principal or redemption price of and all unpaid interest to maturity, or to the redemption date, as the case may be, on the Refunding Bonds to be paid or redeemed, as such principal or redemption price and interest become due, provided that, in the case of Refunding Bonds which are to be redeemed prior to the maturity thereof, notice of such redemption is given as provided in the Bond Resolution or provision satisfactory to the Paying Agent is made for the giving of such notice.

Upon the deposit, in trust, at or before maturity, of money or securities in the necessary amount (as described above) to pay or redeem any outstanding Refunding Bond (whether upon or prior to its maturity or the redemption date of such Refunding Bond), then all liability of the County and the District in respect of such Refunding Bond will cease and be completely discharged, except only that thereafter the owner thereof will be entitled only to payment of the principal of and interest on such Refunding Bond by the District, and the District will remain

liable for such payment, but only out of such money or securities deposited with the Paying Agent for such payment.

As used in the foregoing defeasance provision, the term “**Federal Securities**” means United States Treasury notes, bonds, bills or certificates of indebtedness, or obligations issued by any agency or department of the United States which are secured, directly or indirectly, by the full faith and credit of the United States.

Book-Entry Only System

The Refunding Bonds will be registered initially in the name of “Cede & Co.,” as nominee of The Depository Trust Company, New York, New York (“**DTC**”), which has been appointed as securities depository for the Refunding Bonds, and registered ownership may not be transferred thereafter except as provided in the Bond Resolution. Purchasers will not receive certificates representing their interests in the Refunding Bonds. Principal of the Refunding Bonds will be paid by the Paying Agent to DTC, which in turn is obligated to remit such principal to its participants for subsequent disbursement to beneficial owners of the Refunding Bonds as described herein. See “APPENDIX F – DTC and the Book-Entry System.”

Registration, Transfer and Exchange of Bonds

If the book entry system is discontinued, the District shall cause the Paying Agent to maintain and keep at its principal corporate trust office all books and records necessary for the registration, exchange and transfer of the Refunding Bonds.

If the book entry system is discontinued, the person in whose name a Refunding Bond is registered on the Registration Books shall be regarded as the absolute owner of that Refunding Bond. Payment of the principal of and interest on any Refunding Bond shall be made only to or upon the order of that person; neither the District, the County nor the Paying Agent shall be affected by any notice to the contrary, but the registration may be changed as provided in the Bond Resolution.

Refunding Bonds may be exchanged at the principal corporate trust office of the Paying Agent in San Francisco, California for a like aggregate principal amount of Refunding Bonds of authorized denominations and of the same maturity. Any Refunding Bond may, in accordance with its terms, but only if (i) the District determines to no longer maintain the book entry only status of the Refunding Bonds, (ii) DTC determines to discontinue providing such services and no successor securities depository is named or (iii) DTC requests the District to deliver Bond certificates to particular DTC Participants, be transferred, upon the books required to be kept pursuant to the provisions of the Bond Resolution, by the person in whose name it is registered, in person or by his duly authorized attorney, upon surrender of such Bond for cancellation at the office of the Paying Agent, accompanied by delivery of a written instrument of transfer in a form approved by the Paying Agent, duly executed.

No exchanges of Refunding Bonds shall be required to be made (a) fifteen days prior to an Interest Payment Date or the date established by the Paying Agent for selection of Refunding Bonds for redemption until the close of business on the Interest Payment Date or day on which the applicable notice of redemption is given or (b) with respect to a Refunding Bond after such Refunding Bond has been selected or called for redemption in whole or in part.

DEBT SERVICE SCHEDULES

The Refunding Bonds. The following table shows the annual debt service schedule with respect to the Refunding Bonds (assuming no optional redemptions).

**SHORELINE UNIFIED SCHOOL DISTRICT
Annual Debt Service Schedule
2017 General Obligation Refunding Bonds**

Period Ending August 1	Principal	Interest	Total
2018			
2019			
2020			
2021			
2022			
2023			
2024			
2025			
2026			
2027			
2028			
2029			
2030			
2031			
2032			
2033			
2034			
2035			
Total			

Combined Debt Service Schedules. The following table shows the combined annual debt service schedule with respect to outstanding general obligation bonds, and the Refunding Bonds, assuming no optional redemptions. See also Appendix A under the heading "DISTRICT FINANCIAL INFORMATION – Long-Term Indebtedness - General Obligation Bonds" for additional information.

**SHORELINE UNIFIED SCHOOL DISTRICT
Combined Annual Debt Service Schedule
All Outstanding General Obligation Bonds**

Period Ending August 1	2011 Refunding Bonds	Election of 2009, Series 2010 Bonds Debt Service*	Refunding Bonds Debt Service	Aggregate Annual Debt Service
2018	\$462,012.50	\$636,315.00		
2019	457,112.50	634,715.00		
2020	461,162.50	632,715.00		
2021	461,662.50	635,315.00		
2022	466,425.00	632,315.00		
2023	464,781.25	633,915.00		
2024	467,331.25	639,915.00		
2025	468,356.25	636,415.00		
2026	238,337.50	632,165.00		
2027	--	632,165.00		
2028	--	626,165.00		
2029	--	626,590.00		
2030	--	626,115.00		
2031	--	624,265.00		
2032	--	626,247.50		
2033	--	626,807.50		
2034	--	625,920.00		
2035	--	623,560.00		
2036	--	--		
2037	--	--		
2038	--	--		
2039	--	--		
2040	--	--		
2041	--	--		
2042	--	--		
2043	--	--		
TOTAL	\$3,947,181.25	\$11,351,620.00		

* Certain maturities of the District's 2010 Bonds are expected to be refunded with the proceeds of the Refunding Bonds. The debt service schedule above will be revised in the Final Official Statement to reflect final pricing information including the partial redemption of the 2010 Bonds and the issuance of the Refunding Bonds. See "THE REFINANCING PLAN."

SOURCES AND USES OF FUNDS

The estimated sources and uses of funds with respect to the Refunding Bonds are as follows:

Sources of Funds

Principal Amount of Refunding Bonds
Net Original Issue Premium/Discount

Total Sources

Uses of Funds

Escrow Fund
Costs of Issuance⁽¹⁾

Total Uses

(1) All estimated costs of issuance including, but not limited to, Underwriter's discount, printing costs, and fees of Bond Counsel, Disclosure Counsel, the financial advisor, the Paying Agent, Escrow Agent, and the rating agency.

SECURITY FOR THE REFUNDING BONDS

Ad Valorem Taxes

Refunding Bonds Payable from Ad Valorem Property Taxes. The Refunding Bonds are general obligations of the District, payable solely from *ad valorem* property taxes levied and collected by the County. The County is empowered and is obligated to annually levy *ad valorem* taxes for the payment of the Refunding Bonds and the interest thereon upon all property within the District subject to taxation by the District, without limitation of rate or amount (except certain personal property which is taxable at limited rates). In no event is the District obligated to pay principal of and interest and redemption premium, if any, on the Refunding Bonds out of any funds or properties of the District other than *ad valorem* taxes levied upon all taxable property in the District; provided, however, nothing in the Bond Resolution prevents the District from making advances of its own moneys howsoever derived to any of the uses or purposes permitted by law.

Other Bonds Payable from Ad Valorem Property Taxes. The District has previously issued other general obligation bonds, which are payable from *ad valorem* taxes on a parity basis. In addition to the general obligation bonds issued by the District, there is other debt issued by entities with jurisdiction in the District, which is payable from *ad valorem* taxes levied on parcels in the District. See "PROPERTY TAXATION – Direct and Overlapping Debt" below.

Levy and Collection. The County will levy and collect such *ad valorem* taxes in such amounts and at such times as is necessary to ensure the timely payment of debt service. Such taxes, when collected, will be deposited into a debt service fund for the Refunding Bonds, which is maintained by the County and which is irrevocably pledged for the payment of principal of and interest on the Refunding Bonds when due.

District property taxes are assessed and collected by the County in the same manner and at the same time, and in the same installments as other *ad valorem* taxes on real property, and will have the same priority, become delinquent at the same times and in the same proportionate amounts, and bear the same proportionate penalties and interest after delinquency, as do the other *ad valorem* taxes on real property. See "PROPERTY TAXATION -Teeter Plan" below.

Statutory Lien on Ad Valorem Tax Revenues. Pursuant to Senate Bill 222 effective January 1, 2016, voter approved general obligation bonds which are secured by *ad valorem* tax collections, including the Refunding Bonds, are secured by a statutory lien on all revenues received pursuant to the levy and collection of the property tax imposed to service those bonds. Said lien attaches automatically and is valid and binding from the time the bonds are executed and delivered. The lien is enforceable against the school district or community college district, its successors, transferees, and creditors, and all others asserting rights therein, irrespective of whether those parties have notice of the lien and without the need for any further act.

Annual Tax Rates. The amount of the annual *ad valorem* tax levied by the County to repay the Refunding Bonds will be determined by the relationship between the assessed valuation of taxable property in the District and the amount of debt service due on the Refunding Bonds. Fluctuations in the annual debt service on the Refunding Bonds and the assessed value of taxable property in the District may cause the annual tax rate to fluctuate.

Economic and other factors beyond the District's control, such as economic recession, deflation of land values, a relocation out of the District or financial difficulty or bankruptcy by one or more major property taxpayers, or the complete or partial destruction of taxable property caused by, among other eventualities, earthquake, flood, fire, drought or other natural disaster, could cause a reduction in the assessed value within the District and necessitate a corresponding increase in the annual tax rate.

Debt Service Fund

The County will establish a Debt Service Fund (the "**Debt Service Fund**") for the Refunding Bonds, which will be established as a separate fund to be maintained distinct from all other funds of the County. All taxes levied by the County for the payment of the principal of and interest and premium (if any) on the Refunding Bonds will be deposited in the Debt Service Fund by the County promptly upon receipt. The Debt Service Fund is pledged for the payment of the principal of and interest and premium (if any) on the Refunding Bonds when and as the same become due. The District will transfer amounts in the Debt Service Fund to the Paying Agent to the extent necessary to pay the principal of and interest and premium (if any) on the Refunding Bonds as the same become due and payable.

If, after payment in full of the Refunding Bonds, any amounts remain on deposit in a Debt Service Fund, the District shall transfer such amounts to other debt service funds of the District with respect to outstanding general obligation bonds of the District, if any, and if none, then to its General Fund, to be applied solely in a manner which is consistent with the requirements of applicable state and federal tax law.

Not a County Obligation

The Refunding Bonds are payable solely from the proceeds of an *ad valorem* tax levied and collected by the County, for the payment of principal and interest on the Refunding Bonds. Although the County is obligated to collect the *ad valorem* tax for the payment of the Refunding Bonds, the Refunding Bonds are not a debt of the County.

PROPERTY TAXATION

Property Tax Collection Procedures

In California, property which is subject to *ad valorem* taxes is classified as "secured" or "unsecured." The "secured roll" is that part of the assessment roll containing (1) state assessed public utilities' property and (2) property the taxes on which are a lien on real property sufficient, in the opinion of the county assessor, to secure payment of the taxes. A tax levied on unsecured property does not become a lien against such unsecured property, but may become a lien on certain other property owned by the taxpayer. Every tax which becomes a lien on secured property has priority over all other liens arising pursuant to State law on such secured property, regardless of the time of the creation of the other liens. Secured and unsecured property are entered separately on the assessment roll maintained by the county assessor. The method of collecting delinquent taxes is substantially different for the two classifications of property.

Property taxes on the secured roll are due in two installments, on November 1 and February 1 of each fiscal year. If unpaid, such taxes become delinquent after December 10 and April 10, respectively, and a 10% penalty attaches to any delinquent payment. In addition, property on the secured roll with respect to which taxes are delinquent is declared tax defaulted on or about June 30 of the fiscal year. Such property may thereafter be redeemed by payment of the delinquent taxes and a delinquency penalty, plus a redemption penalty of 1-1/2% per month to the time of redemption. If taxes are unpaid for a period of five years or more, the property is subject to sale by the County.

Property taxes are levied for each fiscal year on taxable real and personal property situated in the taxing jurisdiction as of the preceding January 1. A bill enacted in 1983, Senate Bill 813 (Statutes of 1983, Chapter 498), however, provided for the supplemental assessment and taxation of property as of the occurrence of a change of ownership or completion of new construction. Thus, this legislation eliminated delays in the realization of increased property taxes from new assessments. As amended, Senate Bill 813 provided increased revenue to taxing jurisdictions to the extent that supplemental assessments of new construction or changes of ownership occur subsequent to the January 1 lien date and result in increased assessed value.

Property taxes on the unsecured roll are due on the January 1 lien date and become delinquent, if unpaid on the following August 31. A 10% penalty is also attached to delinquent taxes in respect of property on the unsecured roll, and further, an additional penalty of 1-1/2% per month accrues with respect to such taxes beginning the first day of the third month following the delinquency date. The taxing authority has four ways of collecting unsecured personal property taxes: (1) a civil action against the taxpayer; (2) filing a certificate in the office of the county clerk specifying certain facts in order to obtain a judgment lien on certain property of the taxpayer; (3) filing a certificate of delinquency for record in the county recorder's office, in order to obtain a lien on certain property of the taxpayer; and (4) seizure and sale of personal property, improvements or possessory interests belonging or assessed to the assessee. The exclusive means of enforcing the payment of delinquent taxes in respect of property on the secured roll is the sale of the property securing the taxes for the amount of taxes which are delinquent.

Taxation of State-Assessed Utility Property

The State Constitution provides that most classes of property owned or used by regulated utilities be assessed by the State Board of Equalization ("SBE") and taxed locally. Property valued by the SBE as an operating unit in a primary function of the utility taxpayer is known as "unitary property," a concept designed to permit assessment of the utility as a going concern rather than assessment of each individual element of real and personal property owned by the utility taxpayer. State-assessed unitary and "operating nonunitary" property (which excludes nonunitary property of regulated railways) is allocated to the counties based on the situs of the various components of the unitary property. Except for unitary property of regulated railways and certain other excepted property, all unitary and operating nonunitary property is taxed at special county-wide rates and tax proceeds are distributed to taxing jurisdictions according to statutory formulae generally based on the distribution of taxes in the prior year.

Assessed Valuations

Assessed Valuation History. The assessed valuation of property in the District is established by the County Assessor, except for public utility property which is assessed by the State Board of Equalization. Assessed valuations are reported at 100% of the "full value" of the property, as defined in Article XIII A of the California Constitution. The full value may be adjusted annually to reflect inflation at a rate not to exceed 2% per year, or to reflect a reduction in the consumer price index or comparable data for the area, or to reflect declines in property value caused by substantial damage, destruction or other factors, including assessment appeals filed by property owners. For a discussion of how properties currently are assessed, see Appendix A under the heading "CONSTITUTIONAL AND STATUTORY PROVISIONS AFFECTING DISTRICT REVENUES AND APPROPRIATIONS."

Certain classes of property, such as churches, colleges, not-for-profit hospitals, and charitable institutions, are exempt from property taxation and do not appear on the tax rolls. No reimbursement is made by the State for such exemptions.

Shown in the following tables are the assessed valuations for the District in recent years.

**SHORELINE UNIFIED SCHOOL DISTRICT
Assessed Valuation
Fiscal Year 1999-00 through Fiscal Year 2017-18**

Assessed Valuation - Marin County Portion

<u>Fiscal Year</u>	<u>Local Secured</u>	<u>Utility</u>	<u>Unsecured</u>	<u>Total</u>	<u>Percent Change</u>
1999-00	\$457,441,295	\$31,390	\$15,051,217	\$472,523,902	9.11%
2000-01	498,712,725	1,027,472	15,820,014	515,560,211	9.51
2001-02	547,273,965	1,027,472	16,289,519	564,590,956	6.77
2002-03	585,682,898	1,027,472	16,102,786	602,813,156	6.17
2003-04	623,854,901	1,046,809	15,077,834	639,979,544	8.33
2004-05	676,302,214	1,046,809	15,928,052	693,277,075	9.48
2005-06	742,512,563	1,043,822	15,450,704	759,007,089	8.62
2006-07	807,206,639	1,044,403	16,206,473	824,457,515	7.73
2007-08	870,398,687	1,026,403	16,768,540	888,193,630	7.22
2008-09	933,334,159	354,747	18,596,289	952,285,195	3.29
2009-10	963,469,188	406,415	19,785,228	983,660,831	1.31
2010-11	976,895,470	354,747	19,308,265	996,558,482	2.13
2011-12	998,959,560	400,752	18,464,626	1,017,824,938	1.70
2012-13	1,015,301,635	270,000	19,527,847	1,035,099,482	2.34
2013-14	1,040,972,261	270,000	18,092,298	1,059,334,559	3.62
2014-15	1,078,289,468	270,000	19,078,166	1,097,637,634	5.85
2015-16	1,141,156,066	270,000	20,419,081	1,161,845,147	5.88
2016-17	1,207,445,234	270,000	22,453,555	1,230,168,789	4.98
2017-18	1,268,317,683	270,000	22,833,257	1,291,420,940	9.11

Assessed Valuation - Sonoma County Portion

<u>Fiscal Year</u>	<u>Local Secured</u>	<u>Utility</u>	<u>Unsecured</u>	<u>Total</u>	<u>Percent Change</u>
1999-00	\$400,774,413	\$0	\$9,167,907	\$409,942,320	7.64%
2000-01	431,771,686	0	9,496,850	441,268,536	12.38
2001-02	485,027,671	0	10,888,048	495,915,719	10.44
2002-03	535,751,917	0	11,913,660	547,665,577	7.48
2003-04	576,901,547	0	11,740,897	588,642,444	7.82
2004-05	622,673,856	0	12,001,602	634,675,458	10.53
2005-06	688,962,257	0	12,536,590	701,498,847	11.28
2006-07	767,874,344	0	12,751,929	780,626,273	6.59
2007-08	819,072,274	0	12,997,478	832,069,752	6.65
2008-09	866,038,256	0	21,373,436	887,411,692	(0.82)
2009-10	859,074,347	0	21,047,668	880,122,015	(5.19)
2010-11	816,127,348	0	18,348,798	834,476,146	(1.65)
2011-12	802,611,319	0	18,099,160	820,710,479	(0.41)
2012-13	802,554,184	0	14,822,268	817,376,452	3.28
2013-14	829,954,049	0	14,241,719	844,195,768	5.84
2014-15	877,084,067	0	16,408,241	893,492,308	6.26
2015-16	933,854,599	0	15,546,759	949,401,358	5.93
2016-17	989,857,647	0	15,812,229	1,005,669,876	4.83
2017-18	1,036,271,983	0	17,959,142	1,054,231,125	7.64

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Assessed Valuation - Total District

<u>Fiscal Year</u>	<u>Local Secured</u>	<u>Utility</u>	<u>Unsecured</u>	<u>Total</u>	<u>Percent Change</u>
1999-00	\$858,215,708	\$31,390	\$24,219,124	\$882,466,222	8.43%
2000-01	930,484,411	1,027,472	25,316,864	956,828,747	10.84
2001-02	1,032,301,636	1,027,472	27,177,567	1,060,506,675	8.48
2002-03	1,121,434,815	1,027,472	28,016,446	1,150,478,733	6.79
2003-04	1,200,756,448	1,046,809	26,818,731	1,228,621,988	8.08
2004-05	1,298,976,070	1,046,809	27,929,654	1,327,952,533	9.98
2005-06	1,431,474,820	1,043,822	27,987,294	1,460,505,936	9.90
2006-07	1,575,080,983	1,044,403	28,958,402	1,605,083,788	7.18
2007-08	1,689,470,961	1,026,403	29,766,018	1,720,263,382	6.94
2008-09	1,799,372,415	354,747	39,969,725	1,839,696,887	1.31
2009-10	1,822,543,535	406,415	40,832,896	1,863,782,846	(1.76)
2010-11	1,793,022,818	354,747	37,657,063	1,831,034,628	0.41
2011-12	1,801,570,879	400,752	36,563,786	1,838,535,417	0.76
2012-13	1,817,855,819	270,000	34,350,115	1,852,475,934	2.76
2013-14	1,870,926,310	270,000	32,334,017	1,903,530,327	4.60
2014-15	1,955,373,535	270,000	35,486,407	1,991,129,942	6.03
2015-16	2,075,010,665	270,000	35,965,840	2,111,246,505	5.90
2016-17	2,197,302,881	270,000	38,265,784	2,235,838,665	4.91
2017-18	2,304,589,666	270,000	40,792,399	2,345,652,065	8.43

Source: California Municipal Statistics, Inc.

With respect to droughts specifically, the State of California has faced water shortfalls in recent years. Recent drought-related events include a declaration of drought emergency by the California State Governor on January 17, 2014 and subsequent conservation orders and regulations imposed by the Governor and California State Water Resources Control Board. Following a series of storms in California bringing record-level precipitation in late 2016 and early 2017, on April 7, 2017, the Governor declared an end to the statewide drought emergency with the exception of Fresno, Kings, Tulare and Tuolumne counties, where emergency drinking water projects will continue to help address diminished groundwater supplies. Notwithstanding the improved water conditions, the District cannot predict or make any representations regarding the effects that the recent drought and related conditions had or may have on the value of taxable property within the District, or to what extent the effects the recent drought may have had on economic activity in the District.

Assessed Value by Jurisdiction. The following table shows a breakdown of assessed valuation by jurisdiction for the District for fiscal year 2017-18.

**SHORELINE UNIFIED SCHOOL DISTRICT
Assessed Valuation by Jurisdiction
Fiscal Year 2017-18**

<u>Jurisdiction:</u>	<u>Assessed Valuation in the District</u>	<u>% of District</u>	<u>Assessed Valuation of Jurisdiction</u>	<u>% of Jurisdiction in District</u>
Unincorporated Marin County	\$1,291,420,940	55.06%	\$20,559,651,765	6.28%
Unincorporated Sonoma County	<u>1,054,231,225</u>	<u>44.94</u>	\$35,517,128,333	2.97%
Total District	\$2,345,652,165	100.00%		
Summary by County:				
Marin County	\$1,291,420,940	55.06%	\$74,528,236,959	1.73%
Sonoma County	<u>1,054,231,225</u>	<u>44.94</u>	\$86,118,734,653	1.22%
Total District	\$2,345,652,165	100.00%		

Source: California Municipal Statistics, Inc.

Parcels by Land Use. The following table shows a breakdown of local secured property assessed value and parcels within the District by land use for fiscal year 2017-18.

**SHORELINE UNIFIED SCHOOL DISTRICT
Local Secured Property Assessed Valuation and Parcels by Land Use
Fiscal Year 2017-18**

	2017-18 Assessed Valuation⁽¹⁾	% of Total	No. of Parcels	% of Total
Non-Residential:				
Agricultural/Rural/Vineyards	\$228,564,346	9.92%	543	9.69%
Commercial	111,419,049	4.83	137	2.44
Vacant Commercial	3,797,518	0.16	17	0.30
Industrial/Winery	14,950,098	0.65	2	0.04
Government/Social/Institutional	56,915	0.00	600	10.70
Miscellaneous	<u>1,832,897</u>	<u>0.08</u>	<u>24</u>	<u>0.43</u>
Subtotal Non-Residential	\$360,620,823	15.65%	1,323	23.60%
Residential:				
Single-Family Residence	\$1,755,806,453	76.19%	3,132	55.87%
Mobile Home	1,078,161	0.05	14	0.25
2+ Residential Units/Apartments	91,676,110	3.98	141	2.52
Vacant Residential	<u>95,408,119</u>	<u>4.14</u>	<u>996</u>	<u>17.77</u>
Subtotal Residential	\$1,943,968,843	84.35%	4,283	76.40%
Total	\$2,304,589,666	100.00%	5,606	100.00%

(1) Local Secured Assessed Valuation; excluding tax-exempt property.
Source: California Municipal Statistics, Inc.

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Per Parcel Assessed Valuation of Single-Family Homes. The table below shows the per parcel assessed valuation of single-family homes in the District for fiscal year 2017-18.

**SHORELINE UNIFIED SCHOOL DISTRICT
Per Parcel Assessed Valuation of Single Family Homes
Fiscal Year 2017-18**

	<u>No. of Parcels</u>	<u>2017-18 Assessed Valuation</u>	<u>Average Assessed Valuation</u>	<u>Median Assessed Valuation</u>
Single-Family Residential	3,132	\$1,755,806,453	\$560,602	\$513,688

<u>2017-18 Assessed Valuation</u>	<u>No. of Parcels⁽¹⁾</u>	<u>% of Total</u>	<u>Cumulative % of Total</u>	<u>Total Valuation</u>	<u>% of Total</u>	<u>Cumulative % of Total</u>
\$0 - \$49,999	125	3.991%	3.991%	\$ 4,133,084	0.235%	0.235%
\$50,000 - \$99,999	221	7.056	11.047	16,530,356	0.941	1.177
\$100,000 - \$149,999	141	4.502	15.549	17,787,807	1.013	2.190
\$150,000 - \$199,999	144	4.598	20.147	25,148,943	1.432	3.622
\$200,000 - \$249,999	155	4.949	25.096	34,950,512	1.991	5.613
\$250,000 - \$299,999	162	5.172	30.268	44,321,570	2.524	8.137
\$300,000 - \$349,999	141	4.502	34.770	45,884,923	2.613	10.750
\$350,000 - \$399,999	142	4.534	39.304	53,264,784	3.034	13.784
\$400,000 - \$449,999	170	5.428	44.732	72,637,998	4.137	17.921
\$450,000 - \$499,999	142	4.534	49.266	67,794,647	3.861	21.782
\$500,000 - \$549,999	130	4.151	53.416	68,454,335	3.899	25.681
\$550,000 - \$599,999	146	4.662	58.078	83,897,377	4.778	30.459
\$600,000 - \$649,999	156	4.981	63.059	97,230,043	5.538	35.997
\$650,000 - \$699,999	148	4.725	67.784	99,666,500	5.676	41.673
\$700,000 - \$749,999	126	4.023	71.807	91,378,557	5.204	46.878
\$750,000 - \$799,999	112	3.576	75.383	86,674,556	4.936	51.814
\$800,000 - \$849,999	114	3.640	79.023	94,025,852	5.355	57.169
\$850,000 - \$899,999	104	3.321	82.344	90,641,338	5.162	62.332
\$900,000 - \$949,999	102	3.257	85.600	94,267,048	5.369	67.701
\$950,000 - \$999,999	77	2.458	88.059	74,889,340	4.265	71.966
\$1,000,000 and greater	<u>374</u>	<u>11.941</u>	100.000	<u>492,226,883</u>	<u>28.034</u>	100.000
Total	3,132	100.000%		\$1,755,806,453	100.000%	

(1) Improved single-family residential parcels. Excludes condominiums and parcels with multiple family units.
Source: California Municipal Statistics, Inc.

Reassessments and Appeals of Assessed Value

There are general means by which assessed values can be reassessed or appealed that could adversely impact property tax revenues within the District.

Appeals may be based on Proposition 8 of November 1978, which requires that for each January 1 lien date, the taxable value of real property must be the lesser of its base year value, annually adjusted by the inflation factor pursuant to Article XIII A of the State Constitution, or its full cash value, taking into account reductions in value due to damage, destruction, depreciation, obsolescence, removal of property or other factors causing a decline in value. See "CONSTITUTIONAL AND STATUTORY PROVISIONS AFFECTING DISTRICT REVENUES AND APPROPRIATIONS – Article XIII A of the California Constitution" in Appendix A.

Under California law, property owners may apply for a Proposition 8 reduction of their property tax assessment by filing a written application, in form prescribed by the State Board of Equalization, with the County board of equalization or assessment appeals board. In most cases, the appeal is filed because the applicant believes that present market conditions (such as residential home prices) cause the property to be worth less than its current assessed value.

Any reduction in the assessment ultimately granted as a result of such appeal applies to the year for which application is made and during which the written application was filed. These reductions are subject to yearly reappraisals and are adjusted back to their original values, adjusted for inflation, when market conditions improve. Once the property has regained its prior value, adjusted for inflation, it once again is subject to the annual inflationary factor growth rate allowed under Article XIII A.

A second type of assessment appeal involves a challenge to the base year value of an assessed property. Appeals for reduction in the base year value of an assessment, if successful, reduce the assessment for the year in which the appeal is taken and prospectively thereafter. The base year is determined by the completion date of new construction or the date of change of ownership. Any base year appeal must be made within four years of the change of ownership or new construction date.

Proposition 8 reductions may also be unilaterally applied by the County Assessor. The District cannot predict the changes in assessed values that might result from pending or future appeals by taxpayers or by reductions initiated by the County Assessor. Any reduction in aggregate District assessed valuation due to appeals, as with any reduction in assessed valuation due to other causes, will cause the tax rate levied to repay the Refunding Bonds to increase accordingly, so that the fixed debt service on the Refunding Bonds (and other outstanding general obligation bonds, if any) may be paid.

Typical Tax Rates

Below are historical typical tax rates in the tax rate area within the District for the years 2012-13 through 2016-17.

**SHORELINE UNIFIED SCHOOL DISTRICT
Typical Tax Rates per \$100 of Assessed Valuation
Fiscal Years 2012-13 through 2016-17**

TRA – 2016-17 Assessed Valuation: \$

	<u>2012-13</u>	<u>2013-14</u>	<u>2014-15</u>	<u>2015-16</u>	<u>2016-17</u>
General	\$1.000000	\$1.000000	\$1.000000	\$1.000000	\$1.000000

--data on order--

Total

Source: California Municipal Statistics, Inc.

Tax Levies and Delinquencies

The following table shows the Marin County portion of tax charges, collections and delinquencies for secured property in the District with respect to the District's levy for debt service on outstanding general obligation bonds.

**SHORELINE UNIFIED SCHOOL DISTRICT
Secured Tax Charges and Delinquencies
(Marin County Portion Only)
Fiscal Years 2001-02 through 2016-17**

Fiscal Year	Secured Tax Charge ⁽¹⁾	Amount Delinquent June 30	% Delinquent June 30
2001-02	\$130,157.26	\$ 1,736.90	1.33%
2002-03	226,208.68	2,585.89	1.14
2003-04	210,569.07	2,113.68	1.00
2004-05	270,630.37	2,947.76	1.09
2005-06	223,333.24	2,319.89	1.04
2006-07	222,110.07	2,822.08	1.27
2007-08	224,560.54	6,648.67	2.96
2008-09	225,006.86	6,977.30	3.10
2009-10	240,784.94	7,710.91	3.20
2010-11	596,904.12	24,673.12	4.13
2011-12	582,607.77	14,691.51	2.52
2012-13	565,170.62	6,812.06	1.21
2013-14	407,091.46	6,162.32	1.51
2014-15	546,254.89	7,821.20	1.43
2015-16	486,576.56	4,375.81	0.90
2016-17	521,933.10	4,474.25	0.86

(1) District's general obligation bond debt service levy only. Prior years are not applicable because the bonds were issued in June, 2001.

Source: California Municipal Statistics, Inc.

Teeter Plan

The Boards of Supervisors of the Counties have adopted the Alternative Method of Distribution of Tax Levies and Collections and of Tax Sale Proceeds (the "Teeter Plan"), as provided for in Section 4701 *et seq.* of the California Revenue and Taxation Code. Under the Teeter Plan, each entity levying property taxes in the Counties may draw on the amount of uncollected secured taxes credited to its fund, in the same manner as if the amount credited had been collected. The District participates in the Teeter Plan, and thus receives 100% of secured property taxes levied in exchange for foregoing any interest and penalties collected on delinquent taxes. Currently, the Counties include the District's general obligation bond levies in their Teeter Plans.

So long as the Teeter Plans remains in effect and the Counties continue to include the District in the applicable Teeter Plan, the District's receipt of revenues with respect to the levy of *ad valorem* property taxes will not be dependent upon actual collections of the *ad valorem* property taxes by the Counties. However, under the statute creating the Teeter Plan, the respective Boards of Supervisors could under certain circumstances terminate the Teeter Plans in their entirety and, in addition, the Boards of Supervisors could terminate the Teeter Plan with respect to the District if the delinquency rate for all *ad valorem* property taxes levied within the District in any year exceeds 3%. In the event that either of the Teeter Plans were terminated with regard to the secured tax roll, the amount of the levy of *ad valorem* property taxes in the District would depend upon the collections of the *ad valorem* property taxes and delinquency rates experienced with respect to the parcels within the District.

Largest Property Owners

The following table shows the 20 largest owners of taxable property in the District as determined by secured assessed valuation in fiscal year 2017-18. Each taxpayer listed below is a unique name listed on the tax rolls. The District cannot determine from County assessment records whether individual persons, corporations or other organizations are liable for tax payments with respect to multiple properties held in various names that in aggregate may be larger than is suggested by the table below. A large concentration of ownership in a single individual or entity results in a greater amount of tax collections which are dependent upon that property owner's ability or willingness to pay property taxes.

SHORELINE UNIFIED SCHOOL DISTRICT Largest Local Secured Taxpayers Fiscal Year 2017-18

	<u>Property Owner</u>	<u>Primary Land Use</u>	<u>2016-17 Assessed Valuation</u>	<u>Percent of Total⁽¹⁾</u>
1.	Stephen W. Kistler	Vineyards/Winery	\$ 14,775,245	0.64%
2.	Robert Bugatto Enterprises Inc.	Shopping Center & Restaurant	10,464,010	0.45
3.	Eugene Bugatto Trust	Restaurant & Gas Station	9,234,343	0.40
4.	BBHVS 1-7 LP	Residential Lots	8,287,255	0.36
5.	Dunaj Family Trust	Residential	8,144,343	0.35
6.	NM Associates LLC	Residential	7,024,452	0.30
7.	Timothy C. Draper Trust	Residential	6,833,944	0.30
8.	23240 Highway I LLC	Restaurant & Cottages	6,635,866	0.29
9.	Bodega Bay Associates	Hotel	6,577,350	0.29
10.	Olema House LP	Hotel	6,331,351	0.27
11.	Platt Home Ranch LLC	Residential	6,120,000	0.27
12.	Deborah Koons Garcia Trust	Residential	5,893,427	0.26
13.	Margaret Grade	Restaurant	5,573,435	0.24
14.	Carroll Ranch LLC	Residential	5,495,864	0.24
15.	Steven P. Mahrt	Rural/Ranch	5,324,101	0.23
16.	Platt Vineyards LLC	Vineyards	5,080,609	0.22
17.	2999 Dillon Beach LLC	Rural/Ranch	5,079,669	0.22
18.	Dennis Gates	Rural/Ranch	5,064,598	0.22
19.	Oxfoot Associates LLC	Commercial & Cabins	4,956,158	0.22
20.	George C. and Renate K. Lee Trust	Residential	4,629,106	0.20
			<u>\$137,525,126</u>	<u>5.97%</u>

(1) 2017-18 Local Secured Assessed Valuation: \$2,304,589,666.
Source: California Municipal Statistics, Inc.

Debt Obligations

Set forth below is a direct and overlapping debt report (the “Debt Report”) prepared by California Municipal Statistics, Inc. with respect to debt dated as of September 6, 2017. The Debt Report is included for general information purposes only. The District has not reviewed the Debt Report for completeness or accuracy and makes no representation in connection therewith.

The Debt Report generally includes long-term obligations sold in the public credit markets by public agencies whose boundaries overlap the boundaries of the District in whole or in part. Such long-term obligations generally are not payable from revenues of the District (except as indicated) nor are they necessarily obligations secured by land within the District. In many cases, long-term obligations issued by a public agency are payable only from the general fund or other revenues of such public agency.

**SHORELINE UNIFIED SCHOOL DISTRICT
Statement of Direct and Overlapping Bonded Debt
Dated as of September 6, 2017**

2017-18 Assessed Valuation: \$2,345,652,065

<u>DIRECT AND OVERLAPPING TAX AND ASSESSMENT DEBT:</u>	<u>% Applicable</u>	<u>Debt 9/1/17</u>
Marin Community College District	1.735%	\$ 5,388,225
Sonoma County Joint Community College District	1.215	3,072,742
Shoreline Joint Unified School District	100.000	10,995,000⁽¹⁾
Marin Healthcare District	2.087	3,230,088
Palm Drive Health Care District General Obligation Bonds	10.731	423,868
Palm Drive Health Care District Parcel Tax Obligations	10.731	1,701,373
Marin Emergency Radio Authority	1.733	571,822
TOTAL DIRECT AND OVERLAPPING TAX AND ASSESSMENT DEBT		\$25,383,118
<u>OVERLAPPING GENERAL FUND DEBT:</u>		
Marin County General Fund Obligations	1.733%	\$1,547,377
Marin County Pension Obligation Bonds	1.733	1,568,699
Sonoma County General Fund Obligations	1.224	232,156
Sonoma County Pension Obligation Bonds	1.224	4,947,871
Sonoma County Office of Education Certificates of Participation	1.224	7,712
Marin County Transit District General Fund Obligations	1.733	1,575
Marin Community College District General Fund Obligations	1.735	42,009
Sonoma County Joint Community College District General Fund Obligations	1.215	13,604
Bodega Bay Fire Protection District Certificates of Participation	99.233	1,002,256
Inverness Public Utility District General Fund Obligations	100.000	43,919
TOTAL OVERLAPPING GENERAL FUND DEBT		\$9,407,178
COMBINED TOTAL DEBT		\$34,790,296⁽²⁾

Ratios to 2017-18 Assessed Valuation:

Direct Debt (\$10,995,000)	0.47%
Total Direct and Overlapping Tax and Assessment Debt .	1.08%
Combined Total Debt	1.48%

(1) Excludes refunding general obligation bonds to be sold.

(2) Excludes tax and revenue anticipation notes, enterprise revenue, mortgage revenue and non-bonded capital lease obligations.

Source: California Municipal Statistics, Inc.

TAX MATTERS

Federal Tax Status. In the opinion of Jones Hall, A Professional Law Corporation, San Francisco, California, Bond Counsel, subject, however to certain qualifications set forth below, under existing law, the interest on the Refunding Bonds is excluded from gross income for federal income tax purposes, and such interest is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals and corporations, although for the purpose of computing the alternative minimum tax imposed on certain corporations, such interest is taken into account in determining certain income and earnings, and the Refunding Bonds are "qualified tax-exempt obligations" within the meaning of Section 265(b)(3) of the Internal Revenue Code of 1986, as amended (the "Tax Code") such that, in the case of certain financial institutions (within the meaning of section 265(b)(5) of the Tax Code), a deduction for federal income tax purposes is allowed for 80% of that portion of such financial institution's interest expense allocable to interest payable on the Refunding Bonds.

The opinions set forth in the preceding paragraph are subject to the condition that the District comply with all requirements of the Tax Code that must be satisfied subsequent to the issuance of the Refunding Bonds. The District has covenanted to comply with each such requirement. Failure to comply with certain of such requirements may cause the inclusion of such interest in gross income for federal income tax purposes to be retroactive to the date of issuance of the Refunding Bonds, or may cause the Refunding Bonds to lose their status as "qualified tax-exempt obligations" within the meaning of Section 265(b)(3) of the Tax Code. Bond Counsel expresses no opinion regarding other federal tax consequences arising with respect to the ownership, sale or disposition of the Refunding Bonds, or the amount, accrual or receipt of interest on the Refunding Bonds.

Tax Treatment of Original Issue Discount and Premium. If the initial offering price to the public (excluding bond houses and brokers) at which a Refunding Bond is sold is less than the amount payable at maturity thereof, then such difference constitutes "**original issue discount**" for purposes of federal income taxes and State of California personal income taxes. If the initial offering price to the public (excluding bond houses and brokers) at which a Refunding Bond is sold is greater than the amount payable at maturity thereof, then such difference constitutes "**original issue premium**" for purposes of federal income taxes and State of California personal income taxes. *De minimis* original issue discount and original issue premium is disregarded.

Under the Tax Code, original issue discount is treated as interest excluded from federal gross income and exempt from State of California personal income taxes to the extent properly allocable to each owner thereof subject to the limitations described in the first paragraph of this section. The original issue discount accrues over the term to maturity of the Refunding Bond on the basis of a constant interest rate compounded on each interest or principal payment date (with straight-line interpolations between compounding dates). The amount of original issue discount accruing during each period is added to the adjusted basis of such Refunding Bonds to determine taxable gain upon disposition (including sale, redemption, or payment on maturity) of such Refunding Bond. The Tax Code contains certain provisions relating to the accrual of original issue discount in the case of purchasers of the Refunding Bonds who purchase the Refunding Bonds after the initial offering of a substantial amount of such maturity. Owners of such Refunding Bonds should consult their own tax advisors with respect to the tax consequences of ownership of Refunding Bonds with original issue discount, including the treatment of purchasers who do not purchase in the original offering, the allowance of a deduction for any loss on a sale or other disposition, and the treatment of accrued original issue

discount on such Refunding Bonds under federal individual and corporate alternative minimum taxes.

Under the Tax Code, original issue premium is amortized on an annual basis over the term of the Refunding Bond (said term being the shorter of the Refunding Bond's maturity date or its call date). The amount of original issue premium amortized each year reduces the adjusted basis of the owner of the Refunding Bond for purposes of determining taxable gain or loss upon disposition. The amount of original issue premium on a Refunding Bond is amortized each year over the term to maturity of the Refunding Bond on the basis of a constant interest rate compounded on each interest or principal payment date (with straight-line interpolations between compounding dates). Amortized bond premium is not deductible for federal income tax purposes. Owners of premium Refunding Bonds, including purchasers who do not purchase in the original offering, should consult their own tax advisors with respect to State of California personal income tax and federal income tax consequences of owning such Refunding Bonds.

California Tax Status. In the further opinion of Bond Counsel, interest on the Refunding Bonds is exempt from California personal income taxes.

Other Tax Considerations. Owners of the Refunding Bonds should also be aware that the ownership or disposition of, or the accrual or receipt of interest on, the Refunding Bonds may have federal or state tax consequences other than as described above. Bond Counsel expresses no opinion regarding any federal or state tax consequences arising with respect to the Refunding Bonds other than as expressly described above, including any opinion regarding federal tax consequences arising with respect to the ownership, sale or disposition of the Refunding Bonds, or the amount, accrual or receipt of interest on the Refunding Bonds.

In addition, future legislation, if enacted into law, or clarification of the Tax Code may cause interest on the Refunding Bonds to be subject to, directly or indirectly, federal income taxation, or otherwise prevent owners of the Refunding Bonds from realizing the full current benefit of the tax status of such interest. The introduction or enactment of any such future legislation or clarification of the Tax Code may also affect the market price for, or marketability of, the Refunding Bonds. Prospective purchasers of the Refunding Bonds should consult their own tax advisors regarding any pending or proposed federal tax legislation, as to which Bond Counsel expresses no opinion.

Form of Opinion. A copy of the proposed form of opinion of Bond Counsel is attached hereto as APPENDIX D.

VERIFICATION OF MATHEMATICAL ACCURACY

The Verification Agent, upon delivery of the Refunding Bonds, will deliver a report of the mathematical accuracy of certain computations, contained in schedules provided to them on behalf of the District, relating to (a) the sufficiency of the anticipated amount of proceeds of the Refunding Bonds and other funds available to pay, when due, the principal, whether at maturity or upon prior redemption, interest and redemption premium requirements of the Refunded Bonds described under the heading "THE REFINANCING PLAN" and (b) the "yields" on the amount of proceeds held and invested prior to redemption of the Refunded Bonds and on the Refunding Bonds considered by Bond Counsel in connection with the opinion rendered by Bond Counsel that the Refunding Bonds are not "arbitrage bonds" within the meaning of Section 148 of the Internal Revenue Code of 1986, as amended.

The report of the Verification Agent will include the statement that the scope of their engagement is limited to verifying mathematical accuracy, of the computations contained in such schedules provided to them, and that they have no obligation to update their report because of events occurring, or data or information coming to their attention, subsequent to the date of their report.

CONTINUING DISCLOSURE

The District has covenanted for the benefit of holders and beneficial owners of the Refunding Bonds to provide certain financial information and operating data relating to the District by not later than nine (9) months following the end of the District's fiscal year (which currently would be by March 31 each year based upon the June 30 end of the District's fiscal year), commencing March 31, 2018, with the report for the 2016-17 Fiscal Year (the "**Annual Report**"), and to provide notices of the occurrence of certain enumerated events. The Annual Report and any event notices will be filed by the District with the Municipal Securities Rulemaking Board (the "**MSRB**"). The specific nature of the information to be contained in an Annual Report or other notices is set forth below under the caption "APPENDIX E - Form of Continuing Disclosure Certificate." These covenants have been made in order to assist the Underwriter in complying with S.E.C. Rule 15c2-12(b)(5) (the "**Rule**").

The District has prior undertakings under the Rule made in connection with the issuance of 2011 Refunding Bonds and the 2010 Bonds. See Appendix A under the heading "DISTRICT FINANCIAL INFORMATION – Long-Term Indebtedness - General Obligation Bonds." Instances of non-compliance in the previous five years are _____.

In order to assist it in complying with its disclosure undertakings for its outstanding bonds and the Refunding Bonds, the District has engaged Isom Advisors, A Division of Urban Futures, Inc. to serve as its dissemination agent for each of its undertakings pursuant to the Rule. Neither the County nor any other entity other than the District has any obligation or incur any liability whatsoever with respect to the performance of the District's duties regarding continuing disclosure.

CERTAIN LEGAL MATTERS

No litigation is pending or threatened concerning the validity of the Refunding Bonds, and a certificate to that effect will be furnished to purchasers at the time of the original delivery of the Refunding Bonds. The District is not aware of any litigation pending or threatened that (i) questions the political existence of the District, (ii) contests the District's ability to receive *ad valorem* taxes or to collect other revenues or (iii) contests the District's ability to issue and retire the Refunding Bonds.

The District may be or may become a party to lawsuits and claims which are unrelated to the Refunding Bonds or actions taken with respect to the Refunding Bonds and which have arisen in the normal course of operating the District. The District maintains certain insurance policies which provide coverage under certain circumstances and with respect to certain types of incidents. In the opinion of the District, there currently are no claims or actions pending which could have a material adverse affect on the financial position or operations of the District. The District cannot predict what types of claims may arise in the future.

RATING

Standard & Poor's Ratings Services, a Standard & Poor's Financial Services LLC business ("**S&P**") is expected to assign its rating of "___" to the Refunding Bonds. Such rating reflects only the view of S&P and an explanation of the significance of such rating may be obtained only from S&P. The District has provided certain additional information and materials to S&P (some of which does not appear in this Official Statement). There is no assurance that such rating will continue for any given period of time or that they will not be revised downward or withdrawn entirely by the rating agency, if in the judgment of such rating agency, circumstances so warrant. Any such downward revision or withdrawal of such rating may have an adverse effect on the market price of the Refunding Bonds.

UNDERWRITING

The Refunding Bonds are being sold to Raymond James & Associates, Inc. (the "**Underwriter**"), pursuant to a bond purchase agreement for the Refunding Bonds. The Underwriter has agreed to purchase the Refunding Bonds at a price of \$_____, representing the principal amount of the Refunding Bonds, plus original issue premium of \$_____ and less Underwriter's discount of \$_____. The Underwriter may offer and sell Refunding Bonds to certain dealers and others at prices lower than the offering prices stated on the inside cover page hereof. The offering prices may be changed by the Underwriter.

ADDITIONAL INFORMATION

The reference herein to the Bond Resolution, the Escrow Agreement and the Continuing Disclosure Certificate are brief outlines of certain provisions thereof. Such outlines do not purport to be complete and for full and complete statements of such provisions reference is made to said documents. Copies of the documents mentioned under this heading are available from the Underwriter and following delivery of the Refunding Bonds will be on file at the offices of the Paying Agent in San Francisco, California.

References are also made herein to certain documents and reports relating to the District; such references are brief summaries and do not purport to be complete or definitive. Copies of such documents are available from upon written request to the District.

Any statements in this Official Statement involving matters of opinion, whether or not expressly so stated, are intended as such and not as representations of fact. This Official Statement is not to be construed as a contract or agreement between the District and the purchasers or Owners of any of the Refunding Bonds.

EXECUTION

The execution and delivery of this Official Statement have been duly authorized by the District.

SHORELINE UNIFIED SCHOOL DISTRICT

By: _____
Superintendent

APPENDIX A

DISTRICT GENERAL AND FINANCIAL INFORMATION

The information in this and other sections concerning the District's operations and operating budget is provided as supplementary information only, and it should not be inferred from the inclusion of this information in this Official Statement that the principal of or interest on the Refunding Bonds is payable from the general fund of the District. The Refunding Bonds are payable by the District solely from the proceeds of an ad valorem property tax required to be levied by the Counties on taxable property within the District in an amount sufficient for the payment thereof. See "SECURITY FOR THE REFUNDING BONDS" herein.

GENERAL DISTRICT INFORMATION

General Information

The District is located on the western coast of California in portions of both Marin and Sonoma Counties (together, the "Counties"), approximately 60 miles north of San Francisco and West of the City of Petaluma. With its western border along the winding, scenic coast traveled by Highway 1, the boundaries include approximately 400 square miles and include several State and County parks and other landmark towns, including the Point Reyes National Seashore, Nick's Cove, Dillon's Beach and Bodega Bay. Students attending the District's schools come from small town and rural areas, from the mouth of the Russian River in the north to the Point Reyes National Seashore in the south. The District serves students in grades K-12 and operates four elementary school sites and one high school site, as follows:

SCHOOL SITES
Shoreline Unified School District

•Bodega Bay Elementary (K-5)	•West Marin Elementary School (K-8)
•Tomales Bay Elementary (K-8)	•Inverness School (K-1)
•Tomales High School (9-12)	

Enrollment in the District in fiscal year 2017-18 is 513 students. The District's total assessed value in fiscal year 2017-18 is \$2,345,652,065.

For purposes of education funding, for Fiscal Year 2017-18, the District is a **"Community Funded District,"** meaning that the District's share of local property taxes exceeds its funding entitlement under the State's education funding formula known as LCFF. For Fiscal Year 2017-18, the difference is projected at approximately \$3.4 million. The District anticipates maintaining its status as a Community Funded District in the near future.

Administration

Board of Trustees. The District is governed by a seven-member Board of Trustees, each member of which is elected to a four-year term. Elections for positions to the Board are held every two years, alternating between three and four available positions. Current members of the Board of Trustees, together with their office and the date their term expires, are listed below:

**GOVERNING BOARD
Shoreline Unified School District**

<u>Name</u>	<u>Office</u>	<u>Term Expires</u>
Jill Manning-Sartori	President	December 2020
Clarette McDonald	Vice President	December 2020
Jim Lino	Board Representative	December 2018
Avito Miranda	Clerk	December 2020
Tim Kehoe	Trustee	December 2018
Jane Healy	Trustee	December 2018
Vonda Jensen	Trustee	December 2020

Administration. The Superintendent of the District, appointed by the Board, is responsible for management of the day-to-day operations and supervises the work of other District administrators. Robert "Bob" Raines serves as Superintendent of the District. Bruce Abbott is the District's Chief Business Official.

Recent Enrollment Trends

The following table shows recent enrollment history for the District with budgeted figures for fiscal year 2017-18.

**ANNUAL ENROLLMENT
Fiscal Years 2008-09 through 2017-18*
Shoreline Unified School District**

<u>Fiscal Year</u>	<u>Student Enrollment</u>	<u>Annual Percent Change</u>
2008-09	569	--
2009-10	579	1.76%
2010-11	555	(4.15)
2011-12	587	5.77
2012-13	550	(6.30)
2013-14	509	(7.45)
2014-15	519	1.96
2015-16	525	1.16
2016-17	515	(1.90)
2017-18*	513	(0.39)

**Budgeted.
Source: Shoreline Unified School District.*

Employee Relations

In fiscal year 2017-18, the District has 53.8 certificated, 38.3 classified and 8 management full-time equivalent positions. The certificated and classified employees of the District are represented by their respective bargaining units, as set forth in the following table.

**BARGAINING UNITS
Shoreline Unified School District**

<u>Employee Group</u>	<u>Representation</u>	<u>Contract Expiration Date</u>
Shoreline Education Association	Certificated	June 30, 2018
California School Employees' Association	Classified	June 30, 2018

Source: Shoreline Unified School District.

DISTRICT FINANCIAL INFORMATION

The information in this and other sections concerning the District's operations and operating budget is provided as supplementary information only, and it should not be inferred from the inclusion of this information in this Official Statement that the principal of or interest on the Refunding Bonds is payable from the general fund of the District. The Refunding Bonds are payable from the proceeds of an ad valorem tax required to be levied by the County in an amount sufficient for the payment thereof.

Education Funding Generally

School districts in California receive operating income primarily from two sources: the State funded portion which is derived from the State's general fund, and a locally funded portion, being the district's share of the one percent general *ad valorem* tax levy authorized by the California Constitution. As a result, decreases or deferrals in education funding by the State could significantly affect a school district's revenues and operations.

From 1973-74 to 2012-13, California school districts operated under general purpose revenue limits established by the State Legislature. In general, revenue limits were calculated for each school district by multiplying (1) the average daily attendance ("**ADA**") for such district by (2) a base revenue limit per unit of ADA. The revenue limit calculations were adjusted annually in accordance with a number of factors designated primarily to provide cost of living increases and to equalize revenues among all California school districts of the same type. Funding of the District's revenue limit was provided by a mix of local property taxes and State apportionments of basic and equalization aid. Generally, the State apportionments amounted to the difference between the District's revenue limit and its local property tax revenues. Districts which had local property tax revenues which exceeded its revenue limit entitlement were deemed "**Basic Aid District**" or a "**Community Funded District**," and received full funding from local property tax revenues, and were entitled to keep those tax revenues which exceeded its revenue limit funding entitlement.

The fiscal year 2013-14 State budget (the "**2013-14 State Budget**") replaced the previous K-12 finance system with a new formula known as the Local Control Funding Formula (the "**LCFF**"). Under the LCFF, revenue limits and most state categorical programs were eliminated. School districts instead receive funding based on the demographic profile of the students they serve and gain greater flexibility to use these funds to improve outcomes of students. The LCFF creates funding targets based on student characteristics. For school districts and charter schools, the LCFF funding targets consist of grade span-specific base grants plus supplemental and concentration grants that reflect student demographic factors. The LCFF includes the following components:

- A base grant for each local education agency per unit of ADA, which varies with respect to different grade spans. The base grant is \$2,375 more than the average revenue limit provided prior to LCFF implementation. The base grants will be adjusted upward each year to reflect cost-of-living increases. In addition, grades K-3 and 9-12 are subject to adjustments of 10.4% and 2.6%, respectively, to cover the costs of class size reduction in grades K-3 and the provision of career technical education in grades 9-12.

- A 20% supplemental grant for English learners, students from low-income families and foster youth to reflect increased costs associated with educating those students.
- An additional concentration grant of up to 50% of a local education agency's base grant, based on the number of English learners, students from low-income families and foster youth served by the local agency that comprise more than 55% of enrollment.
- An economic recovery target to ensure that almost every local education agency receives at least their pre-recession funding level, adjusted for inflation, at full implementation of the LCFF.

The LCFF was implemented for fiscal year 2013-14 and will be phased in gradually. Beginning in fiscal year 2013-14, an annual transition adjustment was required to be calculated for each school district, equal to each district's proportionate share of the appropriations included in the State budget (based on the percentage of each district's students who are low-income, English learners, and foster youth ("Targeted Students")), to close the gap between the prior-year funding level and the target allocation at full implementation of LCFF. In each year, districts will have the same proportion of their respective funding gaps closed, with dollar amounts varying depending on the size of a district's funding gap.

The 2017-18 State Budget includes approximately \$1.36 billion more for LCFF, including a 1.56% COLA for the target rates and an increase toward full-implementation that closes the remaining gap by about 43%. This provides about 97% of full funding for LCFF. On an individual basis, however, there is a wide variation on how much of their full LCFF target funding individual school districts and charter schools are receiving. This variation is due to the fact that when LCFF implementation began, individual districts and charter schools were all at different distances from their LCFF targets. While some were close to or even already above their LCFF target, others were quite far away.

The target LCFF amounts for State school districts and charter schools based on grade levels and Targeted Students is shown below.

Grade Span Funding at Full LCFF Implementation (Target Amount)

Grade Span	Base Grant ⁽¹⁾	K-3 Class Size Reduction and 9-12 Adjustments	Average Assuming 0% Targeted Students	Average Assuming 25% Targeted Students	Average Assuming 50% Targeted Students	Average Assuming 100% Targeted Students
K-3	\$6,845	\$712	\$7,557	\$7,935	\$8,313	\$10,769
4-6	6,947	N/A	6,947	7,294	7,642	9,899
7-8	7,154	N/A	7,154	7,512	7,869	10,194
9-12	8,289	\$216	8,505	8,930	9,355	12,119

⁽¹⁾ Does not include adjustments for cost of living.
Source: California Department of Education.

LCFF includes a "hold harmless" provision which provides that a district or charter school maintains total revenue limit and categorical funding at least equal to its 2012-13 level, unadjusted for changes in ADA or cost of living adjustments.

The LCFF includes an accountability component. Districts are required to increase or improve services for English language learners, low income, and foster youth students in proportion to supplemental and concentration grant funding received. All school districts, county offices of education, and charter schools are required to develop and adopt local control and accountability plans, which identify local goals in areas that are priorities for the State, including pupil achievement, parent engagement, and school climate.

County superintendents review and provide support to the districts under their jurisdiction, and the Superintendent of Public Instruction performs a corresponding role for county offices of education. In addition, the 2013-14 State Budget created the California Collaborative for Education Excellence to advise and assist school districts, county offices of education, and charter schools in achieving the goals identified in their plans. Under the LCFF and related legislation, the State will continue to measure student achievement through statewide assessments, produce an Academic Performance Index for schools and subgroups of students, determine the contents of the school accountability report card, and establish policies to implement the federal accountability system.

Community Funded Districts (formerly known as “**Basic Aid Districts**”) are those whose local property tax revenues exceed the funding entitlement under the LCFF. Community Funded Districts do not receive any funds from the State appropriation, however, they do receive funds from the State for categorical and grant programs restricted to a special population or for certain purposes such as disabled students or instructional equipment. The current law in California allows these districts to keep the excess property tax revenues without penalty. The implication for Community Funded Districts is that the legislatively determined annual cost of living adjustment and other politically determined factors are less significant in determining such districts’ primary funding sources. Rather, property tax growth and the local economy become the determinant factors.

The District is projected to be a Community Funded District in fiscal year 2017-18, and has been such for many years. The District estimates that its funding for fiscal year 2017-18 is \$3.4 million more than what it would receive if it were not a Community Funded District. The District anticipates remaining as a Community Funded District in the near future.

District Accounting Practices

The accounting practices of the District conform to generally accepted accounting principles in accordance with policies and procedures of the California School Accounting Manual. This manual, according to Section 41010 of the California Education Code, is to be followed by all California school districts.

District accounting is organized on the basis of fund groups, with each group consisting of a separate set of self-balancing accounts containing assets, liabilities, fund balances, revenues and expenditures. The major fund classification is the general fund which accounts for all financial resources not requiring a special fund placement. The District’s fiscal year begins on July 1 and ends on June 30.

District expenditures are accrued at the end of the fiscal year to reflect the receipt of goods and services in that year. Revenues generally are recorded on a cash basis, except for items that are susceptible to accrual (measurable and/or available to finance operations). Current taxes are considered susceptible to accrual. Revenues from specific state and federally

funded projects are recognized when qualified expenditures have been incurred. State block grant apportionments are accrued to the extent that they are measurable and predictable. The State Department of Education sends the District updated information from time to time explaining the acceptable accounting treatment of revenue and expenditure categories.

The Governmental Accounting Standards Board (“**GASB**”) published its Statement No. 34 “Basic Financial Statements – and Management’s Discussion and Analysis – for State and Local Governments” on June 30, 1999. Statement No. 34 provides guidelines to auditors, state and local governments and special purpose governments such as school districts and public utilities, on new requirements for financial reporting for all governmental agencies in the United States. Generally, the basic financial statements and required supplementary information should include (i) Management’s Discussion and Analysis; (ii) financial statements prepared using the economic measurement focus and the accrual basis of accounting, (iii) fund financial statements prepared using the current financial resources measurement focus and the modified accrual method of accounting and (iv) required supplementary information.

Financial Statements

General. The District's general fund finances the legally authorized activities of the District for which restricted funds are not provided. General fund revenues are derived from such sources as State school fund apportionments, taxes, use of money and property, and aid from other governmental agencies. The District's June 30, 2016 Audited Financial Statements were prepared by Christy White Associates, A Professional Accountancy Company, San Diego, California and are attached hereto as Appendix A. Audited financial statements for the District for prior fiscal years are on file with the District and available for public inspection at the Office of the Assistant Superintendent, Business Services of the District, Shoreline Unified School District, 10 John Street, Tomales, California , telephone (707) 878-2266. The District has not requested, and the auditor has not provided, any review or update of such financial statements in connection with inclusion in this Official Statement. Copies of such financial statements will be mailed to prospective investors and their representatives upon written request to the District. This District may impose a charge for copying, mailing and handling.

General Fund Revenues, Expenditures and Changes in Fund Balance. The following table shows the audited income and expense statements for the general fund for the District for the fiscal years 2011-12 through 2015-16.

REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
Fiscal Years 2011-12 through 2015-16 (Audited)
Shoreline Unified School District

<u>Revenues</u>	Audited 2011-12	Audited 2012-13	Audited 2013-14	Audited 2014-15	Audited 2015-16
Revenue Limit/LCFF Sources ⁽¹⁾	\$6,620,290	\$6,701,210	\$7,957,096	\$8,168,737	\$9,139,420
Federal Revenues	2,741,876	4,231,144	1,947,483	2,035,029	2,000,162
Other State Revenues	1,064,495	1,006,861	639,448	420,207	865,305
Other Local Revenues	1,593,020	1,634,629	1,594,735	1,677,330	1,563,423
Total Revenues	12,019,681	13,573,844	12,138,762	12,301,303	13,568,310
 <u>Expenditures</u>					
Certificated Salaries	4,314,295	4,568,762	4,825,951	4,922,875	--
Classified Salaries	1,984,391	2,060,550	2,332,507	2,247,069	--
Employee Benefits	2,364,818	2,480,963	2,658,065	3,126,104	--
Books and Supplies	513,602	544,024	651,394	788,983	--
Services and Other	--	--	--	--	--
Operating Expenditures	1,521,263	1,564,249	1,539,251	1,561,132	--
Capital Outlay	5,284	9,167	595,178	44,701	--
Instruction	--	--	--	--	8,056,054
Instruction-Related Services:					
Instructional Supervision & Administration	--	--	--	--	1,050
Instructional Library, Media, Tech	--	--	--	--	8,701
School Site Administration	--	--	--	--	1,128,832
Pupil Services:					
Home-to-School Transport	--	--	--	--	887,417
Food Services	--	--	--	--	716
All Other Pupil Services	--	--	--	--	470,531
General Administration:					
Data Proc.	--	--	--	--	--
All Other General Administration	--	--	--	--	717,345
Plant Services	--	--	--	--	1,176,407
Facility Acquisition and Maintenance	--	--	--	--	20,443
Ancillary Services	--	--	--	--	176,367
Community Services	--	--	--	--	161,913
Transfers to Other Agencies	--	--	--	--	87,376
Debt Service: Principal	12,688	30,024	29,176	30,109	40,470
Debt Service: Interest	2,126	1,891	2,739	1,806	631
Other outgo	61,165	83,653	137,507	97,905	--
Total Expenditures	10,779,632	11,343,283	12,771,768	12,819,684	12,934,253
 Excess of Revenues Over/(Under) Expenditures	 1,240,049	 2,230,561	 (633,006)	 (518,381)	 634,057
 <u>Other Financing Sources (Uses)</u>					
Operating Transfers in	--	--	58	--	--
Operating Transfers out	(195,000)	(238,000)	(282,000)	(274,000)	(239,000)
Total Other Financing Sources (Uses)	(195,000)	(238,000)	(281,942)	(274,000)	(239,000)
 Net Change in Fund Balance	 1,045,049	 1,992,561	 (914,948)	 (792,381)	 395,057
Fund Balance, July 1	3,881,662	4,926,711	6,919,272	6,004,324	5,211,943
Fund Balance, June 30	\$4,926,711	\$6,919,272	\$6,004,324	\$5,211,943	\$5,607,000

(1) LCFF commenced in Fiscal Year 2013-14. Because the District is a Basic Aid District, the majority of LCFF funding is derived from local sources.
Source: District Audit Reports.

District Budget and Interim Financial Reporting

Budgeting and Interim Reporting Procedures. State law requires school districts to maintain a balanced budget in each fiscal year. The State Department of Education imposes a uniform budgeting and accounting format for school districts.

Under current law, a school district governing board must adopt and file with the county superintendent of schools a tentative budget by July 1 in each fiscal year. The District is under the jurisdiction of the Marin County Superintendent of Schools (the "**County Superintendent**").

The County Superintendent must review and approve or disapprove the budget no later than August 15. The County Superintendent is required to examine the adopted budget for compliance with the standards and criteria adopted by the State Board of Trustees and identify technical corrections necessary to bring the budget into compliance with the established standards. If the budget is disapproved, it is returned to the District with recommendations for revision. The District is then required to revise the budget, hold a public hearing thereon, adopt the revised budget and file it with the County Superintendent no later than September 8. Pursuant to State law, the County Superintendent has available various remedies by which to impose and enforce a budget that complies with State criteria, depending on the circumstances, if a budget is disapproved. After approval of an adopted budget, the school district's administration may submit budget revisions for governing board approval.

Subsequent to approval, the County Superintendent will monitor each district under its jurisdiction throughout the fiscal year pursuant to its adopted budget to determine on an ongoing basis if the district can meet its current or subsequent year financial obligations. If the County Superintendent determines that a district cannot meet its current or subsequent year obligations, the County Superintendent will notify the district's governing board of the determination and may then do either or both of the following: (a) assign a fiscal advisor to enable the district to meet those obligations or (b) if a study and recommendations are made and a district fails to take appropriate action to meet its financial obligations, the County Superintendent will so notify the State Superintendent of Public Instruction, and then may do any or all of the following for the remainder of the fiscal year: (i) request additional information regarding the district's budget and operations; (ii) after also consulting with the district's board, develop and impose revisions to the budget that will enable the district to meet its financial obligations; and (iii) stay or rescind any action inconsistent with such revisions. However, the County Superintendent may not abrogate any provision of a collective bargaining agreement that was entered into prior to the date upon which the County Superintendent assumed authority.

A State law adopted in 1991 ("**A.B. 1200**") imposed additional financial reporting requirements on school districts, and established guidelines for emergency State aid apportionments. Under the provisions of A.B. 1200, each school district is required to file interim certifications with the County Superintendent (on December 15, for the period ended October 31, and by mid-March for the period ended January 31) as to its ability to meet its financial obligations for the remainder of the then-current fiscal year and, based on current forecasts, for the subsequent fiscal year. The County Superintendent reviews the certification and issues either a positive, negative or qualified certification. A positive certification is assigned to any school district that will meet its financial obligations for the current fiscal year and subsequent two fiscal years. A negative certification is assigned to any school district that is deemed unable to meet its financial obligations for the remainder of the current fiscal year or the subsequent

fiscal year. A qualified certification is assigned to any school district that may not meet its financial obligations for the current fiscal year or two subsequent fiscal years.

Under California law, any school district and office of education that has a qualified or negative certification in any fiscal year may not issue, in that fiscal year or in the next succeeding fiscal year, certificates of participation, tax anticipation notes, revenue bonds or any other debt instruments that do not require the approval of the voters of the district, unless the applicable county superintendent of schools determines that the district's repayment of indebtedness is probable.

District's Budget Approval/Disapproval and Certification History. During the past five years, each of the District's adopted budgets have been approved by the County Superintendent, and the District has received positive certifications on all of its interim reports. The District's most recent interim report, the 2016-17 Second Interim Report, received a positive certification from the Board, and its Budget for fiscal year 2017-18 was approved by the Office of the County Superintendent.

Copies of the District's budget, interim reports and certifications may be obtained upon request from the District Office at Shoreline Unified School District, 10 John Street, Tomales, California, telephone (707) 878-2266. The District may impose charges for copying, mailing and handling.

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District's Fiscal Year 2016-17 Unaudited Actuals and Fiscal Year 2017-18 Budget.
The following table shows the income and expense statements for the District for fiscal year 2016-17 (unaudited actuals) and fiscal year 2017-18 (adopted budget).

**GENERAL FUND REVENUES, EXPENDITURES
AND CHANGES IN FUND BALANCE
Fiscal Year 2016-17 (Unaudited Actuals);
Fiscal Year 2017-18 (Adopted Budget)⁽¹⁾
Shoreline Unified School District**

	Unaudited Actuals Fiscal Year 2016-17	Adopted Budget Fiscal Year 2017-18
<u>Revenues</u>		
LCFF Sources ⁽²⁾	\$9,557,130	\$9,828,334
Federal Revenues	2,331,684	2,332,583
Other State Revenues	856,360	634,638
Other Local Revenues	1,465,592	1,455,197
Total Revenues	14,210,766	14,250,752
<u>Expenditures</u>		
Certificated Salaries	4,930,415	5,223,647
Classified Salaries	2,178,877	2,254,473
Employee Benefits	3,345,139	3,522,284
Books and Supplies	695,467	554,653
Contract Services & Operating Exp.	2,454,401	2,251,027
Capital Outlay	22,849	--
Other outgo (Excluding Indirect Costs)	92,227	96,329
Other outgo – Transfers of Indirect Costs	--	--
Total Expenditures	13,719,375	13,902,413
Excess of Revenues Over/(Under) Expenditures	491,391	348,339
<u>Other Financing Sources (Uses)</u>		
Operating Transfers in	--	--
Operating Transfers out	(295,899)	(260,667)
Other Sources (Uses)	--	--
Total Other Financing Sources (Uses)	(295,899)	(260,667)
Net Change in Fund Balance	195,492	87,672
Fund Balance, July 1	5,141,094	5,336,586
Fund Balance, June 30	\$5,336,586	\$5,253,215

(1) Columns may not add to sum due to rounding.

(2) LCFF commenced in fiscal year 2013-14. However, as a Basic Aid District, LCFF entitlements are provided for through local property tax revenue entitlement.

Source: Shoreline Unified School District.

District Reserves. The District's ending fund balance is the accumulation of surpluses from prior years. This fund balance is used to meet the State's minimum required reserve of 3% of expenditures, plus any other allocation or reserve which might be approved as an expenditure by the District in the future. The District maintains an unrestricted reserve which meets or exceeds the State's minimum requirements.

In connection with legislation adopted in connection with the State's fiscal year 2014-15 Budget ("SB 858"), the Education Code was amended to provide that, beginning in fiscal year 2015-16, if a district's proposed budget includes a local reserve above the minimum recommended level, the governing board must provide the information for review at the annual public hearing on its proposed budget. In addition, SB 858 included a provision, which became effective upon the passage of Proposition 2 at the November 4, 2014 statewide election, which limits the amount of reserves which may be maintained at the District level. Specifically, the legislation, among other things, enacted Education Code Section 42127.01, which became operative December 15, 2014, and provides that in any fiscal year immediately after a fiscal year in which a transfer is made to the State's Public School System Stabilization Account (the Proposition 98 reserve), a school district may not adopt a budget that contains a reserve for economic uncertainties in excess of twice the applicable minimum recommended reserve for economic uncertainties established by the State Board (for school districts with ADA over 400,000, the limit is three times the amount). Exemptions can be granted by the County Superintendent under certain circumstances.

Legislation has been proposed and may in the future be proposed and enacted that will modify or amend the provisions of law enacted by SB 858. The District cannot predict how SB 858 or future legislation will impact its reserves and future spending.

Funding Trends - Basic Aid Funding

Funding Trends. As described herein, prior to fiscal year 2013-14, school districts in California derived most State funding based on a formula which considered a revenue limit per unit of average daily attendance ("ADA"). With the implementation of the LCFF, commencing in fiscal year 2013-14, school districts receive base funding based on ADA, and may also be entitled to supplemental funding, concentration grants and funding based on an economic recovery target. However, as explained herein, certain school districts may be categorized as Community Funded Districts or Basic Aid Districts, and as such, are entitled to keep the share of local property tax revenues that exceed its State funding entitlement, which generally provided more funding per ADA than the district would be entitled to as a non-Basic Aid District. The following table sets forth total LCFF funding for the District for fiscal years 2013-14 through 2017-18 (Budgeted).

**AVERAGE DAILY ATTENDANCE AND FUNDING
Fiscal Years 2013-14 through 2017-18
Shoreline Unified School District**

Fiscal Year	ADA	LCFF Entitlement†
2013-14	483	\$7,916,470
2014-15	487	8,274,195
2015-16	514	9,099,421
2016-17	482	9,557,130
2017-18*	482	9,828,334

†Funded through local property taxes not from the State because the District is a Basic Aid District.

*Budgeted

Source: Shoreline Unified School District.

Unduplicated Student Count. Under LCFF, school districts are entitled to supplemental funding based on the unduplicated count of targeted students. Concentration grant funding is available for districts with unduplicated counts above 55%. The District's percentage of unduplicated students is approximately 62%, and therefore the District is eligible for both supplemental and concentration grant funding under LCFF.

Revenue Sources

The District categorizes its general fund revenues into four sources, being LCFF, Federal Revenues, Other State Revenues and Local Revenues. Each of these revenue sources is described below.

LCFF Sources. Typically school district funding is provided by a mix of (1) local property taxes and (2) State apportionments of funding under the LCFF. Generally, the State apportionments will amount to the difference between the District's LCFF funding entitlement and its local property tax revenues.

Beginning in 1978-79, Proposition 13 and its implementing legislation provided for each county to levy (except for levies to support prior voter-approved indebtedness) and collect all property taxes, and prescribed how levies on county-wide property values are to be shared with local taxing entities within each county.

The principal component of local revenues is the school district's property tax revenues, i.e., the district's share of the local 1% property tax, received pursuant to Sections 75 and following and Sections 95 and following of the California Revenue and Taxation Code. Education Code Section 42238(h) itemizes the local revenues that are counted towards the base revenue limit before calculating how much the State must provide in equalization aid. Historically, the more local property taxes a district received, the less State equalization aid it is entitled to.

Community Funded Districts receive the majority of funding through the share of local property taxes.

Federal Revenues. The federal government provides funding for several District programs, including programs under Every Student Succeeds Act, the Individuals With Disabilities Education Act, and specialized programs such as Drug Free Schools.

Other State Revenues. As discussed above, the District receives State apportionment of basic and equalization aid in an amount equal to the difference between the District's revenue limit and its property tax revenues. In addition to such apportionment revenue, the District receives other State revenues.

The District receives State aid from the California State Lottery (the "**Lottery**"), which was established by a constitutional amendment approved in the November 1984 general election. Lottery revenues must be used for the education of students and cannot be used for non-instructional purposes such as real property acquisition, facility construction, or the financing of research. Moreover, State Proposition 20 approved in March 2000 requires that 50% of the increase in Lottery revenues over 1997-98 levels must be restricted to use on instruction material.

For additional discussion of State aid to school districts, see "-State Funding of Education."

Other Local Revenues; Parcel Tax. As a Community Funded District, the majority of the District's funding is provided from local property tax revenues. In addition to local property taxes, the District receives additional local revenues from items such as interest earnings and other local sources (for example, parcel taxes, foundation donations and parent teacher association (PTA) revenues). The District has a voter-approved parcel tax, which generates approximately \$940,000 each fiscal year. The parcel tax is scheduled to expire after fiscal year 2020-21.

District Retirement Systems

Qualified employees of the District are covered under multiple-employer defined benefit pension plans maintained by agencies of the State. Certificated employees are members of the State Teachers' Retirement System ("**STRS**") and classified employees are members of the Public Employees' Retirement System ("**PERS**"). Both STRS and PERS are operated on a Statewide basis. *The information set forth below regarding the STRS and PERS programs, other than the information provided by the District regarding its annual contributions thereto, has been obtained from publicly available sources which are believed to be reliable but are not guaranteed as to accuracy or completeness, and should not be construed as a representation by either the District or the Underwriter.*

Implementation of GASB Nos. 68 and 71. Commencing with fiscal year ended June 30, 2015, the District implemented the provisions of GASB Statement Nos. 68 and 71 which require certain new pension disclosures in the notes to its audited financial statements commencing with the audit for fiscal year 2014-15. Statement No. 68 generally requires the District to recognize its proportionate share of the unfunded pension obligation for STRS and PERS by recognizing a net pension liability measured as of a date (the measurement date) no earlier than the end of its prior fiscal year. As a result of the implementation of GASB Statement Nos. 68 and 71, the District was required to reflect a restatement of its beginning net position as of July 1, 2014. See "APPENDIX A - Audited Financial Statements of the District for Fiscal Year Ending June 30, 2016."

STRS. All full-time certificated employees participate in STRS, a cost-sharing, multiple-employer contributory public employee retirement system. STRS provides retirement, disability and survivor benefits to plan members and beneficiaries under a defined benefit program. Benefit provisions and contribution amounts are established by State statutes, as legislatively amended. The program is funded through a combination of investment earnings and statutorily set contributions from three sources: employees, employers and the State. The District's employer contributions to STRS for recent fiscal years are set forth in the following table.

STRS Contributions
Shoreline Unified School District
Fiscal Years 2013-14 through 2017-18 (Projected)

Fiscal Year	Amount
2013-14	\$402,337
2014-15	433,896
2015-16	488,375
2016-17*	1,030,690
2017-18†	1,164,769

*Estimated Actual.

†Projected.

Source: Shoreline Unified School District.

Historically, employee, employer and State contribution rates did not vary annually to account for funding shortfalls or surpluses in the STRS plan. In recent years, the combination of investment earnings and statutory contributions were not sufficient to pay actuarially required amounts. As a result, the STRS defined benefit program showed an estimated unfunded actuarial liability of approximately \$96.7 billion as of June 30, 2016 (the date of the last actuarial valuation). In connection with the State's adoption of its fiscal year 2014-15 Budget, the Governor signed into law Assembly Bill 1469 ("AB 1469"), which represents a legislative effort to address the unfunded liabilities of the STRS pension plan. AB 1469 addressed the funding gap by increasing contributions by employees, employers and the State. In particular, employer contribution rates are scheduled to increase through at least fiscal year 2020-21, from a contribution rate of 8.25% in fiscal year 2013-14 to 19.1% in fiscal year 2020-21. Thereafter, employer contribution rates will be determined by the STRS board to reflect the contribution required to eliminate unfunded liabilities by June 30, 2046.

The District's employer contribution rates for fiscal years 2014-15 and 2015-16 were 8.88% and 10.73%, respectively. Projected employer contribution rates for school districts (including the District) for fiscal year 2016-17 through fiscal year 2020-21 are set forth in the following table.

PROJECTED EMPLOYER CONTRIBUTION RATES (STRS)
Fiscal Years 2016-17 through 2020-21

Fiscal Year	Projected Employer Contribution Rate ⁽¹⁾
2016-17	12.58%
2017-18	14.43
2018-19	16.28
2019-20	18.13
2020-21	19.10

(1) Expressed as a percentage of covered payroll.

Source: AB 1469

PERS. All full-time and some part-time classified employees participate in PERS, an agent multiple-employer contributory public employee retirement system that acts as a common investment and administrative agent for participating public entities within the State. PERS provides retirement, disability, and death benefits to plan members and beneficiaries. The District is part of a cost-sharing pool within PERS known as the "Schools Pool." Benefit provisions are established by State statutes, as legislatively amended. Contributions to PERS

are made by employers and employees. Each fiscal year, the District is required to contribute an amount based on an actuarially determined employer rate. The District's employer contributions to PERS for recent fiscal years are set forth in the following table.

**PERS Contributions
Shoreline Unified School District
Fiscal Years 2013-14 through 2017-18 (Projected)**

Fiscal Year	Amount
2013-14	\$258,598
2014-15	250,768
2015-16	235,311
2016-17*	299,170
2017-18†	348,660

*Estimated Actual.

†Projected.

Source: Shoreline Unified School District.

Like the STRS program, the PERS program has experienced an unfunded liability in recent years. The PERS unfunded liability, on a market value of assets basis, was approximately \$21.8 billion as of June 30, 2016 (the date of the last actuarial valuation). To address this issue, the PERS board has taken a number of actions. In April 2013, for example, the PERS board approved changes to the PERS amortization and smoothing policy intended to reduce volatility in employer contribution rates. In addition, in April 2016, PERS set new contribution rates, reflecting new demographic assumptions and other changes in actuarial assumptions. The new rates and underlying assumptions, which are aimed at eliminating the unfunded liability of PERS in approximately 30 years, will be implemented for school districts beginning in fiscal year 2016-17, with the costs spread over 20 years and the increases phased in over the first five years.

The District's employer contribution rates for fiscal years 2014-15 and 2015-16 were 11.771% and 11.847%, respectively. Projected employer contribution rates for school districts (including the District) for fiscal year 2016-17 through fiscal year 2020-21 are set forth in the following table.

**PROJECTED EMPLOYER CONTRIBUTION RATES (PERS)
Fiscal Years 2016-17 through 2020-21⁽¹⁾**

Fiscal Year	Projected Employer Contribution Rate ⁽²⁾
2016-17	13.888%
2017-18	15.500
2018-19	17.100
2019-20	18.600
2020-21	19.800

(1) Rates were estimated by PERS in 2016. The PERS board is expected to approve official employer contribution rates for each fiscal year shown during the immediately preceding fiscal year.

(2) Expressed as a percentage of covered payroll.

Source: PERS

California Public Employees' Pension Reform Act of 2013. On September 12, 2012, the Governor signed into law the California Public Employees' Pension Reform Act of 2013

("PEPRA"), which impacted various aspects of public retirement systems in the State, including the STRS and PERS programs. In general, PEPRA (i) increased the retirement age for public employees depending on job function, (ii) capped the annual pension benefit payouts for public employees hired after January 1, 2013, (iii) required public employees hired after January 1, 2013 to pay at least 50% of the costs of their pension benefits (as described in more detail below), (iv) required final compensation for public employees hired after January 1, 2013 to be determined based on the highest average annual pensionable compensation earned over a period of at least 36 consecutive months, and (v) attempted to address other perceived abuses in the public retirement systems in the State. PEPRA applies to all public employee retirement systems in the State, *except* the retirement systems of the University of California, and charter cities and charter counties whose pension plans are not governed by State law. PEPRA's provisions went into effect on January 1, 2013 with respect to new State, school, and city and local agency employees hired on or after that date; existing employees who are members of employee associations, including employee associations of the District, have a five-year window to negotiate compliance with PEPRA through collective bargaining.

PERS has predicted that the impact of PEPRA on employees and employers, including the District and other employers in the PERS system, will vary, based on each employer's current level of benefits. As a result of the implementation of PEPRA, new members must pay at least 50% of the normal costs of the plan, which can fluctuate from year to year. To the extent that the new formulas lower retirement benefits, employer contribution rates could decrease over time as current employees retire and employees subject to the new formulas make up a larger percentage of the workforce. This change would, in some circumstances, result in a lower retirement benefit for employees than they currently earn.

With respect to the STRS pension program, employees hired after January 1, 2013 will pay the greater of either (1) fifty percent of the normal cost of their retirement plan, rounded to the nearest one-quarter percent, or (2) the contribution rate paid by then-current members (i.e., employees in the STRS plan as of January 1, 2013). The member contribution rate could be increased from this level through collective bargaining or may be adjusted based on other factors. Employers will pay at least the normal cost rate, after subtracting the member's contribution.

The District is unable to predict the amount of future contributions it will have to make to PERS and STRS as a result of the implementation of PEPRA, and as a result of negotiations with its employee associations, or, notwithstanding the adoption of PEPRA, resulting from any legislative changes regarding the PERS and STRS employer contributions that may be adopted in the future.

Additional Information. Additional information regarding the District's retirement programs is available in the District's audited financial statements attached hereto as APPENDIX A. In addition, both STRS and PERS issue separate comprehensive financial reports that include financial statements and required supplemental information. Copies of such reports may be obtained from STRS and PERS, respectively, as follows: (i) STRS, P.O. Box 15275, Sacramento, California 95851-0275; and (ii) PERS, 400 Q Street, Sacramento, California 95811. More information regarding STRS and PERS can also be obtained at their websites, www.calstrs.com and www.calpers.ca.gov, respectively. *The references to these Internet websites are shown for reference and convenience only and the information contained on such websites is not incorporated by reference into this Official Statement. The information contained on these websites may not be current and has not been reviewed by the District or the Underwriter for accuracy or completeness.*

Other Post-Employment Retirement Benefits

Plan Descriptions. The District provides medical, dental and vision benefits to retirees and their covered eligible dependents. The District pays a portion of the medical costs for eligible retirees only. Retirees must pay the entire cost for dental, vision, and dependent medical benefits. All active employees who retire directly from the District and meet the eligibility criteria may participate.

Funding Policy. The District's contribution is currently based on a project pay-as-you-go funding method, that is, benefits are payable when due.

As of June 30, 2016, the District has not established a plan or equivalent that contains an irrevocable transfer of assets dedicated to providing benefits to retirees in accordance with the terms of the plan and that are legally protected from creditors.

Annual OPEB Cost and Net OPEB Obligation. The District's annual OPEB cost (expense) is calculated based on the annual required contribution ("ARC"), an amount actuarially determined in accordance with the parameters of GASB Statement No. 45. The ARC represents a level of funding that, if paid on an ongoing basis, is projected to cover normal cost each year and amortize any unfunded actuarial liabilities over a period not to exceed 30 years.

The ARC represents a level of funding that, if paid on an ongoing basis, is projected to cover normal cost each year and amortize any unfunded actuarial accrued liabilities ("UAAL") over a period not to exceed thirty years. The following table shows the components of the District's annual OPEB cost for the year, the amount actually contributed to the plan, and changes in the District's net OPEB obligation to the Plan:

OPEB Components for Fiscal Year 2015-16 Shoreline Unified School District

Annual required contribution (ARC)	\$286,133
Interest on net OPEB obligation	36,894
Adjustment to ARC	<u>(53,340)</u>
Annual OPEB cost (expense)	269,687
Contributions for the fiscal year	<u>(111,627)</u>
Increase in net OPEB obligation	158,060
Net OPEB obligation, beginning of year	<u>922,354</u>
Net OPEB obligation, end of year	\$1,080,414

Source: Shoreline Unified District.

**Schedule of OPEB Funding Progress
Shoreline Unified School District**

Fiscal Year Ended	Annual OPEB Cost	Percentage of Annual OPEB Cost Contributed	Net OPEB Obligation
June 30, 2014	\$276,328	24%	\$759,443
June 30, 2015	272,592	40	922,354
June 30, 2016	269,687	41	1,080,414

Source: Shoreline Unified District.

Actuarial Methods and Assumptions. Projections of benefits for financial reporting purposes are based on the substantive plan (the plan as understood by the employer and plan members) and include the types of benefits provided at the time of each valuation and the historical pattern of sharing benefit costs between the employer and plan members to that point.

The projection of future benefits for an ongoing plan involves estimates of the value of reported amounts and assumptions about the probability of occurrence of future events far into the future. Examples include mortality, turnover, disability, retirement and other factors that affect the number of people eligible to receive future retiree benefits. Actuarially determined amounts are subject to continual revision as actual results are compared with past expectation and new estimates are made about the future. The actuarial methods and assumptions used include techniques that are designed to reduce the effects of short-term volatility in actuarially accrued liabilities and the actuarial value of assets, consistent with the long-term perspective of the calculations.

The schedule of funding progress, presented as required supplementary information following the notes to the financial statements, presents multiyear trend information about whether the actuarial value of plan assets is increasing or decreasing over time relative to the actuarial accrued liability or benefits.

The funded status of the plan as of the most recent actuarial evaluation consists of the following:

Actuarial Valuation Date	Actuarial Value of Assets	Entry Age Actuarial Accrued Liability	Unfunded Actuarial Accrued Liability	Funded Ratio	Covered Payroll	UAAL as Percentage of Covered Payroll
July 1, 2013	\$--	\$2,013,470	\$2,013,470	0%	\$6,425,497	31%

See "APPENDIX A - AUDITED FINANCIAL STATEMENTS OF THE DISTRICT FOR FISCAL YEAR ENDING JUNE 30, 2016- Note 10."

Insurance – Joint Ventures

The District participates in one joint venture under joint powers authorities ("JPAs"), the Redwood Empire School Insurance Group ("RESIG"). The relationships between the District and the JPAs are such that the JPAs are not component units of the District for financial reporting purposes.

See "APPENDIX A - AUDITED FINANCIAL STATEMENTS OF THE DISTRICT FOR FISCAL YEAR ENDING JUNE 30, 2016- Note 13."

General Obligation Bonds

The District currently has outstanding two series of general obligation bond indebtedness and refunding bond indebtedness. The following table provides a summary of outstanding general obligation bond indebtedness

**COMBINED ANNUAL DEBT SERVICE SCHEDULE
Outstanding General Obligation Bonds
Shoreline Unified School District**

<u>Date Issued</u>	<u>Series</u>	<u>Amount of Original Issue</u>	<u>Outstanding* September 1, 2017</u>
04/29/2010	General Obligation Bonds, Election of 2009, Series 2010*	\$9,290,000	
09/27/2011	2011 General Obligation Refunding Bonds	5,270,000	
	Total	\$14,560,000	

*Certain maturities expected to be refunded with proceeds of the Refunding Bonds described herein.
Source: Shoreline Unified School District.

Capital Leases

The District entered into various leases with options to purchase, for two buses, with principal maturing through 2017. The District will receive no sublease rental revenues nor pay any contingent rentals for this equipment. Future minimum lease payments are as follows:

CAPITAL LEASES	
Shoreline Unified School District	
Year Ended June 30,	Lease Payment
2017	\$17,101
Total minimum lease payments	17,101
Less amount representing interest	(631)
Present value of minimum lease payments	\$16,470

Settlement Payments

The District settled a lawsuit with a family of a District student for \$440,000. The settlement will be paid over ten years beginning in fiscal year 2010-11, and maturing in the fiscal year 2019-2020. The amount payable is non-interest bearing and the amortization of the remaining liability is as follows:

LEGAL SETTLEMENT OBLIGATION	
Shoreline Unified School District	
Year Ended June 30,	Settlement Payment
2017	\$24,000
2018	10,667
2019	10,667
2020	10,666
Total	\$56,000

Investment of District Funds

In accordance with Government Code Section 53600 *et seq.*, the Marin County Treasurer manages funds deposited with it by the District. The County is required to invest such funds in accordance with California Government Code Sections 53601 *et seq.* In addition, counties are required to establish their own investment policies which may impose limitations beyond those required by the Government Code. See "APPENDIX G - MARIN COUNTY INVESTMENT POLICY AND INVESTMENT REPORT."

Effect of State Budget on Revenues

Public school districts in California are dependent on revenues from the State for a large portion of their operating budgets. California school districts generally receive the majority of their operating revenues from various State sources. The primary source of funding for school districts is LCFF funding, which is derived from a combination of State funds and local property taxes (see "—Funding of Education Generally" above). State funds typically make up the majority of a district's LCFF funding. School districts also receive funding from the State for some specialized programs such as special education.

The availability of State funds for public education is a function of constitutional provisions affecting school district revenues and expenditures (see "CONSTITUTIONAL AND STATUTORY PROVISIONS AFFECTING DISTRICT REVENUES AND APPROPRIATIONS" below), the condition of the State economy (which affects total revenue available to the State general fund), and the annual State budget process. The District cannot predict how education funding may further be changed in the future, or the state of the economy which in turn can impact the amounts of funds available from the State for education funding.

STATE FUNDING OF EDUCATION; RECENT STATE BUDGETS

General. The State requires that from all State revenues there first shall be set apart the moneys to be applied for support of the public school system and public institutions of higher education. Public school districts in California are dependent on revenues from the State for a large portion of their operating budgets. California school districts receive an average of about 55% of their operating revenues from various State sources. The primary source of funding for school districts are revenues under the LCFF, which are a combination of State funds and local property taxes (see "DISTRICT FINANCIAL INFORMATION - Education Funding Generally" above). State funds typically make up the majority of a district's LCFF allocation, although Basic Aid school districts derive most of their revenues from local property taxes. School districts also receive substantial funding from the State for various categorical programs.

The following information concerning the State's budgets for the current and most recent preceding years has been compiled from publicly-available information provided by the State. Neither the District, the Underwriter or the County is responsible for the information relating to the State's budgets provided in this section. Further information is available from the Public Finance Division of the State Treasurer's Office.

The Budget Process. The State's fiscal year begins on July 1 and ends on June 30. The annual budget is proposed by the Governor by January 10 of each year for the next fiscal year (the "**Governor's Budget**"). Under State law, the annual proposed Governor's Budget cannot provide for projected expenditures in excess of projected revenues and balances available from prior fiscal years. Following the submission of the Governor's Budget, the Legislature takes up the proposal.

Under the State Constitution, money may be drawn from the State Treasury only through an appropriation made by law. The primary source of the annual expenditure authorizations is the Budget Act as approved by the Legislature and signed by the Governor. The Budget Act must be approved by a majority vote of each house of the Legislature. The Governor may reduce or eliminate specific line items in the Budget Act or any other appropriations bill without vetoing the entire bill. Such individual line-item vetoes are subject to override by a two-thirds majority vote of each house of the Legislature.

Appropriations also may be included in legislation other than the Budget Act. Bills containing appropriations (including for K-14 education) must be approved by a majority vote in each house of the Legislature, unless such appropriations require tax increases, in which case they must be approved by a two-thirds vote of each house of the Legislature, and be signed by the Governor. Continuing appropriations, available without regard to fiscal year, may also be provided by statute or the State Constitution.

Funds necessary to meet an appropriation need not be in the State Treasury at the time such appropriation is enacted; revenues may be appropriated in anticipation of their receipt.

Recent State Budgets

Certain information about the State budgeting process and the State Budget is available through several State of California sources. A convenient source of information is the State's website, where recent official statements for State bonds are posted. *The references to Internet websites shown below are shown for reference and convenience only, the information contained within the websites may not be current and has not been reviewed by the District and is not incorporated herein by reference.*

- The California State Treasurer Internet home page at www.treasurer.ca.gov, under the heading "Bond Information", posts various State of California Official Statements, many of which contain a summary of the current State Budget, past State Budgets, and the impact of those budgets on school districts in the State.
- The California State Treasurer's Office Internet home page at www.treasurer.ca.gov, under the heading "Financial Information", posts the State's audited financial statements. In addition, the Financial Information section includes the State's Rule 15c2-12 filings for State bond issues. The Financial Information section also includes the Overview of the State Economy and Government, State Finances, State Indebtedness, and Litigation from the State's most current Official Statement, which discusses the State budget and its impact on school districts.
- The California Department of Finance's Internet home page at www.dof.ca.gov, under the heading "California Budget", includes the text of proposed and adopted State Budgets.
- The State Legislative Analyst's Office prepares analyses of the proposed and adopted State budgets. The analyses are accessible on the Legislative Analyst's Internet home page at www.lao.ca.gov under the heading "Subject Area – Budget (State)".

Prior Years' Budgeting Techniques. Declining revenues and fiscal difficulties which arose in the State commencing in fiscal year 2008-09 led the State to undertake a number of budgeting strategies, which had subsequent impacts on local agencies within the State. These techniques included the issuance of IOUs in lieu of warrants (checks), the enactment of statutes deferring amounts owed to public schools until a later date in the fiscal year or even into the following fiscal year (known as statutory deferrals), trigger reductions, which were budget cutting measures which were implemented or could have been implemented if certain State budgeting goals were not met, and the dissolution of local redevelopment agencies in part to make available additional funding for local agencies. Although the fiscal year 2016-17 State Budget is balanced and projects a balanced budget for the foreseeable future, largely attributable to the additional revenues generated due to the passage of Proposition 30 at the November 2, 2012 statewide election, there can be no certainty that budget-cutting strategies such as those used in recent years will not be used in the future should the State Budget again be stressed and if projections included in such budget do not materialize.

2013-14 State Budget: Significant Change in Education Funding. As described previously herein, the 2013-14 State Budget and its related implementing legislation enacted significant reforms to the State's system of K-12 education finance with the enactment of the LCFF. Significant reforms such as the LCFF and other changes in law may have significant impacts on the District's finances.

2017-18 Adopted State Budget

On June 27, 2017, the Governor signed the 2017-18 State budget (the "**2017-18 State Budget**") into law. The 2017-18 State Budget calls for the spending of \$125.1 billion from the general fund, \$54.9 billion from special funds and \$3.3 billion from bond funds. The 2017-18 State Budget includes a funding increase of \$3.1 billion for K-14 education, an expanded tax credit for low-wage workers and puts an additional \$1.8 billion into the State's budget stabilization reserve, bringing the rainy-day fund balance to \$8.5 billion, or 66% of the constitutional target. Significant features of the 2017-18 Budget include:

- total funding of \$92.5 billion for K-12 education programs, including an increase in funding of \$1.4 billion to continue the State's transition to LCFF, bringing the formula to 97% of full implementation;
- an increase of \$877 million in one-time discretionary grants to provide school districts, charter schools and county offices of education with funds to be used for items such as deferred maintenance, professional development, induction for beginning teachers, instructional materials, technology, and the implementation of new educational standards;
- an increase in \$7 million to support county offices of education, which funding requires county superintendents of schools to summarize how the county offices of education will support school districts and schools within the county;
- \$1.8 billion to pay down past budgetary borrowing and State employee pension liabilities;
- a \$6 billion supplemental payment to PERS, on top of the actuarially determined annual contribution of \$5.2 billion, through a loan from the State's Surplus Money Investment Fund, which will reduce unfunded liabilities, stabilize the State's contribution rate and save \$11 billion over the next twenty years;
- \$2.8 billion dollars for STRS, which contribution is consistent with the funding strategy of putting STRS on a sustainable path forward and eliminating its current unfunded liability in approximately 30 years;
- new appropriations of \$2.8 billion, distributed evenly between State and local transportation authorities, to implement the Road Repair and Accountability Act of 2017;
- \$84.9 million to address issues from the State's recent drought emergency, including \$41.9 million to extend the fire season and expand the State's

firefighting capabilities to reduce the fire risk from climate change, the recent drought and tree mortality; and

- an increase of \$31.5 million to repair and maintain the aging infrastructure of the State's park system.

Disclaimer Regarding State Budgets. The execution of the foregoing 2017-18 State Budget and future State budgets may be affected by numerous factors, including but not limited to: (i) shifts of costs from the federal government to the State, (ii) national, State and international economic conditions, (iii) litigation risk associated with proposed spending reductions, (iv) rising health care costs and/or other unfunded liabilities such as pension or OPEB and (v) other factors, all or any of which could cause the revenue and spending projections included in such budgets to be unattainable. The District cannot predict the accuracy of any assumptions or projections made in State budgets. Additionally, the District cannot predict the impact that the 2017-18 State Budget, or subsequent state budgets, will have on its own finances and operations. However, the Refunding Bonds are secured by *ad valorem* taxes levied and collected on taxable property in the District, without limit as to rate or amount, and are not secured by a pledge of revenues of the District or its general fund.

The State has not entered into any contractual commitment with the District, the County, the Underwriter or the Owners of the Refunding Bonds to provide State budget information to the District or the owners of the Refunding Bonds. Although they believe the sources of information listed below are reliable, neither the District nor the Underwriter assumes any responsibility for the accuracy of the State Budget information set forth or referred to in this Official Statement or incorporated herein.

Availability of State Budgets. The complete 2017-18 State Budget is available from the California Department of Finance website at www.ebudget.ca.gov. An impartial analysis of the budget is posted by the Legislative Analyst Office at www.lao.ca.gov/budget. The District can take no responsibility for the continued accuracy of these internet addresses or for the accuracy, completeness or timeliness of information posted on these sites, and such information is not incorporated in this Official Statement by these references. The information referred to above should not be relied upon in making an investment decision with respect to the Refunding Bonds.

Uncertainty Regarding Future State Budgets. The District cannot predict what actions will be taken in future years by the State Legislature and the Governor to address the State's current or future revenues and expenditures and possible future budget deficits. Future State budgets will be affected by national and state economic conditions and other factors over which the District has no control. The District cannot predict what impact any future budget proposals will have on the financial condition of the District. To the extent that the State budget process results in reduced revenues to the District, the District will be required to make adjustments to its budgets.

Legal Challenges to State Funding of Education

The application of Proposition 98 (as discussed below) and other statutory regulations has been the subject of various legal challenges in the past. The District cannot predict if or when there will be changes to education funding or legal challenges which may arise relating thereto.

CONSTITUTIONAL AND STATUTORY PROVISIONS AFFECTING DISTRICT REVENUES AND APPROPRIATIONS

Principal of and interest on the Refunding Bonds are payable from the proceeds of an *ad valorem* tax levied by the County for the payment thereof. Articles XIII A, XIII B, XIII C, and XIII D of the State Constitution, Propositions 62, 98, 111, 39 and 218, and certain other provisions of law discussed below, are included in this section to describe the potential effect of these Constitutional and statutory measures on the ability of the District to levy taxes and spend tax proceeds for operating and other purposes, and it should not be inferred from the inclusion of such materials that these laws impose any limitation on the ability of the District to levy taxes for payment of the Refunding Bonds. The tax levied by the County for payment of the Refunding Bonds was approved by the District's voters in compliance with Article XIII A and all applicable laws.

Constitutionally Required Funding of Education

The State Constitution requires that from all State revenues, there shall be first set apart the moneys to be applied by the State for the support of the public school system and public institutions of higher education. School districts receive a significant portion of their funding from State appropriations. As a result, decreases and increases in State revenues can significantly affect appropriations made by the State Legislature to school districts.

Article XIII A of the California Constitution

Basic Property Tax Levy. On June 6, 1978, California voters approved Proposition 13 ("**Proposition 13**"), which added Article XIII A to the State Constitution ("**Article XIII A**"). Article XIII A limits the amount of any *ad valorem* tax on real property to 1% of the full cash value thereof, except that additional *ad valorem* taxes may be levied to pay debt service on (i) indebtedness approved by the voters prior to July 1, 1978, (ii) (as a result of an amendment to Article XIII A approved by State voters on June 3, 1986) on bonded indebtedness for the acquisition or improvement of real property which has been approved on or after July 1, 1978 by two-thirds of the voters on such indebtedness (which provided the authority for the issuance of the Refunded Bonds), and (iii) (as a result of an amendment to Article XIII A approved by State voters on November 7, 2000) bonded indebtedness incurred by a school district or community college district for the construction, reconstruction, rehabilitation or replacement of school facilities or the acquisition or lease of real property for school facilities, approved by 55% of the voters of the district, but only if certain accountability measures are included in the proposition. All of the District's outstanding General Obligation Bonds were authorized pursuant to clause (iii) above. Article XIII A defines full cash value to mean "the county assessor's valuation of real property as shown on the 1975-76 tax bill under full cash value, or thereafter, the appraised value of real property when purchased, newly constructed, or a change in ownership have occurred after the 1975 assessment". This full cash value may be increased at a rate not to exceed 2% per year to account for inflation.

Article XIII A has subsequently been amended to permit reduction of the "full cash value" base in the event of declining property values caused by damage, destruction or other factors, to provide that there would be no increase in the "full cash value" base in the event of reconstruction of property damaged or destroyed in a disaster and in other minor or technical ways.

Legislation Implementing Article XIII A. Legislation has been enacted and amended a number of times since 1978 to implement Article XIII A. Under current law, local agencies are no longer permitted to levy directly any property tax (except to pay voter-approved indebtedness). The 1% property tax is automatically levied by the county and distributed according to a formula among taxing agencies. The formula apportions the tax roughly in proportion to the relative shares of taxes levied prior to 1979.

Increases of assessed valuation resulting from reappraisals of property due to new construction, change in ownership or from the annual adjustment not to exceed 2% are allocated among the various jurisdictions in the "taxing area" based upon their respective "situs." Any such allocation made to a local agency continues as part of its allocation in future years.

Inflationary Adjustment of Assessed Valuation. As described above, the assessed value of a property may be increased at a rate not to exceed 2% per year to account for inflation. On December 27, 2001, the Orange County Superior Court, in *County of Orange v. Orange County Assessment Appeals Board No. 3*, held that where a home's taxable value did not increase for two years, due to a flat real estate market, the Orange County assessor violated the 2% inflation adjustment provision of Article XIII A, when the assessor tried to "recapture" the tax value of the property by increasing its assessed value by 4% in a single year. The assessors in most California counties, including the County, use a similar methodology in raising the taxable values of property beyond 2% in a single year. The State Board of Equalization has approved this methodology for increasing assessed values. On appeal, the Appellate Court held that the trial court erred in ruling that assessments are always limited to no more than 2% of the previous year's assessment. On May 10, 2004 a petition for review was filed with the California Supreme Court. The petition has been denied by the California Supreme Court. As a result of this litigation, the "recapture" provision described above may continue to be employed in determining the full cash value of property for property tax purposes.

Article XIII B of the California Constitution

Article XIII B ("Article XIII B") of the State Constitution, as subsequently amended by Propositions 98 and 111, respectively, limits the annual appropriations of the State and of any city, county, school district, authority or other political subdivision of the State to the level of appropriations of the particular governmental entity for the prior fiscal year, as adjusted for changes in the cost of living and in population and for transfers in the financial responsibility for providing services and for certain declared emergencies. For fiscal years beginning on or after July 1, 1990, the appropriations limit of each entity of government shall be the appropriations limit for the 1986-87 fiscal year adjusted for the changes made from that fiscal year under the provisions of Article XIII B, as amended.

The appropriations of an entity of local government subject to Article XIII B limitations include the proceeds of taxes levied by or for that entity and the proceeds of certain state subventions to that entity. "Proceeds of taxes" include, but are not limited to, all tax revenues and the proceeds to the entity from (a) regulatory licenses, user charges and user fees (but only

to the extent that these proceeds exceed the reasonable costs in providing the regulation, product or service), and (b) the investment of tax revenues.

Appropriations subject to limitation do not include (a) refunds of taxes, (b) appropriations for debt service, (c) appropriations required to comply with certain mandates of the courts or the federal government, (d) appropriations of certain special districts, (e) appropriations for all qualified capital outlay projects as defined by the legislature, (f) appropriations derived from certain fuel and vehicle taxes and (g) appropriations derived from certain taxes on tobacco products.

Article XIII B includes a requirement that all revenues received by an entity of government other than the State in a fiscal year and in the fiscal year immediately following it in excess of the amount permitted to be appropriated during that fiscal year and the fiscal year immediately following it shall be returned by a revision of tax rates or fee schedules within the next two subsequent fiscal years. However, in the event that a school district's revenues exceed its spending limit, the district may in any fiscal year increase its appropriations limit to equal its spending by borrowing appropriations limit from the State.

Article XIII B also includes a requirement that 50% of all revenues received by the State in a fiscal year and in the fiscal year immediately following it in excess of the amount permitted to be appropriated during that fiscal year and the fiscal year immediately following it shall be transferred and allocated to the State School Fund under Section 8.5 of Article XVI of the State Constitution.

Unitary Property

Some amount of property tax revenue of the District is derived from utility property which is considered part of a utility system with components located in many taxing jurisdictions ("**unitary property**"). Under the State Constitution, such property is assessed by the State Board of Equalization ("**SBE**") as part of a "going concern" rather than as individual pieces of real or personal property. State-assessed unitary and certain other property is allocated to the counties by SBE, taxed at special county-wide rates, and the tax revenues distributed to taxing jurisdictions (including the District) according to statutory formulae generally based on the distribution of taxes in the prior year.

Articles XIII C and XIII D

On November 5, 1996, the voters of the State of California approved Proposition 218, popularly known as the "Right to Vote on Taxes Act." Proposition 218 added to the California Constitution Articles XIII C and XIII D (respectively, "**Article XIII C**" and "**Article XIII D**"), which contain a number of provisions affecting the ability of local agencies, including school districts, to levy and collect both existing and future taxes, assessments, fees and charges.

According to the "Title and Summary" of Proposition 218 prepared by the California Attorney General, Proposition 218 limits "the authority of local governments to impose taxes and property-related assessments, fees and charges." Among other things, Article XIII C establishes that every tax is either a "general tax" (imposed for general governmental purposes) or a "special tax" (imposed for specific purposes), prohibits special purpose government agencies such as school districts from levying general taxes, and prohibits any local agency from imposing, extending or increasing any special tax beyond its maximum authorized rate without a two-thirds vote; and also provides that the initiative power will not be limited in matters of

reducing or repealing local taxes, assessments, fees and charges. Article XIIC further provides that no tax may be assessed on property other than *ad valorem* property taxes imposed in accordance with Articles XIII and XIII A of the California Constitution and special taxes approved by a two-thirds vote under Article XIII A, Section 4.

On November 2, 2010, Proposition 26 was approved by State voters, which amended Article XIIC to expand the definition of "tax" to include "any levy, charge, or exaction of any kind imposed by a local government" except the following: (1) a charge imposed for a specific benefit conferred or privilege granted directly to the payor that is not provided to those not charged, and which does not exceed the reasonable costs to the local government of conferring the benefit or granting the privilege; (2) a charge imposed for a specific government service or product provided directly to the payor that is not provided to those not charged, and which does not exceed the reasonable costs to the local government of providing the service or product; (3) a charge imposed for the reasonable regulatory costs to a local government for issuing licenses and permits, performing investigations, inspections, and audits, enforcing agricultural marketing orders, and the administrative enforcement and adjudication thereof; (4) a charge imposed for entrance to or use of local government property, or the purchase, rental, or lease of local government property; (5) a fine, penalty, or other monetary charge imposed by the judicial branch of government or a local government, as a result of a violation of law; (6) a charge imposed as a condition of property development; and (7) assessments and property-related fees imposed in accordance with the provisions of Article XIID. Proposition 26 provides that the local government bears the burden of proving by a preponderance of the evidence that a levy, charge, or other exaction is not a tax, that the amount is no more than necessary to cover the reasonable costs of the governmental activity, and that the manner in which those costs are allocated to a payor bear a fair or reasonable relationship to the payor's burdens on, or benefits received from, the governmental activity.

Article XIID deals with assessments and property-related fees and charges, and explicitly provides that nothing in Article XIIC or XIID will be construed to affect existing laws relating to the imposition of fees or charges as a condition of property development.

While the provisions of Proposition 218 may have an indirect effect on the District, such as by limiting or reducing the revenues otherwise available to other local governments whose boundaries encompass property located within the District (thereby causing such local governments to reduce service levels and possibly adversely affecting the value of property within the District), the District does not believe that Proposition 218 will directly impact the revenues available to pay debt service on the Refunding Bonds.

Proposition 98

On November 8, 1988, California voters approved Proposition 98, a combined initiative constitutional amendment and statute called the "Classroom Instructional Improvement and Accountability Act" (the "**Accountability Act**"). Certain provisions of the Accountability Act have, however, been modified by Proposition 111, discussed below, the provisions of which became effective on July 1, 1990. The Accountability Act changes State funding of public education below the university level and the operation of the State's appropriations limit. The Accountability Act guarantees State funding for K-12 school districts and community college districts (hereinafter referred to collectively as "K-14 school districts") at a level equal to the greater of (a) the same percentage of general fund revenues as the percentage appropriated to such districts in 1986-87, and (b) the amount actually appropriated to such districts from the general fund in the previous fiscal year, adjusted for increases in enrollment and changes in the cost of living. The Accountability Act permits the Legislature to suspend this formula for a one-year period.

The Accountability Act also changes how tax revenues in excess of the State appropriations limit are distributed. Any excess State tax revenues up to a specified amount would, instead of being returned to taxpayers, be transferred to K-14 school districts. Any such transfer to K-14 school districts would be excluded from the appropriations limit for K-14 school districts and the K-14 school district appropriations limit for the next year would automatically be increased by the amount of such transfer. These additional moneys would enter the base funding calculation for K-14 school districts for subsequent years, creating further pressure on other portions of the State budget, particularly if revenues decline in a year following an Article XIII B surplus. The maximum amount of excess tax revenues which could be transferred to K-14 school districts is 4% of the minimum State spending for education mandated by the Accountability Act.

Proposition 111

On June 5, 1990, the voters approved Proposition 111 (Senate Constitutional Amendment No. 1) called the "Traffic Congestion Relief and Spending Limit Act of 1990" ("**Proposition 111**") which further modified Article XIII B and Sections 8 and 8.5 of Article XVI of the State Constitution with respect to appropriations limitations and school funding priority and allocation.

The most significant provisions of Proposition 111 are summarized as follows:

Annual Adjustments to Spending Limit. The annual adjustments to the Article XIII B spending limit were liberalized to be more closely linked to the rate of economic growth. Instead of being tied to the Consumer Price Index, the "change in the cost of living" is now measured by the change in California *per capita* personal income. The definition of "change in population" specifies that a portion of the State's spending limit is to be adjusted to reflect changes in school attendance.

Treatment of Excess Tax Revenues. "Excess" tax revenues with respect to Article XIII B are now determined based on a two-year cycle, so that the State can avoid having to return to taxpayers excess tax revenues in one year if its appropriations in the next fiscal year are under its limit. In addition, the Proposition 98 provision regarding excess tax revenues was modified. After any two-year period, if there are excess State tax revenues, 50% of the excess are to be transferred to K-14 school districts with the balance returned to taxpayers; under prior

law, 100% of excess State tax revenues went to K-14 school districts, but only up to a maximum of 4% of the schools' minimum funding level. Also, reversing prior law, any excess State tax revenues transferred to K-14 school districts are not built into the school districts' base expenditures for calculating their entitlement for State aid in the next year, and the State's appropriations limit is not to be increased by this amount.

Exclusions from Spending Limit. Two exceptions were added to the calculation of appropriations which are subject to the Article XIII B spending limit. First, there are excluded all appropriations for "qualified capital outlay projects" as defined by the Legislature. Second, there are excluded any increases in gasoline taxes above the 1990 level (then nine cents per gallon), sales and use taxes on such increment in gasoline taxes, and increases in receipts from vehicle weight fees above the levels in effect on January 1, 1990. These latter provisions were necessary to make effective the transportation funding package approved by the Legislature and the Governor, which expected to raise over \$15 billion in additional taxes from 1990 through 2000 to fund transportation programs.

Recalculation of Appropriations Limit. The Article XIII B appropriations limit for each unit of government, including the State, is to be recalculated beginning in fiscal year 1990-91. It is based on the actual limit for fiscal year 1986-87, adjusted forward to 1990-91 as if Proposition 111 had been in effect.

School Funding Guarantee. There is a complex adjustment in the formula enacted in Proposition 98 which guarantees K-14 school districts a certain amount of State general fund revenues. Under prior law, K-14 school districts were guaranteed the greater of (1) 40.9% of State general fund revenues (the "first test") or (2) the amount appropriated in the prior year adjusted for changes in the cost of living (measured as in Article XIII B by reference to *per capita* personal income) and enrollment (the "second test"). Under Proposition 111, schools will receive the greater of (1) the first test, (2) the second test, or (3) a third test, which will replace the second test in any year when growth in *per capita* State general fund revenues from the prior year is less than the annual growth in California *per capita* personal income (the "third test"). Under the third test, schools will receive the amount appropriated in the prior year adjusted for change in enrollment and *per capita* State general fund revenues, plus an additional small adjustment factor. If the third test is used in any year, the difference between the third test and the second test will become a "credit" to schools which will be paid in future years when State general fund revenue growth exceeds personal income growth.

Proposition 39

On November 7, 2000, California voters approved an amendment (commonly known as "Proposition 39") to the California Constitution. This amendment (1) allows school facilities bond measures to be approved by 55% (rather than two-thirds) of the voters in local elections and permits property taxes to exceed the current 1% limit in order to repay the bonds and (2) changes existing statutory law regarding charter school facilities. As adopted, the constitutional amendments may be changed only with another Statewide vote of the people. The statutory provisions could be changed by a majority vote of both houses of the Legislature and approval by the Governor, but only to further the purposes of the proposition. The local school jurisdictions affected by this proposition are K-12 school districts, community college districts, including the District, and county offices of education. As noted above, the California Constitution previously limited property taxes to 1% of the value of property. Prior to the approval of Proposition 39, property taxes could only exceed this limit to pay for (1) any local

government debts approved by the voters prior to July 1, 1978 or (2) bonds to acquire or improve real property that receive two-thirds voter approval after July 1, 1978.

The 55% vote requirement authorized by Proposition 39 applies only if the local bond measure presented to the voters includes: (1) a requirement that the bond funds can be used only for construction, rehabilitation, equipping of school facilities, or the acquisition or lease of real property for school facilities; (2) a specific list of school projects to be funded and certification that the school board has evaluated safety, class size reduction, and information technology needs in developing the list; and (3) a requirement that the school board conduct annual, independent financial and performance audits until all bond funds have been spent to ensure that the bond funds have been used only for the projects listed in the measure. Legislation approved in June 2000 places certain limitations on local school bonds to be approved by 55 percent of the voters. These provisions require that the tax rate levied as the result of any single election be no more than \$60 (for a unified school district), \$30 (for an elementary school district or high school district), or \$25 (for a community college district), per \$100,000 of taxable property value. These requirements are not part of this proposition and can be changed with a majority vote of both houses of the Legislature and approval by the Governor.

Proposition 30 and Proposition 55

Guaranteed Local Public Safety Funding, Initiative Constitutional Amendment (also known as "**Proposition 30**"), which temporarily increases the State Sales and Use Tax and personal income tax rates on higher incomes. Proposition 30 temporarily imposes an additional tax on all retailers, at the rate of 0.25% of gross receipts from the sale of all tangible personal property sold in the State from January 1, 2013 to December 31, 2016. Proposition 30 also imposes an additional excise tax on the storage, use, or other consumption in the State of tangible personal property purchased from a retailer on and after January 1, 2013 and before January 1, 2017. This excise tax will be levied at a rate of 0.25% of the sales price of the property so purchased. For personal income taxes imposed beginning in the taxable year commencing January 1, 2012 and ending December 31, 2018, Proposition 30 increases the marginal personal income tax rate by: (i) 1% for taxable income over \$250,000 but less than \$300,000 for single filers (over \$500,000 but less than \$600,000 for joint filers and over, \$340,000 but less than \$408,000 for head-of-household filers), (ii) 2% for taxable income over \$300,000 but less than \$500,000 for single filers (over \$600,000 but less than \$1,000,000 for joint filers and over \$408,000 but less than \$680,000 for head-of-household filers), and (iii) 3% for taxable income over \$500,000 for single filers (over \$1,000,000 for joint filers and over \$680,000 for head-of-household filers).

The revenues generated from the temporary tax increases will be included in the calculation of the Proposition 98 minimum funding guarantee for school districts and community college districts. See "-Proposition 98" and "-Proposition 111" above. From an accounting perspective, the revenues generated from the temporary tax increases will be deposited into the State account created pursuant to Proposition 30 called the Education Protection Account (the "**EPA**"). Pursuant to Proposition 30, funds in the EPA will be allocated quarterly, with 89% of such funds provided to school districts and 11% provided to community college districts. The funds will be distributed to school districts and community college districts in the same manner as existing unrestricted per-student funding, except that no school district will receive less than \$200 per unit of ADA and no community college district will receive less than \$100 per full time equivalent student. The governing board of each school district and community college district is granted sole authority to determine how the moneys received from the EPA are spent,

provided that, the appropriate governing board is required to make these spending determinations in open session at a public meeting and such local governing boards are prohibited from using any funds from the EPA for salaries or benefits of administrators or any other administrative costs.

The California Children's Education and Health Care Protection Act of 2016, also known as Proposition 55, was a constitutional amendment initiative that was approved on the November 8, 2016 general election ballot in California. Proposition 55 extends the increases to personal income tax rates for high-income taxpayers that were approved as part of Proposition 30 through 2030, instead of the scheduled expiration date of December 31, 2018; Proposition 55 did not extend the sales tax increase that was approved as part of Proposition 30. Tax revenue received under Proposition 55 is to be allocated 89% to K-12 schools and 11% to community colleges.

Proposition 1A and Proposition 22

On November 2, 2004, California voters approved Proposition 1A, which amended the State constitution to significantly reduce the State's authority over major local government revenue sources. Under Proposition 1A, the State cannot (i) reduce local sales tax rates or alter the method of allocating the revenue generated by such taxes, (ii) shift property taxes from local governments to schools or community colleges, (iii) change how property tax revenues are shared among local governments without two-thirds approval of both houses of the State Legislature or (iv) decrease Vehicle License Fee revenues without providing local governments with equal replacement funding. Under Proposition 1A, beginning, in 2008-09, the State may shift to schools and community colleges a limited amount of local government property tax revenue if certain conditions are met, including: (i) a proclamation by the Governor that the shift is needed due to a severe financial hardship of the State, and (ii) approval of the shift by the State Legislature with a two-thirds vote of both houses. Under such a shift, the State must repay local governments for their property tax losses, with interest, within three years. Proposition 1A does allow the State to approve voluntary exchanges of local sales tax and property tax revenues among local governments within a county. Proposition 1A also amended the State Constitution to require the State to suspend certain State laws creating mandates in any year that the State does not fully reimburse local governments for their costs to comply with the mandates. This provision does not apply to mandates relating to schools or community colleges or to those mandates relating to employee rights.

Proposition 22, a constitutional initiative entitled the "Local Taxpayer, Public Safety, and Transportation Protection Act of 2010," approved on November 2, 2010, superseded many of the provisions of Proposition 1A. This initiative amends the State constitution to prohibit the legislature from diverting or shifting revenues that are dedicated to funding services provided by local government or funds dedicated to transportation improvement projects and services. Under this proposition, the State is not allowed to take revenue derived from locally imposed taxes, such as hotel taxes, parcel taxes, utility taxes and sales taxes, and local public transit and transportation funds. Further, in the event that a local governmental agency sues the State alleging a violation of these provisions and wins, then the State must automatically appropriate the funds needed to pay that local government. This Proposition was intended to, among other things, stabilize local government revenue sources by restricting the State's control over local property taxes. Proposition 22 did not prevent the California State Legislature from dissolving State redevelopment agencies pursuant to AB 1X26, as confirmed by the decision of the California Supreme Court decision in *California Redevelopment Association v. Matosantos* (2011).

Because Proposition 22 reduces the State's authority to use or reallocate certain revenue sources, fees and taxes for State general fund purposes, the State will have to take other actions to balance its budget, such as reducing State spending or increasing State taxes, and school and college districts that receive Proposition 98 or other funding from the State will be more directly dependent upon the State's general fund.

California Senate Bill 222

Senate Bill 222 ("**SB 222**") was signed by the California Governor on July 13, 2015 and became effective on January 1, 2016. SB 222 amended Section 15251 of the California Education Code and added Section 53515 to the California Government Code to provide that voter-approved general obligation bonds which are secured by *ad valorem* tax collections such as the Refunding Bonds are secured by a statutory lien on all revenues received pursuant to the levy and collection of the property tax imposed to service those bonds. Said lien shall attach automatically and is valid and binding from the time the bonds are executed and delivered. The lien is enforceable against the issuer, its successors, transferees, and creditors, and all others asserting rights therein, irrespective of whether those parties have notice of the lien and without the need for any further act. The effect of SB 222 is the treatment of general obligation bonds as secured debt in bankruptcy due to the existence of a statutory lien.

Future Initiatives

Article XIII A, Article XIII B, Article XIII C and Article XIII D of the California Constitution and Propositions 98, 22, 26, 30 and 39 were each adopted as measures that qualified for the ballot under the State's initiative process. From time to time other initiative measures could be adopted further affecting District revenues or the District's ability to expend revenues. The nature and impact of these measures cannot be anticipated by the District.

APPENDIX B

**AUDITED FINANCIAL STATEMENTS OF THE DISTRICT
FOR FISCAL YEAR ENDED JUNE 30, 2016**

APPENDIX C

GENERAL INFORMATION ABOUT MARIN COUNTY

The following information concerning Marin County is included only for the purpose of supplying general information regarding the area of the District. The Refunding Bonds are not a debt of the County, the State of California (the "State") or any of its political subdivisions (other than the District), and none of the County, the State or any of its political subdivisions (other than the District) is liable therefor.

General

The County was one of the original counties of California, created in 1850 at the time of statehood. The County has a total area of 828 miles and, as of January 1, 2017, a population of approximately 263,604. Geographically, the county forms a large, southward-facing peninsula, with the Pacific Ocean to the west, San Pablo Bay and San Francisco Bay to the east, and -- across the Golden Gate -- the city of San Francisco to the south. Marin County's northern border is with Sonoma County. Most of the county's population resides on the eastern side, with a string of communities running along the Bay, from Sausalito to Tiburon to San Rafael to Corte Madera. The interior contains large areas of agricultural and open space; West Marin, through which California State Route 1 runs alongside the California coast, contains many small unincorporated communities dependent on agriculture and tourism for their economies.

Population

The table below shows population estimates for the cities in the County for the last five years, as of January 1.

**MARIN COUNTY
Population Estimates
Calendar Years 2013 through 2017**

	2013	2014	2015	2016	2017
Belvedere	2,120	2,141	2,157	2,173	2,172
Corte Madera	9,306	9,397	9,434	9,480	9,486
Fairfax	7,438	7,496	7,525	7,560	7,571
Larkspur	12,123	12,258	12,426	12,551	12,572
Mill Valley	14,474	14,677	14,796	14,887	14,910
Novato	53,341	54,037	54,365	54,466	54,522
Ross	2,480	2,508	2,526	2,541	2,543
San Anselmo	12,625	12,776	12,862	12,929	12,937
San Rafael	59,329	60,058	60,442	60,692	60,842
Sausalito	7,118	7,202	7,274	7,314	7,327
Tiburon	9,260	9,381	9,453	9,497	9,508
Balance of County	67,806	68,623	69,045	69,060	69,214
Marin County Total	257,420	260,554	262,305	263,150	263,604

Source: State Department of Finance, Demographic Research.

Employment and Industry

The unemployment rate in the County was 3.1% in June 2017, up from a revised 2.6% in May 2017, and below the year-ago estimate of 3.4%. This compares with an unadjusted unemployment rate of 4.9% for California and 4.5% for the nation during the same period.

The following table shows civilian labor force data and wage and salary employment data for Marin County for the years 2012 through 2016.

**SAN RAFAEL METROPOLITAN DIVISION
(Marin County)
Annual Average Civilian Labor Force, Employment and Unemployment,
Employment by Industry
(March 2016 Benchmark)**

	2012	2013	2014	2015	2016
Civilian Labor Force ⁽¹⁾	136,900	138,400	139,100	139,500	141,100
Employment	128,300	131,200	133,100	134,600	136,500
Unemployment	8,600	7,100	5,900	4,900	4,600
Unemployment Rate	6.3%	5.2%	4.3%	3.5%	3.2%
<u>Wage and Salary Employment: ⁽²⁾</u>					
Agriculture	400	400	400	300	300
Mining and Logging	100	0	0	0	0
Construction	5,200	5,700	6,100	6,500	6,700
Manufacturing	2,400	2,900	3,500	4,000	4,500
Wholesale Trade	2,600	2,700	2,800	3,000	3,000
Retail Trade	13,600	13,900	14,300	14,200	14,400
Trans., Warehousing, Utilities	1,100	1,200	1,300	1,200	1,200
Information	2,800	2,800	2,600	2,600	2,600
Financial Activities	7,200	7,300	6,800	6,400	6,300
Professional and Business Services	18,600	18,700	18,200	18,300	18,500
Educational and Health Services	18,500	19,400	19,700	20,100	20,600
Leisure and Hospitality	13,200	14,400	15,100	15,400	16,000
Other Services	5,000	5,200	5,200	5,200	5,400
Federal Government	800	800	700	700	700
State Government	2,000	1,900	1,800	1,900	2,000
Local Government	12,700	12,700	12,900	12,800	12,900
Total All Industries ⁽³⁾	106,200	110,000	111,300	112,600	115,100

(1) Labor force data is by place of residence; includes self-employed individuals, unpaid family workers, household domestic workers, and workers on strike.

(2) Industry employment is by place of work; excludes self-employed individuals, unpaid family workers, household domestic workers, and workers on strike.

(3) Totals may not add due to rounding.

Source: State of California Employment Development Department.

Major Employers

The following table lists the major employers within the County as of August 2017, in alphabetical order.

COUNTY OF MARIN Major Employers August 2017

Employer Name	Location	Industry
Autodesk Inc	San Rafael	Computer Programming Services
Bradley Real Estate	Belvedere/Tiburon	Real Estate
Brayton Purcell LLP	Novato	Attorneys
Cagwin & Dorward Landscape	Novato	Landscape Coordinators
California Alpine Club	Mill Valley	Clubs
College of Marin	Kentfield	Schools-Universities & Colleges Academic
Community Action Marin	San Rafael	Non-Profit Organizations
Corrections Department	San Quentin	Government Offices-State
Dominican University of Ca	San Rafael	Schools-Universities & Colleges Academic
Extreme Pizza	San Rafael	Restaurant Management
Glassdoor Inc	Mill Valley	Website Hosting
Kaiser Permanente San Rafael	San Rafael	Hospitals
Managed Health Network Inc.	San Rafael	Mental Health Services
Marin County Sheriff's Dept	San Rafael	Government Offices-County
Marin General Hospital	Greenbrae	Hospitals
Marin Independent Journal	San Rafael	Newspapers (publishers/mfrs)
Public Works	San Rafael	Parking Area/Lots Maintenance & Marking
Restoration Hardware Holdings	Corte Madera	Furniture-Dealers-Retail
San Rafael Human Resources	San Rafael	Government Offices-City, Village & Twp
Sonnen Motorcars	San Rafael	Automobile Dealers-New Cars
Sutter Care at Home	Novato	Health Care Facilities
Township Building Svc Inc	Novato	Janitor Service
University of Cal Co-op Ext	Novato	Schools-Universities & Colleges Academic
Westamerica Bancorporation	San Rafael	Holding Companies (bank)
YMCA	San Rafael	Youth Organization & Centers

Source: State of California Employment Development Department, extracted from The America's Labor Market Information System (ALMIS) Employer Database, 2017 2nd Edition.

Effective Buying Income

"Effective Buying Income" is defined as personal income less personal tax and nontax payments, a number often referred to as "disposable" or "after-tax" income. Personal income is the aggregate of wages and salaries, other labor-related income (such as employer contributions to private pension funds), proprietor's income, rental income (which includes imputed rental income of owner-occupants of non-farm dwellings), dividends paid by corporations, interest income from all sources, and transfer payments (such as pensions and welfare assistance). Deducted from this total are personal taxes (federal, state and local), nontax payments (fines, fees, penalties, etc.) and personal contributions to social insurance. According to U.S. government definitions, the resultant figure is commonly known as "disposable personal income." Effective Buying Income data is not yet available for calendar year 2017.

The following table summarizes the median household effective buying income and median household effective buying income for the County, the State and the United States for the years 2012 through 2016.

MARIN COUNTY, STATE OF CALIFORNIA AND UNITED STATES Effective Buying Income 2012 through 2016

<u>Year</u>	<u>Area</u>	<u>Total Effective Buying Income (000's Omitted)</u>	<u>Median Household Effective Buying Income</u>
2012	Marin County	\$11,615,363	\$69,129
	California	864,088,828	47,307
	United States	6,737,867,730	41,358
2013	Marin County	\$10,035,970	\$61,675
	California	858,676,636	48,340
	United States	6,982,757,379	43,715
2014	Marin County	\$11,636,360	\$74,420
	California	901,189,699	50,072
	United States	7,357,153,421	45,448
2015	Marin County	\$12,751,873	\$80,192
	California	981,231,666	53,589
	United States	7,757,960,399	46,738
2016	Marin County	\$13,506,516	\$80,608
	California	1,036,142,723	55,681
	United States	8,132,748,136	48,043

Source: The Nielsen Company (US), Inc.

Commerce

A summary of historic taxable sales within the County during the past five years in which data are available is shown in the following table.

Total taxable sales reported during the first quarter of calendar year 2016 in the County were \$1,145,702,361, a 1.80% increase over the total taxable sales of \$1,145,702,361 reported during the first quarter of calendar year 2015. Annual figures are not yet available for calendar years 2016 or 2017.

**COUNTY OF MARIN
Number of Permits and Valuation of Taxable Transactions
(Dollars in Thousands)**

	<u>Retail Stores</u>		<u>Total All Outlets</u>	
	<u>Number of Permits</u>	<u>Taxable Transactions</u>	<u>Number of Permits</u>	<u>Taxable Transactions</u>
2011	5,993	\$3,134,270	9,906	\$4,049,869
2012	6,207	3,357,884	10,057	4,333,600
2013	6,550	3,605,108	10,414	4,664,920
2014	6,457	3,745,315	10,272	4,861,801
2015 ⁽¹⁾	4,836	3,836,153	10,958	5,046,316

(1) Permit figures for calendar year 2015 are not comparable to that of prior years due to outlet counts in these reports including the number of outlets that were active during the reporting period. Retailers that operate part-time are now tabulated with store retailers.

Source: California State Board of Equalization, Taxable Sales in California (Sales & Use Tax).

Construction Activity

Provided below are the building permits and valuations for the County during the past five years in which data is available.

COUNTY OF MARIN
Total Building Permit Valuations
(Valuations in Thousands)
Calendar Years 2012-16

	2012	2013	2014	2015	2016
<u>Permit Valuation</u>					
New Single-family	\$36,152.7	59,423.2	\$71,460.1	\$75,834.5	\$62,804.2
New Multi-family	4,927.5	33,397.4	14,069.1	2,426.4	7,869.8
Res. Alterations/Additions	<u>132,762.3</u>	<u>152,065.1</u>	<u>203,375.3</u>	<u>203,754.7</u>	<u>194,743.0</u>
Total Residential	173,842.5	244,885.7	288,904.5	282,015.6	265,417.0
New Commercial	48,102.5	26,262.6	76,204.6	10,439.6	17,564.0
New Industrial	2,124.0	154.9	0.0	0.0	0.0
New Other	11,275.0	15,072.2	24,104.2	42,614.2	54,015.5
Com. Alterations/Additions	<u>243,054.4</u>	<u>93,745.8</u>	<u>85,972.9</u>	<u>497,343.6</u>	<u>69,437.8</u>
Total Nonresidential	304,555.9	135,235.5	186,281.7	550,397.4	141,017.3
<u>New Dwelling Units</u>					
Single Family	67	90	112	121	89
Multiple Family	<u>50</u>	<u>212</u>	<u>76</u>	<u>20</u>	<u>17</u>
TOTAL	117	302	188	141	106

Source: Construction Industry Research Board, Building Permit Summary.

Transportation

The County's transportation facilities are excellent, with U.S. Highway 101 and U.S. Interstate Highway 580 providing easy access to the rest of California. Buses provide commuter service to San Francisco and other Bay Area cities, and commuter ferries embark for San Francisco from the communities of Sausalito, Tiburon, and Larkspur. The San Francisco International Airport, located 30 miles from the City, provides air passenger service to points worldwide.

APPENDIX D

FORM OF OPINION OF BOND COUNSEL

[Closing Date]

Board of Trustees
Shoreline Unified School District
10 John Street
Tomales, California 949971

OPINION: \$_____ Shoreline Unified School District
 (Marin and Sonoma Counties, California)
 2017 General Obligation Refunding Bonds (Bank Qualified)

Members of the Board of Trustees:

We have acted as bond counsel to the Shoreline Unified School District (the "District") in connection with the issuance by the Board of Trustees of the District (the "Board") of its \$_____ principal amount of Shoreline Unified School District (Marin and Sonoma Counties, California) 2017 General Obligation Refunding Bonds (the "Bonds"). The Bonds have been authorized to be issued under the provisions of Articles 9 and 11 of Chapter 3 of Part 1 of Division 2 of Title 5 of the California Government Code, commencing with Section 53550 of said Code (the "Bond Law"), and a resolution of the Board of Trustees of the District (the "Board") adopted on September 21, 2017 (the "Bond Resolution"). We have examined the law and such certified proceedings and other papers as we have deemed necessary to render this opinion. We have examined the law and such certified proceedings and other papers as we deemed necessary to render this opinion.

As to questions of fact material to our opinion, we have relied upon representations of the Board contained in the Bond Resolution and in the certified proceedings and other certifications furnished to us, without undertaking to verify such facts by independent investigation.

Based upon the foregoing, we are of the opinion, under existing law, as follows:

1. The District is duly created and validly existing as a school district with the power to cause the Board to issue the Bonds on its behalf and to perform its obligations under the Bond Resolution and the Bonds.
2. The Bond Resolution has been duly adopted by the Board and constitutes a valid and binding obligation of the Board enforceable against the Board in accordance with its terms.
3. The Bonds have been duly issued and sold by the District and are valid and binding general obligations of the District, and the Boards of Supervisors of the Counties of Marin and Sonoma are obligated to levy *ad valorem* taxes for the payment of the Bonds and the

interest thereon upon all property within the District subject to taxation by the District, without limitation as to rate or amount.

4. The interest on the Bonds is excluded from gross income for federal income tax purposes and is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals and corporations; it should be noted, however, that for the purpose of computing the alternative minimum tax imposed on corporations (as defined for federal income tax purposes), such interest is taken into account in determining certain income and earnings certain income and earnings, and the Bonds are "qualified tax-exempt obligations" within the meaning of Section 265(b)(3) of the Internal Revenue Code of 1986, as amended (the "Code") such that, in the case of certain financial institutions (within the meaning of section 265(b)(5) of the Code), a deduction for federal income tax purposes is allowed for 80% of that portion of such financial institution's interest expense allocable to interest payable on the Bonds. The opinions set forth in the preceding sentence are subject to the condition that the District comply with all requirements of the Code that must be satisfied subsequent to the issuance of the Bonds in order that interest thereon be, or continue to be, excluded from gross income for federal tax purposes and that the Bonds continue to be "qualified tax-exempt obligations" within the meaning of Section 265(b)(3) of the Tax Code. The District has covenanted to comply with each such requirement. Failure to comply with certain of such requirements may cause the inclusion of interest on the Bonds in gross income for federal income tax purposes to be retroactive to the date of issuance of the Bonds or may cause the Bonds to lose their status as "qualified tax-exempt obligations" within the meaning of Section 265(b)(3) of the Tax Code. We express no opinion regarding other federal tax consequences arising with respect to the ownership, sale or disposition of the Bonds, or the amount, accrual or receipt of interest on the Bonds.

5. The interest on the Bonds is exempt from personal income taxation imposed by the State of California.

The rights of the owners of the Bonds and the enforceability of the Bonds and the Bond Resolution may be subject to bankruptcy, insolvency, reorganization, moratorium and other similar laws affecting creditors' rights heretofore or hereafter enacted and may also be subject to the exercise of judicial discretion in appropriate cases.

Respectfully submitted,

A Professional Law Corporation

APPENDIX E

FORM OF CONTINUING DISCLOSURE CERTIFICATE

\$ _____
SHORELINE UNIFIED SCHOOL DISTRICT
(Marin and Sonoma Counties, California)
2017 General Obligation Refunding Bonds
(Bank Qualified)

Continuing Disclosure Certificate

This Continuing Disclosure Certificate (the "Disclosure Certificate") is executed and delivered by the Shoreline Unified School District (the "District") in connection with the issuance of \$_____ aggregate principal amount of Shoreline Unified School District School District (Marin and Sonoma Counties, California) 2017 General Obligation Refunding Bonds (the "Bonds"). The Bonds are being issued under a resolution adopted by the Board of Trustees of the District on September 21, 2017 (the "Bond Resolution"). The District covenants and agrees as follows:

Section 1. Purpose of the Disclosure Certificate. This Disclosure Certificate is being executed and delivered by the District for the benefit of the holders and beneficial owners of the Bonds and in order to assist the Participating Underwriters in complying with S.E.C. Rule 15c2-12(b)(5).

Section 2. Definitions. In addition to the definitions set forth in the Bond Resolution, which apply to any capitalized term used in this Disclosure Certificate unless otherwise defined in this Section, the following capitalized terms have the following meanings:

"*Annual Report*" means any Annual Report provided by the District under and as described in Sections 3 and 4.

"*Annual Report Date*" means the date that is nine months after the end of the District's fiscal year (currently March 31 based on the District's fiscal year end of June 30).

"*Dissemination Agent*" means Isom Advisors, a Division of Urban Futures, Inc., or any successor Dissemination Agent designated in writing by the District and which has filed with the District a written acceptance of such designation.

"*Listed Events*" means any of the events listed in Section 5(a).

"*MSRB*" means the Municipal Securities Rulemaking Board, which has been designated by the Securities and Exchange Commission as the sole repository of disclosure information for purposes of the Rule.

"*Participating Underwriter*" means Raymond James & Associates, Inc., the original underwriter of the Bonds, required to comply with the Rule in connection with offering of the Bonds.

"*Rule*" means Rule 15c2-12(b)(5) adopted by the Securities and Exchange Commission under the Securities Exchange Act of 1934, as the same may be amended from time to time.

Section 3. Provision of Annual Reports.

(a) The District shall, or shall cause the Dissemination Agent to provide, not later than nine months after the end of the District's fiscal year (which currently would be March 31), commencing no later than March 31, 2018 with the report for the 2016-17 Fiscal Year, provide to the MSRB, in an electronic format as prescribed by the MSRB, an Annual Report that is consistent with the requirements of Section 4. Not later than 15 Business Days prior to the Annual Report Date, the District shall provide the Annual Report to the Dissemination Agent (if other than the District). If by 15 Business Days prior to the Annual Report Date the Dissemination Agent (if other than the District) has not received a copy of the Annual Report, the Dissemination Agent shall contact the District to determine if the District is in compliance with the previous sentence. The Annual Report may be submitted as a single document or as separate documents comprising a package, and may include by reference other information as provided in Section 4; provided that the audited financial statements of the District may be submitted separately from the balance of the Annual Report, and later than the Annual Report Date, if not available by that date. If the District's fiscal year changes, it shall give notice of such change in the same manner as for a Listed Event under Section 5(c). The District shall provide a written certification with each Annual Report furnished to the Dissemination Agent to the effect that such Annual Report constitutes the Annual Report required to be furnished by the District hereunder.

(b) If the District does not provide in a timely manner (or cause the Dissemination Agent to provide in a timely manner) an Annual Report by the Annual Report Date, the District shall provide (or cause the Dissemination Agent to provide) in a timely manner to the MSRB, in an electronic format as prescribed by the MSRB, a notice in substantially the form attached as Exhibit A.

(c) With respect to the Annual Report, the Dissemination Agent shall:

- (i) determine each year prior to the Annual Report Date the then-applicable rules and electronic format prescribed by the MSRB for the filing of annual continuing disclosure reports; and
- (ii) if the Dissemination Agent is other than the District, file a report with the District certifying that the Annual Report has been provided pursuant to this Disclosure Certificate, and stating the date it was provided.

Section 4. Content of Annual Reports. The Annual Report shall contain or incorporate by reference the following:

(a) Audited financial statements prepared in accordance with generally accepted accounting principles as promulgated to apply to governmental entities from time to time by the Governmental Accounting Standards Board. If the District's audited financial statements are not available by the Annual Report Date, the Annual Report shall contain unaudited financial statements in a format similar to the financial statements contained in the final Official Statement, and the audited financial statements shall be filed in the same manner as the Annual Report when they become available.

(b) Unless otherwise provided in the audited financial statements filed on or before the Annual Report Date, the following information with respect to the most recently completed fiscal year:

- (i) assessed valuation of taxable properties in the District for the most recently completed fiscal year;
- (ii) assessed valuation of properties of the top twenty taxpayers for the most recently completed fiscal year;
- (iii) property tax collection delinquencies for the District for the most recently completed fiscal year, if available at the time of filing the Annual Report and only if the District's general obligation bond tax levy is not included in the County of Marin and/or the County of Sonoma Teeter Plan; and
- (iv) the District's most recently adopted Budget or approved interim report with budgeted figures, which is available at the time of filing the Annual Report.

(c) In addition to any of the information expressly required to be provided under paragraphs (a) and (b) of this Section, the District shall provide such further information, if any, as may be necessary to make the specifically required statements, in the light of the circumstances under which they are made, not misleading.

(d) Any or all of the items listed above may be included by specific reference to other documents, including official statements of debt issues of the District or related public entities, which are available to the public on the MSRB's Internet web site or filed with the Securities and Exchange Commission.

Section 5. Reporting of Significant Events.

(a) Pursuant to the provisions of this Section, the District shall give, or cause to be given, notice of the occurrence of any of the following events with respect to the Bonds:

- (1) Principal and interest payment delinquencies.
- (2) Non-payment related defaults, if material.
- (3) Unscheduled draws on debt service reserves reflecting financial difficulties.
- (4) Unscheduled draws on credit enhancements reflecting financial difficulties.
- (5) Substitution of credit or liquidity providers, or their failure to perform.
- (6) Adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB) or other material notices or determinations with respect to the tax status of the security, or other material events affecting the tax status of the security.
- (7) Modifications to rights of security holders, if material.

- (8) Bond calls, if material, and tender offers.
- (9) Defeasances.
- (10) Release, substitution, or sale of property securing repayment of the securities, if material.
- (11) Rating changes.
- (12) Bankruptcy, insolvency, receivership or similar event of the District.
- (13) The consummation of a merger, consolidation, or acquisition involving the District or the sale of all or substantially all of the assets of the District, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material.
- (14) Appointment of a successor or additional trustee or the change of name of a trustee, if material.

(b) Whenever the District obtains knowledge of the occurrence of a Listed Event, and, if the Listed Event is described in subsections (a)(2), (a)(6), (a)(7), (a)(8) (if the event is a bond call), (a)(10), (a)(13) or (a)(14) above, the District determines that knowledge of the occurrence of a Listed Event would be material under applicable Federal securities law, the District shall, or shall cause the Dissemination Agent (if not the District) to, file a notice of such occurrence with the MSRB, in an electronic format as prescribed by the MSRB, in a timely manner not in excess of 10 business days after the occurrence of the Listed Event. Notwithstanding the foregoing, notice of Listed Events described in subsections (a)(8) and (9) above need not be given under this subsection any earlier than the notice (if any) of the underlying event is given to holders of affected Bonds.

Section 6. Identifying Information for Filings with the MSRB. All documents provided to the MSRB under the Disclosure Certificate shall be accompanied by identifying information as prescribed by the MSRB.

Section 7. Termination of Reporting Obligation. The District's obligations under this Disclosure Certificate shall terminate upon the legal defeasance, prior redemption or payment in full of all of the Bonds. If such termination occurs prior to the final maturity of the Bonds, the District shall give notice of such termination in the same manner as for a Listed Event under Section 5(c).

Section 8. Dissemination Agent. The District may, from time to time, appoint or engage a Dissemination Agent to assist it in carrying out its obligations under this Disclosure Certificate, and may discharge any such Agent, with or without appointing a successor Dissemination Agent.

Section 9. Amendment; Waiver. Notwithstanding any other provision hereof, the District may amend this Disclosure Certificate, and any provision of this Disclosure Certificate may be waived, provided that the following conditions are satisfied:

- (a) if the amendment or waiver relates to the provisions of Sections 3(a), 4 or 5(a), it may only be made in connection with a change in circumstances that arises from a change in legal requirements, change in law, or change

in the identity, nature, or status of an obligated person with respect to the Bonds, or type of business conducted;

- (b) the undertakings herein, as proposed to be amended or waived, would, in the opinion of nationally recognized bond counsel, have complied with the requirements of the Rule at the time of the primary offering of the Bonds, after taking into account any amendments or interpretations of the Rule, as well as any change in circumstances; and
- (c) the proposed amendment or waiver either (i) is approved by holders of the Bonds in the manner provided in the Bond Resolution for amendments to the Bond Resolution with the consent of holders, or (ii) does not, in the opinion of nationally recognized bond counsel, materially impair the interests of the holders or beneficial owners of the Bonds.

If the annual financial information or operating data to be provided in the Annual Report is amended under the provisions hereof, the first annual financial information filed pursuant hereto containing the amended operating data or financial information shall explain, in narrative form, the reasons for the amendment and the impact of the change in the type of operating data or financial information being provided.

If an amendment is made to the undertaking specifying the accounting principles to be followed in preparing financial statements, the annual financial information for the year in which the change is made shall present a comparison between the financial statements or information prepared on the basis of the new accounting principles and those prepared on the basis of the former accounting principles. The comparison shall include a qualitative discussion of the differences in the accounting principles and the impact of the change in the accounting principles on the presentation of the financial information, in order to provide information to investors to enable them to evaluate the ability of the District to meet its obligations. To the extent reasonably feasible, the comparison shall be quantitative. A notice of the change in the accounting principles shall be filed in the same manner as for a Listed Event under Section 5(c).

Section 9. Additional Information. Nothing in this Disclosure Certificate prevents the District from disseminating any other information, using the means of dissemination set forth in this Disclosure Certificate or any other means of communication, or including any other information in any Annual Report or notice of occurrence of a Listed Event, in addition to that which is required by this Disclosure Certificate. If the District chooses to include any information in any Annual Report or notice of occurrence of a Listed Event in addition to that which is specifically required by this Disclosure Certificate, the District shall have no obligation under this Disclosure Certificate to update such information or include it in any future Annual Report or notice of occurrence of a Listed Event.

Section 10. Default. If the District fails to comply with any provision of this Disclosure Certificate, any holder or beneficial owner of the Bonds may take such actions as may be necessary and appropriate, including seeking mandate or specific performance by court order, to cause the District to comply with its obligations under this Disclosure Certificate. A default under this Disclosure Certificate shall not be deemed an Event of Default under the Bond Resolution, and the sole remedy under this Disclosure Certificate in the event of any failure of the District to comply with this Disclosure Certificate shall be an action to compel performance.

Section 11. Duties, Immunities and Liabilities of Dissemination Agent. The Dissemination Agent shall have only such duties as are specifically set forth in this Disclosure Certificate, and the District agrees to indemnify and save the Dissemination Agent, its officers, directors, employees and agents, harmless against any loss, expense and liabilities which it may incur arising out of or in the exercise or performance of its powers and duties hereunder, including the costs and expenses (including attorneys fees) of defending against any claim of liability, but excluding liabilities due to the Dissemination Agent's negligence or willful misconduct. The obligations of the District under this Section shall survive resignation or removal of the Dissemination Agent and payment of the Bonds.

Section 12. Beneficiaries. This Disclosure Certificate shall inure solely to the benefit of the District, the Dissemination Agent, the Participating Underwriters and holders and beneficial owners from time to time of the Bonds, and shall create no rights in any other person or entity.

Date: _____, 2017

**SHORELINE UNIFIED SCHOOL
DISTRICT**

By: _____
Superintendent

Dissemination agent acceptance of duties:

ISOM ADVISORS, A DIVISION OF URBAN FUTURES, INC.

By: _____
Managing Principal

EXHIBIT A

NOTICE OF FAILURE TO FILE ANNUAL REPORT

Name of Obligor: Shoreline Unified School District
Name of Bond Issue: \$_____ aggregate principal amount of Shoreline Unified School District (Marin and Sonoma Counties, California) 2017 General Obligation Refunding Bonds
Date of Issuance: _____, 2017

NOTICE IS HEREBY GIVEN that the District has not provided an Annual Report with respect to the above-named Bonds as required by Section 15 of the resolution adopted by the Board of Trustees of the District authorizing the issuance of the Bonds. The District anticipates that the Annual Report will be filed by _____.

Dated: _____

DISSEMINATION AGENT

By: _____
Authorized Officer

Cc: Shoreline Unified School District

APPENDIX F

DTC AND THE BOOK-ENTRY SYSTEM

The following description of the Depository Trust Company ("DTC"), the procedures and record keeping with respect to beneficial ownership interests in the Bonds, payment of principal, interest and other payments on the Refunding Bonds to DTC Participants or Beneficial Owners, confirmation and transfer of beneficial ownership interest in the Refunding Bonds and other related transactions by and between DTC, the DTC Participants and the Beneficial Owners is based solely on information provided by DTC. Accordingly, no representations can be made concerning these matters and neither the DTC Participants nor the Beneficial Owners should rely on the foregoing information with respect to such matters, but should instead confirm the same with DTC or the DTC Participants, as the case may be.

Neither the District nor the Paying Agent take any responsibility for the information contained in this Section.

No assurances can be given that DTC, DTC Participants or Indirect Participants will distribute to the Beneficial Owners (a) payments of interest, principal or premium, if any, with respect to the Refunding Bonds, (b) Bonds representing ownership interest in or other confirmation or ownership interest in the Refunding Bonds, or (c) redemption or other notices sent to DTC or Cede & Co., its nominee, as the registered owner of the Refunding Bonds, or that they will so do on a timely basis, or that DTC, DTC Participants or DTC Indirect Participants will act in the manner described in this Appendix. The current "Rules" applicable to DTC are on file with the Securities and Exchange Commission and the current "Procedures" of DTC to be followed in dealing with DTC Participants are on file with DTC.

1. The Depository Trust Company ("DTC"), New York, NY, will act as securities depository for the securities (in this Appendix, the "Bonds"). The Bonds will be issued as fully-registered securities registered in the name of Cede & Co. (DTC's partnership nominee) or such other name as may be requested by an authorized representative of DTC. One fully-registered Bond will be issued for each maturity of the Bonds, in the aggregate principal amount of such maturity, and will be deposited with DTC. If, however, the aggregate principal amount of any maturity exceeds \$500 million, one certificate will be issued with respect to each \$500 million of principal amount and an additional certificate will be issued with respect to any remaining principal amount of such issue.

2. DTC, the world's largest securities depository, is a limited-purpose trust company organized under the New York Banking Law, a "banking organization" within the meaning of the New York Banking Law, a member of the Federal Reserve System, a "clearing corporation" within the meaning of the New York Uniform Commercial Code, and a "clearing agency" registered pursuant to the provisions of Section 17A of the Securities Exchange Act of 1934. DTC holds and provides asset servicing for over 3.5 million issues of U.S. and non-U.S. equity issues, corporate and municipal debt issues, and money market instruments (from over 100 countries) that DTC's participants ("Direct Participants") deposit with DTC. DTC also facilitates the post-trade settlement among Direct Participants of sales and other securities transactions in deposited securities, through electronic computerized book-entry transfers and pledges between Direct Participants' accounts. This eliminates the need for physical movement of securities certificates. Direct Participants include both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, clearing corporations, and certain other organizations. DTC is

a wholly-owned subsidiary of The Depository Trust & Clearing Corporation ("DTCC"). DTCC is the holding company for DTC, National Securities Clearing Corporation and Fixed Income Clearing Corporation, all of which are registered clearing agencies. DTCC is owned by the users of its regulated subsidiaries. Access to the DTC system is also available to others such as both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, and clearing corporations that clear through or maintain a custodial relationship with a Direct Participant, either directly or indirectly ("Indirect Participants"). DTC has a Standard & Poor's rating of AA+. The DTC Rules applicable to its Participants are on file with the Securities and Exchange Commission. More information about DTC can be found at www.dtcc.com. *The information contained on this Internet site is not incorporated herein by reference.*

3. Purchases of Bonds under the DTC system must be made by or through Direct Participants, which will receive a credit for the Bonds on DTC's records. The ownership interest of each actual purchaser of each Bond ("Beneficial Owner") is in turn to be recorded on the Direct and Indirect Participants' records. Beneficial Owners will not receive written confirmation from DTC of their purchase. Beneficial Owners are, however, expected to receive written confirmations providing details of the transaction, as well as periodic statements of their holdings, from the Direct or Indirect Participant through which the Beneficial Owner entered into the transaction. Transfers of ownership interests in the Bonds are to be accomplished by entries made on the books of Direct and Indirect Participants acting on behalf of Beneficial Owners. Beneficial Owners will not receive Bonds representing their ownership interests in Bonds, except in the event that use of the book-entry system for the Bonds is discontinued.

4. To facilitate subsequent transfers, all Bonds deposited by Direct Participants with DTC are registered in the name of DTC's partnership nominee, Cede & Co. or such other name as may be requested by an authorized representative of DTC. The deposit of Bonds with DTC and their registration in the name of Cede & Co. or such other nominee do not effect any change in beneficial ownership. DTC has no knowledge of the actual Beneficial Owners of the Bonds; DTC's records reflect only the identity of the Direct Participants to whose accounts such Bonds are credited, which may or may not be the Beneficial Owners. The Direct and Indirect Participants will remain responsible for keeping account of their holdings on behalf of their customers.

5. Conveyance of notices and other communications by DTC to Direct Participants, by Direct Participants to Indirect Participants, and by Direct Participants and Indirect Participants to Beneficial Owners will be governed by arrangements among them, subject to any statutory or regulatory requirements as may be in effect from time to time. Beneficial Owners of Bonds may wish to take certain steps to augment transmission to them of notices of significant events with respect to the Bonds, such as redemptions, tenders, defaults, and proposed amendments to the Bond documents. For example, Beneficial Owners of Bonds may wish to ascertain that the nominee holding the Bonds for their benefit has agreed to obtain and transmit notices to Beneficial Owners. In the alternative, Beneficial Owners may wish to provide their names and addresses to the registrar and request that copies of the notices be provided directly to them.

6. Redemption notices will be sent to DTC. If less than all of the bonds within an issue are being redeemed, DTC's practice is to determine by lot the amount of the interest of each Direct Participant in such issue to be redeemed.

7. Neither DTC nor Cede & Co. (nor such other DTC nominee) will consent or vote with respect to the Bonds unless authorized by a Direct Participant in accordance with DTC's MMI Procedures. Under its usual procedures, DTC mails an Omnibus Proxy to District as soon as

possible after the record date. The Omnibus Proxy assigns Cede & Co.'s consenting or voting rights to those Direct Participants to whose accounts the Bonds are credited on the record date (identified in a listing attached to the Omnibus Proxy).

8. Redemption proceeds, distributions, and interest payments on the Bonds will be made to Cede & Co., or such other nominee as may be requested by an authorized representative of DTC. DTC's practice is to credit Direct Participants' accounts, upon DTC's receipt of funds and corresponding detail information from District or Paying Agent on payable date in accordance with their respective holdings shown on DTC's records. Payments by Participants to Beneficial Owners will be governed by standing instructions and customary practices, as is the case with securities held for the accounts of customers in bearer form or registered in "street name," and will be the responsibility of such Participant and not of DTC nor its nominee, Paying Agent, or District, subject to any statutory or regulatory requirements as may be in effect from time to time. Payment of redemption proceeds, distributions, and dividend payments to Cede & Co. (or such other nominee as may be requested by an authorized representative of DTC) is the responsibility of District or Paying Agent, disbursement of such payments to Direct Participants will be the responsibility of DTC, and disbursement of such payments to the Beneficial Owners will be the responsibility of Direct and Indirect Participants.

9. DTC may discontinue providing its services as securities depository with respect to the Bonds at any time by giving reasonable notice to District or Paying Agent. Under such circumstances, in the event that a successor securities depository is not obtained, Bonds are required to be printed and delivered.

10. The District may decide to discontinue use of the system of book-entry-only transfers through DTC (or a successor securities depository). In that event, Bond certificates will be printed and delivered to DTC.

11. The information in this section concerning DTC and DTC's book-entry system has been obtained from sources that District believes to be reliable, but District takes no responsibility for the accuracy thereof.

APPENDIX G

COUNTY OF MARIN INVESTMENT POLICY AND INVESTMENT REPORT



October 11, 2017

Mr. Bruce Abbott
Chief Business Official
Shoreline Unified School District
P.O. Box 198
Tomales, CA 94971

Re: Shoreline Unified School District ("District") GASB 45 Valuation

Dear Mr. Abbott:

This report sets forth the results of our GASB 45 actuarial valuation of the District's retiree health insurance program as of July 1, 2016.

In June, 2004 the Governmental Accounting Standards Board (GASB) issued its final accrual accounting standards for retiree healthcare benefits, GASB 43 and GASB 45. GASB 43/45 require public employers such as the District to perform periodic actuarial valuations to measure and disclose their retiree healthcare liabilities for the financial statements of both the employer and the trust, if any, set aside to pre-fund these liabilities. Previously, the District obtained an actuarial valuation of its retiree health insurance program under GASB 43/45 not less frequently than once every three years. Under GASB 74/75, which replaces GASB 43/45, actuarial valuations are required not less frequently than two years. The next actuarial valuation should be as July 1, 2018.

To accomplish these objectives the District selected Demsey, Filliger and Associates (DF&A) to perform an actuarial valuation of the retiree health insurance program as of July 1, 2016. This report may be compared with the valuation performed by DF&A as of July 1, 2013, to see how the liabilities have changed since the last valuation. We are available to answer any questions the District may have concerning the report.

Financial Results

We have determined that the amount of actuarial liability for District-paid retiree benefits is \$3,903,300 as of July 1, 2016. This represents the present value of all benefits expected to be paid by the District for its current and future retirees. If the District were to place this amount in a fund earning interest at the rate of 4.0% per year, and all other actuarial assumptions were exactly met, the fund would have exactly enough to pay all expected benefits.

This includes benefits for 10 retirees as well as 119 active employees who may become eligible to retire and receive benefits in the future. It excludes employees hired after the beginning of the 2016-17 school year.

When we apportion the \$3,903,300 into past service and future service components under the Entry Age, Level Percent of Pay Cost Method, the past service liability (or "Accrued Liability") component is 2,029,196 as of July 1, 2016. This represents the present value of all benefits accrued through the valuation date assuming that each employee's liability is expensed from hire date until retirement date as a level percentage of pay. The \$2,029,196 is comprised of liabilities of \$1,563,243 for active employees and \$465,953 for retirees. Because the District has not established an irrevocable trust for the pre-funding of retiree healthcare benefits, the Unfunded Accrued Liability (called the UAL, equal to the AL less Assets) is also \$2,029,196.

We have determined that Shoreline Unified School District's "Annual Required Contributions", or "ARC", for the fiscal year 2016-17, is \$226,552. The \$226,552 is comprised of the present value of benefits accruing in the current year, called the "Service Cost", and a 30-year amortization of the UAL. We estimate that the District paid approximately \$110,172 for the 2016-17 fiscal year in healthcare costs for its retirees, so the difference between the accrual accounting expense (ARC) and pay-as-you-go is an increase of \$116,380.

There are two adjustments to the ARC that are required in order to determine the District's Annual OPEB Cost (AOC) for the 2016-17 fiscal year. We have calculated these adjustments based on a Net OPEB Obligation of \$1,080,414 as of June 30, 2016, resulting in an AOC for 2016-17 of \$226,832.

We show these numbers in the table on the next page and in Exhibit II. All amounts are net of expected future retiree contributions, if any.

Shoreline Unified School District
Annual Liabilities and Expense under
GASB 45 Accrual Accounting Standard
Entry Age, Level Percent of Pay Cost Method

Item	Amounts for Fiscal 2016-17
Present Value of Future Benefits (PVFB)	
Active	\$3,437,347
Retired	<u>465,953</u>
Total: PVFB	\$3,903,300
Accrued Liability (AL)	
Actives	\$1,563,243
Retired	<u>465,953</u>
Total: AL	\$2,029,196
Assets	<u>(0)</u>
Total: Unfunded AL	\$2,029,196
Annual Required Contributions (ARC)	
Service Cost At Year-End	\$145,910
30-year Amortization of Unfunded AL	<u>80,642</u>
Total: ARC	\$226,552
Adjustments to ARC	
Interest on Net OPEB Obligation*	43,217
Adjustment to ARC*	<u>(42,937)</u>
Total: Annual OPEB Cost (AOC) for 2016-17	\$226,832

*Amounts based on June 30, 2016 Net OPEB Obligation of \$1,080,414.

The ARC of \$226,552, shown above, should be used for the 2016-17 fiscal year. When the District begins preparation of the June 30, 2017 government-wide financial statements, DF&A will provide the District and its auditors with assistance in preparation of footnotes and required supplemental information for compliance with GASB 45 (and GASB 43, if applicable).

Differences from Prior Valuation

The most recent prior valuation was completed by DF&A as of July 1, 2013. The Accrued Liability as of that date was \$2,013,470, compared to \$2,029,196 on July 1, 2016. This Accrued Liability (AL) is for District-paid benefits only; that is, it is net of expected future retiree contributions. In this section, we provide a reconciliation between the 2013 AL and the 2016 AL, so that it is possible to track the numbers from one actuarial report to the next.

Several factors have caused the AL to change since 2013. The AL increases with the passage of time as employees accrue more service and get closer to receiving benefits, and decreases as outstanding benefit obligations to retirees are satisfied. There are actuarial gains/losses from one valuation to the next, and changes in actuarial assumptions and methodology for the current valuation. The most important of these factors were as follows:

1. There was a gain (a decrease in the AL) of \$501,115 from increases in healthcare premiums less than expected.
2. We changed to more up-to-date mortality tables. This change increased the AL by \$11,905.
3. We increased the initial healthcare trend rate from 5% to 6% to better reflect our expectations of premium increases over the next several years. This change increased the AL by \$16,560.
4. We changed the actuarial cost method from Projected Unit Credit to Entry Age, Level Percent of Pay, in anticipation of GASB 75. This change decreased the AL by \$40,758.
5. There was a net census loss (an increase in AL) of \$79,041.

The changes to the AL since the July 1, 2013 valuation may be summarized as follows:

Change to AL	AL
AL as of 7/1/13	\$2,013,470
Passage of time	368,577
Increases in premiums < expected	(501,115)
Change in mortality tables	11,905
Change in trend rates	16,560
Change in actuarial cost method	40,758
Census loss	79,041
AL as of 7/1/16	\$2,029,196

Funding Schedules

There are many ways to approach the pre-funding of retiree healthcare benefits. In the *Financial Results* section, we determined the annual expense for all District-paid benefits. The expense is an orderly methodology, developed by the GASB, to account for retiree healthcare benefits. However, the GASB 45 expense has no direct relation to amounts the District may set aside to pre-fund healthcare benefits.

The table on the next page provides the District with three alternative schedules for funding (as contrasted with expensing) retiree healthcare benefits. The schedules all assume that the retiree fund earns, or is otherwise credited with, 4.0% per annum on its investments, and that contributions and benefits are paid mid-year.

The schedules are:

1. A level contribution amount for the next 20 years.
2. A level percent of the Unfunded Accrued Liability.
3. A constant percentage (3%) increase for the next 20 years.

We provide these funding schedules to give the District a sense of the various alternatives available to it to pre-fund its retiree healthcare obligation. The three funding schedules are simply three different examples of how the District may choose to spread its costs.

By comparing the schedules, you can see the effect that early pre-funding has on the total amount the District will eventually have to pay. Because of investment earnings on fund assets, the earlier contributions are made, the less the District will have to pay in the long run. Of course, the advantages of pre-funding will have to be weighed against other uses of the money.

The table on the following page shows the required annual outlay under the pay-as-you-go method and each of the above schedules. **The three funding schedules include the "pay-as-you-go" costs; therefore, the amount of pre-funding is the excess over the "pay-as-you-go" amount.**

These numbers are computed on a closed group basis, assuming no new entrants, and using unadjusted premiums. We use unadjusted premiums for these funding schedules because we do not recommend that the District pre-fund for the full age-adjusted costs reflected in the GASB 45 liabilities shown in the first section of this report. If the District's premium structure changes in the future to explicitly charge under-age 65 married retirees for the full actuarial cost of their benefits, this change will be offset by a lowering of the active employee rates (all else remaining equal), resulting in a direct reduction in District operating expenses on behalf of active employees from that point forward. For this reason among others, we believe that pre-funding of the full GASB liability would be redundant.

Shoreline Unified School District
Sample Funding Schedules (Closed Group)

Fiscal Year	Pay-as-you-go	Level Contribution for 20 years	Level % of Unfunded Liability*	Constant Percentage Increase
2016	\$110,172	\$110,172	\$254,212	\$147,354
2017	87,796	196,638	224,776	151,775
2018	114,655	196,638	202,113	156,328
2019	110,045	196,638	185,275	161,018
2020	129,333	196,638	170,457	165,848
2021	119,314	196,638	159,446	170,824
2022	121,037	196,638	149,060	175,949
2023	137,411	196,638	140,234	181,227
2024	161,280	196,638	133,928	186,664
2025	163,904	196,638	130,287	192,264
2026	191,657	196,638	127,098	198,032
2027	198,006	196,638	126,242	203,973
2028	193,963	196,638	125,587	210,092
2029	215,672	196,638	124,286	216,395
2030	192,092	196,638	124,353	222,886
2031	172,151	196,638	122,195	229,573
2032	169,741	196,638	118,510	236,460
2033	192,735	196,638	114,835	243,554
2034	207,193	196,638	112,902	250,861
2035	197,588	196,638	111,766	258,386
2036	192,857	0	109,664	0
2037	175,609	0	107,091	0
2038	194,175	0	103,354	0
2039	160,861	0	100,875	0
2040	114,346	0	96,297	0
2041	130,588	0	89,318	0
2042	139,974	0	84,046	0
2043	121,702	0	121,702	0
2044	86,684	0	86,684	0
2045	75,064	0	75,064	0
2046	75,094	0	75,094	0
2047	63,322	0	63,322	0
2048	48,013	0	48,013	0
2049	44,096	0	44,096	0
2050	39,268	0	39,268	0
2055	12,601	0	12,601	0
2060	0	0	0	0

*Reverts to pay-as-you-go in 2044.

Note to auditor: when calculating the employer OPEB contribution for the year ending on the statement date, we recommend multiplying the actual District-paid premiums on behalf of retirees by a factor of 1.3118 to adjust for the implicit subsidy.

Actuarial Assumptions

In order to perform the valuation, the actuary must make certain assumptions regarding such items as rates of employee turnover, retirement, and mortality, as well as economic assumptions regarding healthcare inflation and interest rates. Our assumptions are based on a standard set of assumptions we have used for similar valuations, modified as appropriate for the District. For example, turnover rates are taken from a standard actuarial table, T-5, without adjustment. This matches the District's historic turnover patterns. Retirement rates were also based on recent District retirement patterns. Both assumptions should be reviewed in the next valuation to see if they are tracking well with experience.

The discount rate of 4.0% is based on our best estimate of expected long-term plan experience. It is in accordance with our understanding of the guidelines for selection of this rate under GASB 45 for unfunded plans such as the District's. The healthcare trend rates are based on our analysis of recent District experience and our knowledge of the general healthcare environment.

In determining the cost of covering early retirees (those under the age of 65), we used an age-adjusted claims cost matrix fitted to the average single premium for early retirees. A complete description of the actuarial assumptions used in the valuation is set forth in the "Actuarial Assumptions" section.

Projected Annual Pay-as-you go Costs

As part of the valuation, we prepared a projection of the expected annual cost to the District to pay benefits on behalf of its retirees on a pay-as-you-go basis. These numbers are computed on a closed group basis, assuming no new entrants, and are net of retiree contributions. Projected pay-as-you-go costs for selected years are as follows:

FYB	Pay-as-you-go
2016	\$63,208
2017	87,796
2018	114,655
2019	110,045
2020	129,333
2025	163,904
2030	192,092
2035	197,588
2040	114,346
2045	75,064
2050	39,268
2055	12,601
2060	0

Breakdown by Employee/Retiree Group

Exhibit I, attached at the end of the report, shows a breakdown of the GASB 45 components (ARC, AL, Service Cost, and PVFB) by bargaining unit (or non-represented group) and separately by active employees (future retirees) and current retirees:

Net OPEB Obligation and Annual OPEB Cost (AOC)

Exhibit II shows a development of the District's Net OPEB Obligation as of June 30, 2010 through June 30, 2016, and the Annual OPEB Cost ("AOC") for the fiscal years 2010-11 through 2016-17.

Certification

The actuarial certification, including a caveat regarding limitations of scope, if any, is contained in the "Actuarial Certification" section at the end of the report.

We have enjoyed working with the District on this report, and are available to answer any questions you may have concerning any information contained herein.

Sincerely,
DEMSEY, FILLIGER AND ASSOCIATES

Carlos Diaz, MAAA, ASA, EA 17-5725
Consulting Actuary

Benefit Plan Provisions

This report analyzes the health and welfare benefit plans of the District including medical, prescription drug, dental, and vision benefits. The medical/prescription drug plans for retirees include three Blue Shield PPO options (100-B \$20, 90-E \$20, and 80-G \$30), two Kaiser HMO options, and Kaiser and Blue Shield high deductible plans. Delta Dental and vision coverage are also available to District employees and retirees. All coverages are provided through Redwood Empire Schools Insurance Group (RESIG).

Eligibility for District-paid Benefits

Certificated and Certificated Management employees are eligible to retire and receive District-paid health benefits after attaining age 55 and completing at least 12 consecutive years of service. Classified, and Confidential/Classified Management employees may retire with District-paid benefits after attaining age 55 and completing at least 12 years of service (8 years for employees hired prior to July 1, 2007). All retirees are subject to a cap on District-paid premiums equal to the total active employee-only premiums for the Kaiser High Option medical, plus dental and vision. This amount is \$675.81/month for the 2016-17 year.

District-paid benefits end at age 65. Dependent coverage may be elected and self-paid by the retiree. Employees with full-time equivalencies (FTE) less than 50% are not eligible for District-paid healthcare benefits, either before or after retirement. For Classified, the District cap is pro-rated by 75% or 50% for FTE less than 100%. For Certificated, the District cap is pro-rated by the FTE.

The following table summarizes the monthly premiums for each coverage. The rates shown below became effective on October 1, 2016:

Plan	Ret Only	Ret + 1	Ret + Family
Kaiser High Option	\$673.00	\$1,447.00	\$1,985.00
Kaiser Low Option	575.00	1,237.00	1,697.00
Blue Shield 100% Plan B	784.00	1,661.00	2,310.00
Blue Shield 90% Plan E	715.00	1,511.00	2,099.00
Blue Shield 80% Plan G	631.00	1,333.00	1,853.00
Kaiser High Deductible	425.06	913.72	1,253.98
Blue Shield High Deductible	498.00	1,095.00	1,543.00
Delta Dental	65.75	119.07	171.21
Vision	12.45	22.77	35.84

Valuation Data

Active and Retiree Census

Age distribution of retirees included in the valuation

Age	Count
Under 55	2
55-59	1
60-64	7
65-69	0
70+	<u>0</u>
Total	10
Average Age	58.20

Age/Years of service distribution of active employees included in the valuation

Years→	0-4	5-9	10-14	15-19	20-24	25-29	30-34	35+	Total
<u>Age</u>									
<25	1								1
25-29	5	0							5
30-34	5	2	0						7
35-39	7	2	1	1					11
40-44	5	5	3	3	0				16
45-49	6	2	4	1	0	0			13
50-54	4	4	4	5	1	2	0		20
55-59	3	0	2	4	3	4	0	0	16
60-64	5	1	4	0	3	6	0	0	19
65+*	<u>2</u>	<u>4</u>	<u>3</u>	<u>0</u>	<u>0</u>	<u>2</u>	<u>0</u>	<u>0</u>	<u>11</u>
All Ages	43	20	21	14	7	14	0	0	119

*not eligible for future District-paid retiree health benefits.

Average Age: 50.25
 Average Service: 10.29

Actuarial Assumptions

The liabilities set forth in this report are based on the actuarial assumptions described in this section.

Valuation Date: July 1, 2016
 Actuarial Cost Method: Entry Age, Level Percent of Pay
 Amortization Method: 30-year level dollar, open period
 Discount Rate: 4.0% per annum
 Salary Increases: 3.0% per annum
 Pre-retirement Turnover: According to the Crocker-Sarason Table T-5 less mortality, without adjustment. Sample rates are as follows:

Age	Turnover (%)
25	7.7%
30	7.2
35	6.3
40	5.2
45	4.0
50	2.6
55	0.9

Pre-retirement Mortality: RP-2014 Employee Mortality, without projection. Sample deaths per 1,000 employees are as follows:

Age	Males	Females
25	0.48	0.17
30	0.45	0.22
35	0.52	0.29
40	0.63	0.40
45	0.97	0.66
50	1.69	1.10
55	2.79	1.67
60	4.69	2.44

Post-retirement Mortality: RP-2014 Healthy Annuitant Mortality, without projection. Sample deaths per 1,000 retirees are as follows:

Age	Males	Females
55	5.74	3.62
60	7.78	5.19
65	11.01	8.05
70	16.77	12.87
75	26.83	20.94
80	44.72	34.84
85	77.50	60.50
90	135.91	107.13

Actuarial Assumptions (Continued)
--

Claim Cost per Retiree or Spouse:

Age	Medical/Rx	Dental/Vision
50	\$7,229	\$938
55	8,380	938
60	9,715	938
64	10,934	938
65	4,449	938
70	4,792	938

Retirement Rates:

Age	Percent Retiring*
55	10.0%
56	12.0
57	15.0
58	18.0
59	20.0
60	22.0
61	25.0
62	30.0
63	35.0
64	40.0
65	100.0

*Of those having met eligibility for District-paid benefits. The percentage refers to the probability that an active employee reaching the stated age will retire within the following year.

Trend Rate:

Healthcare costs were assumed to increase according to the following schedule:

FYB	Medical/Rx	Dental/Vision
2016	6.0%	4.0%
2017+	5.0	4.0

Percent Married:

Future retirees: 30%, with male spouses assumed 3 years older than female spouses. Current retirees: actual dependent data was used.

Future District Contribution:

Assumed to increase at trend rates for all future years.

Actuarial Certification

The results set forth in this report are based on our actuarial valuation of the health and welfare benefit plans of the Shoreline Unified School District ("District") as of July 1, 2016.

The valuation was performed in accordance with generally accepted actuarial principles and practices. We relied on census data for active employees and retirees provided to us by the District in May, 2017. We also made use of claims, premium, expense, and enrollment data, and copies of relevant sections of healthcare documents provided to us by the District.

The assumptions used in performing the valuation, as summarized in this report, and the results based thereupon, represent our best estimate of the actuarial costs of the program under GASB 43 and GASB 45, and the existing and proposed Actuarial Standards of Practice for measuring post-retirement healthcare benefits. We have assumed no post-valuation mortality improvements, consistent with our belief that there will be no further significant, sustained increases in life expectancy in the United States over the projection period covered by the valuation.

Throughout the report, we have used unrounded numbers, because rounding and the reconciliation of the rounded results would add an additional, and in our opinion unnecessary, layer of complexity to the valuation process. By our publishing of unrounded results, no implication is made as to the degree of precision inherent in those results. Clients and their auditors should use their own judgment as to the desirability of rounding when transferring the results of this valuation report to the clients' financial statements.

The undersigned actuary meets the Qualification Standards of the American Academy of Actuaries to render the actuarial opinion contained in this report.

Certified by:

Carlos Diaz, MAAA, ASA, EA 17-5725
Consulting Actuary

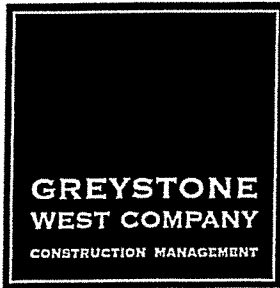
Exhibit I

Shoreline Unified School District
 GASB 45 Valuation Results By Employee Group

	7/1/2016 Valuation Results Certificated	7/1/2016 Valuation Results Classified	7/1/2016 Valuation Results Certificated Mgmt	7/1/2016 Valuation Results Conf/Classified Mgmt	7/1/2016 Valuation Results Total All Groups
District-paid Present Value of Benefits					
Actives	\$ 1,572,205	\$ 1,325,377	\$ 76,352	\$ 263,413	\$ 3,437,347
Retirees	144,706	196,278	50,693	74,276	465,953
Total District-Paid PVFB:	\$ 1,716,911	\$ 1,721,655	\$ 127,045	\$ 337,689	\$ 3,903,300
District-paid Accrued Liability:					
Actives	\$ 845,617	\$ 560,719	\$ 18,575	\$ 138,332	\$ 1,563,243
Retirees	144,706	196,278	50,693	74,276	465,953
Total District-Paid AL:	\$ 990,323	\$ 756,997	\$ 69,268	\$ 212,608	\$ 2,029,196
Assets*	-	-	-	-	-
District-paid Unfunded Accrued Liability ("UAL")	\$ 990,323	\$ 756,997	\$ 69,268	\$ 212,608	\$ 2,029,196
<u>GASB 45 ARC ("Annual Required Contributions")</u>					
Service Cost at Year-end	\$ 56,103	\$ 74,966	\$ 4,227	\$ 10,614	\$ 145,910
30-year amortization of District-paid UAL	39,356	30,084	2,753	8,449	80,642
Total ARC (District's Annual Expense)	\$ 95,459	\$ 105,050	\$ 6,980	\$ 19,063	\$ 226,552

* Assets, if any, allocated in proportion to AL for illustration purposes only. GASB 45 does not provide authority for this calculation.

	Amount
Net OPEB Obligation 6/30/2010	99,527
ARC for 2010-11	246,954
Interest on Net OPEB Obligation	4,976
Amortization adjustment to ARC	<u>(6,474)</u>
Annual OPEB Cost 2010-11	245,456
Employer Contribution	<u>(121,222)</u>
Change in Net OPEB Obligation 2010-11	124,234
Net OPEB Obligation 6/30/2010	<u>99,527</u>
Net OPEB Obligation 6/30/2011	223,761
ARC for 2011-12	246,954
Interest on Net OPEB Obligation	11,188
Amortization adjustment to ARC	<u>(14,556)</u>
Annual OPEB Cost 2011-12	243,586
Employer Contribution	<u>(93,097)</u>
Change in Net OPEB Obligation 2011-12	150,489
Net OPEB Obligation 6/30/2011	<u>223,761</u>
Net OPEB Obligation 6/30/2012	374,250
ARC for 2012-13	246,954
Interest on Net OPEB Obligation	18,713
Amortization adjustment to ARC	<u>(24,345)</u>
Annual OPEB Cost 2012-13	241,322
Employer Contribution	<u>(90,454)</u>
Change in Net OPEB Obligation 2012-13	150,868
Net OPEB Obligation 6/30/2012	<u>374,250</u>
Net OPEB Obligation 6/30/2013	525,118
ARC for 2013-14	276,328
Interest on Net OPEB Obligation	-
Amortization adjustment to ARC	<u>-</u>
Annual OPEB Cost 2013-14	276,328
Employer Contribution	<u>(42,003)</u>
Change in Net OPEB Obligation 2013-14	234,325
Net OPEB Obligation 6/30/2013	<u>525,118</u>
Net OPEB Obligation 6/30/2014	759,443
ARC for 2014-15	286,133
Interest on Net OPEB Obligation	30,378
Amortization adjustment to ARC	<u>(43,919)</u>
Annual OPEB Cost 2014-15	272,592
Employer Contribution	<u>(109,681)</u>
Change in Net OPEB Obligation 2014-15	162,911
Net OPEB Obligation 6/30/2014	<u>759,443</u>
Net OPEB Obligation 6/30/2015	922,354
ARC for 2015-16	286,133
Interest on Net OPEB Obligation	36,894
Amortization adjustment to ARC	<u>(53,340)</u>
Annual OPEB Cost 2015-16	269,687
Employer Contribution	<u>(111,627)</u>
Change in Net OPEB Obligation 2015-16	158,060
Net OPEB Obligation 6/30/2015	<u>922,354</u>
Net OPEB Obligation 6/30/2016	1,080,414
ARC for 2016-17	226,552
Interest on Net OPEB Obligation	43,217
Amortization adjustment to ARC	<u>(42,937)</u>
Annual OPEB Cost 2016-17	226,832
Employer Contribution Estimated with implicit subsidy	<u>(144,524)</u>
Change in Net OPEB Obligation 2016-17	82,308
Net OPEB Obligation 6/30/2016	<u>1,080,414</u>
Net OPEB Obligation 6/30/2017 Estimated	1,162,722



October 19, 2017

Shoreline Unified School District
10 John Street
Tomales, CA 94971

RE: Change Order #1 Justification: City Sewer Pumping, Inc. – West Marin Elementary School Septic System Repairs Project

Item #1 – PCO 1 Credit Bid Item #3 Sealing of Cold Seal at Tanks at Gym and Playground and Bid Item #5 Cold Sealing of Tanks at Treatment Area.

This change is the result of an owner request. After testing the cold seals were found to be intact resulting in a credit for all but the testing. **(\$14,843.00)**

In our capacity as the District's Construction Manager we have completed a review of Change Order #1.

The total cost of Change Order #1 is: **(\$14,843.00)**.

The total Change Orders to date is **(\$14,843.00)**.

This equates to -15% of the contract value. City Sewer Pumping, Inc has completed 100% of contract work to date.

Based upon the review of the merit and the compensation, it is our recommendation that you approve this change order. If you have any questions, please do not hesitate to call.

Sincerely,
Greystone West Company

Todd Lee
Senior Project Manager

RECORDED:

RECORDING REQUESTED BY:
Shoreline Unified School District
10 John Street
Tomales, CA 94971

WHEN RECORDED MAIL TO:
Shoreline Unified School District
10 John Street
Tomales, CA 94971

SPACE ABOVE THIS LINE FOR RECORDER'S USE
NOTICE OF COMPLETION

NOTICE is hereby given that Shoreline Unified School District, the Owner of the certain lot, piece, and/or, parcel or parcels of land situated in Marin, County, State of California, the street address of which is:

West Marin School, 11550 State Route 1, Point Reyes Station, CA 94956

and described as follows:

West Marin Elementary School Septic System Repairs Project

The Shoreline Unified School District as Owners of said land did on July 20, 2017, enter into a contract with the original contractor whose name is **City Sewer Pumping, Inc.** for work done and/or materials furnished under that contract as follows:

West Marin Elementary School Septic System Repairs Project

Upon the land as above described.

On August 11, 2017, the above-referenced contract or work of improvement, as a whole, was actually completed.

The names and address and interests of all the Owner(s) of said property are as follows:

Name: Shoreline Unified School District

10 John Street

Address: Tomales, CA 94971


Date: 10/9/17
Shoreline Unified School District

Nature of Interest: FEE SIMPLE


Bruce Abbott, Chief Business Official

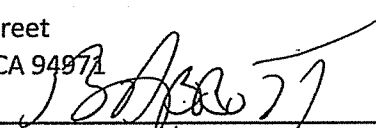
"I certify (or declare) under penalty of perjury that the foregoing is true and correct."

10/9/17 Tomales CA
Date and Place


Bruce Abbott, Chief Business Official

Pursuant to Governmental Code 27383, Novato Unified School District is exempt from fees for this Notice of Completion.

CONTRACT CHANGE ORDER

CONTRACTOR/ SUPPLIER: City Sewer Pumping, Inc. PO Box 651 Point Reyes Station, CA 94956	CHANGE ORDER No. 001 PROJECT: West Marin Elementary School Septic System Repairs Project PROJECT No.
DATE OF ISSUE: October 1, 2017	EFFECTIVE DATE: October 20, 2017
The Contractor is hereby directed to make the following changes in the Contract Documents.	
Description: Credit for Utilized Bid Items #3 and #5.	
Reason for Change Order: Line Items were included in the bid for replacement of "Cold Seal" at Tanks. The tanks were tested and the seal was found to be intact.	
Attachments: Justification Letter	
CHANGE IN CONTRACT PRICE: Original Contract Price: \$98,805.00	CHANGE IN CONTRACT TIMES: Original Contract Times: August 11, 2017 Completion
Net changes from previous C.O.'s No. <u>00</u> to <u>00</u> \$0.00	Net changes from previous C.O.'s No. ___ to ___ N/A
Contract Price Prior to this Change Order: \$98,805.00	Contract Times prior to this Change Order: August 11, 2017 Completion
Net Decrease of this Change Order: (\$14,843.00)	Net Increase of this Change Order: N/A
Contract Price with all Approved Change Orders: \$83,962.00	Contract Times with all Approved Change Orders: N/A
CONSTRUCTION MANAGEMENT: Greystone West Company 621 West Spain Street Sonoma, CA 95476 By:	OWNER: Shoreline Unified School District 10 John Street Tomales, CA 94971 By: 
Date:	Date: 10/9/17
ARCHITECT: N/A By:	CONTRACTOR/ SUPPLIER: City Sewer Pumping, Inc. PO Box 651 Point Reyes Station, CA 94956 By:
Date:	Date: