

JUL 27 2011

Execution Copy

MARK CHURCH, Chief Elections Officer  
By: M. Maguire  
DEPUTY CLERK

Resolution No. 2011-2012-03

**RESOLUTION OF THE BOARD OF TRUSTEES OF THE  
MILLBRAE SCHOOL DISTRICT  
ORDERING SCHOOL BOND ELECTION, AND AUTHORIZING NECESSARY  
ACTIONS IN CONNECTION THEREWITH**

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WHEREAS, the schools in the Millbrae School District (the "District") are in need of extensive renovation and modernization; and

WHEREAS, the District has received the results of a professional assessment of the scope and estimated cost of renovating and modernizing each of its schools; and

WHEREAS, the State of California will not provide the District with the funds needed to significantly address the cost of renovating and modernizing these schools; and

WHEREAS, the District has previously issued two series of its General Obligation Bonds, Election of 2008 (the "2008 Bonds"), to begin renovation and modernization; and

WHEREAS, the 2008 Bonds funded a portion of the necessary renovation and modernization; and

WHEREAS, the District now wishes to proceed with the remaining renovation and modernization work; and

WHEREAS, the Board of Trustees (the "Board") of the District, within the County of San Mateo, California (the "County"), is authorized to order elections within the District and to designate the specifications thereof, pursuant to Sections 5304 and 5322 of the Education Code of the State of California (the "Education Code"); and

WHEREAS, the Board is specifically authorized to order elections for the purpose of submitting to the electors the question of whether bonds of the District shall be issued and sold for the purpose of raising money for the purposes hereinafter specified, pursuant to Education Code Sections 15100 and following; and

WHEREAS, pursuant to Section 18 of Article XVI and Section 1 of Article XIII A of the California Constitution, and Section 15266 of the Education Code, school districts may seek approval of general obligation bonds and levy an *ad valorem* tax to repay those bonds upon a 55% vote of those voting on a proposition for the purpose, provided certain accountability measures are included in the proposition; and

WHEREAS, the Board deems it necessary and advisable to submit such a bond proposition to the electors, which, if approved by 55% of the votes cast, would permit the District to issue its bonds; and

WHEREAS, such a bond election must be conducted concurrent with a statewide primary election, general election, or special election, or at a regularly scheduled local election, as required by Section 15266 of the Education Code; and

WHEREAS, on November 8, 2011, a regularly scheduled local election is scheduled to be conducted throughout the District; and

WHEREAS, based upon a projection of assessed property valuation and a proposed schedule of bond issuances, the Board has determined that, if approved by voters, the tax rate levied to meet the debt service requirements of the bonds proposed to be issued will not exceed the statutory limit of \$30 per year per \$100,000 of assessed valuation of taxable property, pursuant to Education Code Section 15268; and

WHEREAS, if the project to be funded by the bonds will require State matching funds for any phase, the sample ballot must contain a statement, in form prescribed by law, advising the voters of that fact, and the Board finds that the projects listed in the proposition contained in Exhibit A of this Resolution will not require State matching funds not yet received by the District; and

WHEREAS, Section 9400 and following of the Elections Code of the State of California (the "Elections Code") requires that a tax rate statement be contained in all official materials, including any ballot pamphlet prepared, sponsored or distributed by the District, relating to the election; and

WHEREAS, the Board now desires to authorize the filing of a ballot argument in favor of the proposition to be submitted to the voters at the election;

NOW, THEREFORE, be it resolved, found, determined and ordered by the Board of Trustees of the Millbrae School District as follows:

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

Section 2. Specifications of Election Order: Pursuant to Education Code Sections 5304, 5322, 15100 and following, and 15266, a special election shall be held within the boundaries of the Millbrae School District on November 8, 2011, for the purpose of submitting to the registered voters of the District the proposition contained in Exhibit A hereto.

Section 3. Abbreviation of Proposition: Pursuant to Section 13247 of the Elections Code and Education Code Sections 5322 and 15122, the Board hereby directs the Registrar of Voters to use as the abbreviation of the bond proposition on the ballot the Abbreviation contained in Exhibit B hereto.

Section 4. Voter Pamphlet: The Registrar of Voters of the County is hereby requested to reprint the full text of the proposition contained in Exhibit A hereto in the voter information pamphlet to be distributed to voters pursuant to Section 13307 of the Elections Code. In the event the full text of the proposition is not reprinted in the voter information pamphlet, the Registrar of Voters is hereby requested to print, immediately below the impartial analysis of the bond proposition, in no less than 10-point boldface type, a legend substantially as follows:

“The above statement is an impartial analysis of Measure \_\_\_\_\_. If you desire a copy of the measure, please call the San Mateo County Registrar of Voters at {phone number} and a copy will be mailed at no cost to you.”

together with the following statement, if applicable:

“You may also access the full text of Measure \_\_\_\_\_ on the San Mateo County Web site at the following Web site address:  
\_\_\_\_\_.”

Section 5. No State Matching Funds. The District has determined that the projects to be funded from the proposed bonds will not require State matching funds for any phase thereof, and that Section 15122.5 of the Education Code does not apply to the proposition, and accordingly, the Registrar of Voters is directed not to include the disclosure otherwise required by that section.

Section 6. Required Vote: Pursuant to Section 18 of Article XVI and Section 1 of Article XIII A of the State Constitution, the proposition contained in Exhibit A shall become effective upon the affirmative vote of at least 55% of those voters voting on the proposition.

Section 7. Request to County Officers to Conduct Election: The Registrar of Voters of the County is hereby requested, pursuant to Section 5322 of the Education Code, to take all steps to call and hold the election in accordance with law and these specifications.

Section 8. Consolidation Requirement; Canvass: (a) Pursuant to Education Code Section 15266(a), the election shall be consolidated with the regularly scheduled local election on November 8, 2011, and pursuant to Part 3 (commencing with Section 10400) of Division 10 of the Elections Code, the Registrar of Voters and the Board of Supervisors of the County are hereby requested to order consolidation of the election with such other elections as may be held on the same day in the same territory or in territory that is in part the same.

(b) The Board of Supervisors of the County is authorized and requested to canvass the returns of the election, pursuant to Section 10411 of the Elections Code.

Section 9. Delivery of Order of Election to County Officers: The Clerk of the Board is hereby directed to cause to be filed as soon as practicable, and in any event no later than August 12, 2011 (which date is not fewer than 88 days prior to the date set for the election), (1) with the Registrar of Voters of the County, one true copy of this Resolution, including the Tax Rate Statement (in substantially the form attached hereto as Exhibit C), completed and signed by the Superintendent, and (2) with the Clerk of the Board of Supervisors of the County, one copy of this Resolution.

Section 10. Ballot Arguments: The President of the Board, or any member or members of the Board as the President shall designate, are hereby authorized, but not directed, to prepare and file with the Registrar of Voters a ballot argument in favor of the proposition contained in Exhibit A hereof, within the time established by the Registrar of Voters, which shall be considered the official ballot argument of the Board as sponsor of the proposition.


Section 11. Further Authorization: The members of the Board, the Superintendent, the Chief Business Official, and all other officers of the District are hereby authorized and directed, individually and collectively, to do any and all things that they deem necessary or advisable in order to effectuate the purposes of this resolution in accordance with the terms hereof and of applicable provisions of law.

Section 12. Effective Date; Required Vote: This Resolution shall take effect upon its adoption by the affirmative vote of at least two-thirds of the members of the Board.

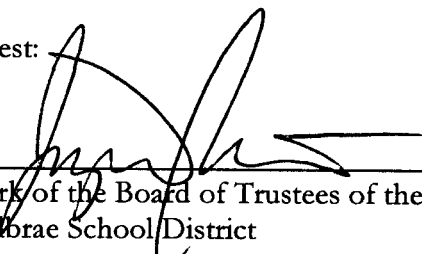
PASSED AND ADOPTED this day, July 25, 2011, by the following vote:

AYES: 5  
NOES: 0  
ABSTAIN: 0  
ABSENT: 0

APPROVED:

  
\_\_\_\_\_  
President of the Board of Trustees of the  
Millbrae School District

Attest:

  
\_\_\_\_\_  
Clerk of the Board of Trustees of the  
Millbrae School District

**EXHIBIT A**  
**to Resolution Ordering Election**  
**[FULL TEXT OF PROPOSITION**  
**the following to be printed in voter information pamphlet]**

**MILLBRAE ELEMENTARY AND MIDDLE SCHOOLS**  
**HEALTH AND SAFETY IMPROVEMENT BOND**

This Proposition may be known and referred to as the “Millbrae Elementary and Middle School Health and Safety Improvement Bond” or as “Measure \_\_\_\_”. *[designation to be assigned by County Registrar of Voters]*

FINDINGS

The schools in the Millbrae Elementary School District (the “District”) were all originally built before 1956 and are in need of extensive renovation and modernization.

Nearly all of the neighboring school districts in San Mateo County, including our own district, have passed bonds over the past 12 years and completed needed renovations to their aging schools.

The District has evaluated the scope and estimated cost of renovating and modernizing each of its schools.

Neither the State of California nor the recent sale of surplus property by the District will provide the District with the funds needed to significantly address the cost of renovating and modernizing these schools.

A local bond, approved by the District’s own voters, is the only practical means available to continue the needed improvements and provide our valued students and teachers with safe, healthy facilities in which to teach and learn.

BOND AUTHORIZATION

By approval of this proposition by at least 55% of the registered voters voting on the proposition, the Millbrae Elementary School District shall be authorized to issue and sell bonds of up to \$30 million in aggregate principal amount to provide financing for the specific school facilities projects listed in the Bond Project List below, subject to all of the accountability safeguards specified below.

Proceeds from the sale of bonds authorized by this proposition shall be used only for the construction, reconstruction, rehabilitation, or replacement of school facilities, including the furnishing and equipping of school facilities, or the acquisition or lease of real property for school facilities, and not for any other purpose, including teacher and administrator salaries and other school operating expenses. Proceeds of the bonds may be used to pay or reimburse the District for the cost of District staff when performing work on or necessary and incidental to the bond projects.

## ACCOUNTABILITY SAFEGUARDS

The provisions in this section are specifically included in this proposition in order that the Millbrae Elementary School District's voters and taxpayers may be assured that their money will be spent wisely to address specific facilities needs of the Millbrae Elementary School District, all in compliance with the requirements of Article XIII A, Section 1(b)(3) of the State Constitution, and the Strict Accountability in Local School Construction Bonds Act of 2000 (codified at Education Code Sections 15264 and following).

Evaluation of Needs. The Board of Trustees has prepared an updated facilities plan in order to evaluate and address all of the facilities needs of the Millbrae Elementary School District at each campus and facility, and to determine which projects to finance from a local bond at this time. The Board of Trustees hereby certifies that it has evaluated the health, safety, class size reduction and information technology needs of its students and teachers in developing the Bond Project List.

Independent Citizens' Oversight Committee. The Board of Trustees shall establish an independent Citizens' Oversight Committee (pursuant to Education Code Section 15278 and following), to ensure bond proceeds are spent only for the school facilities projects listed in the Bond Project List. The committee shall be established within 60 days of the date when the results of the election appear in the minutes of the Board of Trustees.

Annual Performance Audits. The Board of Trustees shall conduct an annual, independent performance audit to ensure that the bond proceeds have been expended only on the school facilities projects listed in the Bond Project List.

Annual Financial Audits. The Board of Trustees shall conduct an annual, independent financial audit of the bond proceeds until all of those proceeds have been spent for the school facilities projects listed in the Bond Project List.

Special Bond Proceeds Account; Annual Report to Board. Upon approval of this proposition and the sale of any bonds approved, the Board of Trustees shall take actions necessary pursuant to Government Code Section 53410 and following to establish an account in which proceeds of the sale of bonds will be deposited. As long as any proceeds of the bonds remain unexpended, the Superintendent of the District shall cause a report to be filed with the Board no later than December 31 of each year, commencing December 31, 2012, stating (1) the amount of bond proceeds received and expended in that year, and (2) the status of any project funded or to be funded from bond proceeds. The report may relate to the calendar year, fiscal year, or other appropriate annual period as the Superintendent shall determine, and may be incorporated into the annual budget, audit, or other appropriate routine report to the Board.

## FURTHER SPECIFICATIONS

Specific Purposes. All of the purposes enumerated in this proposition shall be united and voted upon as one single proposition, pursuant to Education Code Section 15100, and shall constitute the specific purposes of the bonds, and proceeds of the bonds shall be spent only for such purposes, pursuant to Government Code Section 53410.

Other Terms of the Bonds. When sold, the bonds shall bear interest at an annual rate not exceeding the statutory maximum, payable at the time or times permitted by law. The bonds may be issued and sold in several series, and no bond shall be made to mature more than 40 years from the date borne by that bond.

### BOND PROJECT LIST

The Bond Project List below describes the specific projects the Millbrae Elementary School District proposes to finance with proceeds of the bonds. Listed projects will be completed as needed at a particular school site according to Board-established priorities, and the order in which such projects appear on the Bond Project List is not an indication of priority for funding or completion. The final cost of each project will be determined as plans are finalized, construction bids are awarded, and projects are completed. Certain construction funds expected from non-bond sources, including State grant funds for eligible projects, have not yet been secured. Until all project costs and funding sources are known, the Board of Trustees cannot determine the amount of bond proceeds available to be spent on each project, nor guarantee that the bonds will provide sufficient funds to allow completion of all listed projects. Completion of some projects may be subject to further government approvals by State officials and boards, to local environmental review, and to input from the public. For these reasons, inclusion of a project on the Bond Project List is not a guarantee that the project will be funded or completed. The Board of Trustees may make changes to the Bond Project List in the future consistent with the projects specified in the proposition.

Unless otherwise noted, the following projects are authorized to be completed at each or any of the District's school sites.

#### LOCATIONS

Green Hills School – 401 Ludeman Lane	(constructed 1952)
Meadows School - 1101 Helen Drive	(constructed 1956)
Lomita Park School – 200 Santa Helena	(constructed 1922; rebuilt 1968 for earthquake safety)
Spring Valley School – 817 Murchison Drive	(constructed 1956)
Glen Oaks School - 797 Santa Margarita Ave	(constructed 1953)
Taylor Middle School – 850 Taylor Boulevard	(constructed 1939)
(including Highlands School/District Office site– 555 Richmond Drive)	(constructed 1953)

- Renovate and modernize school electrical systems to increase access to computers and technology; upgrade main power service and distribution, which may include active and passive solar power and heating system acquisition, installation and construction
- Renovate/install voice and data communications systems, including network and electrical infrastructure to accommodate educational technology

- Replace, repair or improve plumbing, piping, drainage and sewer systems, including water supply, meters, water heating, and wastewater systems, plumbing fixtures and sinks, etc., within buildings and sites and to connect with city supply and drainage systems
- Renovate systems for heating, ventilation, cooling/air conditioning, including alternative and passive technologies to conserve energy, such as energy-efficient windows, window coverings and shade control, shade canopies, etc. Acquire and install energy-saving improvements (such as upgraded insulation, efficient lighting, energy management systems and climate control)
- Renovate student and teacher bathrooms
- Construct, repair, replace or modify roofs or portions of roofs
- Replace existing or acquire new classroom technology (including but not limited to computers, digital projectors and document cameras) and network equipment (including but not limited to servers, network interface devices, network switches and routers, wireless network equipment, firewalls, network security equipment, racking, power and cooling equipment and uninterruptible power supplies) over an approximately ten-year period on a three- to five-year replacement cycle
- Replace, modify, upgrade classroom and interior lighting, and exterior safety/security lighting systems and fixtures, as necessary;
- Renovate classroom and other facility interiors, including floor and ceiling tiles and finishes, carpeting, windows, cabinets and casework, replace, install or construct interior walls, and equipment attached to wall surfaces (including white boards, marker boards, tack boards, television mounts, scoreboards, fire extinguishers, kitchen cabinets/equipment, etc.)
- Improve fire safety and life safety systems, including alarms, smoke/fire detection systems, and sprinklers
- Renovate/install school-wide and District-wide security systems, clock and bell systems, public address, etc., including alarms, security cameras, lights, locks, monitoring systems, fencing, etc.
- Renovate, improve, repair or install playgrounds, hard courts, athletic play fields, tracks and turf, including irrigation and drainage, bleachers, lighting, fencing, etc., and field equipment and facilities (including nets, basketball standards, goals and goalposts, backstops)
- Repair, modify, upgrade or reconstruct structural elements of existing campus structures
- Refinish the exterior finishes of school buildings, including stucco, wood and metal trims, framing and siding, paint, etc.
- Improve student and traffic safety through the repair, reconfiguring of parking and vehicle access to school sites, including off-street parking areas, pickup/drop-off, ingress/egress, signage, etc.
- Repair, replace, modify or construct site improvements, paths, sidewalks and walkways, canopies, exterior shade structures, landscaping improvements, irrigation and drainage, retaining walls, etc.
- Improve classroom and building safety and security with the replacement of doors and door hardware, including the installation of safety/security locks



- Construct or install improvements required to comply with access requirements of the Americans with Disabilities Act (ADA), and existing state and local building codes, including upgrade, modify, or construct bathroom facilities, ramps, doors, parking, etc.
- Renovate, remodel and upgrade existing classrooms into classrooms suitable for use as student science laboratories
- Renovate, remodel or construct a cafeteria at Taylor Middle School

Each project listed is assumed to include its share of costs of the election and bond issuance and other construction-related costs, such as construction management, architectural, engineering, inspection and other planning costs, legal, accounting and similar fees, independent annual financial and performance audits, a customary construction contingency, and other costs incidental to and necessary for completion of the listed projects (whether work is performed by the District or by third parties), including:

- Remove, dispose of, and otherwise remediate hazardous materials, including asbestos, lead, etc., where necessary.
- Address unforeseen conditions revealed by construction/modernization (including plumbing or gas line breaks, dry rot, seismic, structural, etc.).
- Site preparation/restoration in connection with new construction, renovation or remodeling, or installation or removal of relocatable classrooms, including ingress and egress, demolition of existing structures, removing, replacing, or installing irrigation and drainage, utility lines (such as gas lines, water lines, electrical lines, sewer lines, and communication lines), trees and landscaping, relocating fire access roads, traffic lights and mitigation, and acquiring any necessary easements, licenses, or rights of way to the property.
- Rental or construction of storage facilities and other space on an interim basis, as needed to accommodate construction materials, equipment, and personnel, and interim classrooms (including relocatables) for students and school functions or other storage for classroom materials displaced during construction.
- Acquisition of any of the facilities on the Bond Project List through temporary lease or lease-purchase arrangements, or execute purchase option under a lease for any of these authorized facilities.
- Furnishing and equipping of existing and newly constructed, modernized or rehabilitated classrooms and facilities on an ongoing basis, including to replace worn, broken, or out-of-date furniture and equipment for all classrooms, athletic facilities and other facilities, as needed.

For any project involving renovation, modernization, remodeling or rehabilitation of a building or the major portion of a building, the District may proceed with new replacement construction instead (including any necessary demolition), if the Board of Trustees determines that replacement and new construction is more practical than rehabilitation and renovation, considering the building's age, condition, expected remaining life, comparative cost, and other relevant factors.

**The Bond Project List shall be considered a part of this ballot proposition, and shall be reproduced in any official document required to contain the full statement of the bond proposition.**

**[End of Full Text of Proposition]**

**EXHIBIT B  
to Resolution Ordering Election**

**[ABBREVIATION OF PROPOSITION  
to appear on ballot]**

“To continue to renovate and modernize its aging schools and classrooms, improve energy efficiency, update classroom equipment and technology, improve school safety and build a new cafeteria at Taylor Middle School, shall the Millbrae Elementary School District be authorized to issue \$30,000,000 in bonds at interest rates within the legal limit with no funds for administrator salaries and an appointed Independent Oversight Committee to monitor all bond expenditures?”

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**EXHIBIT C**  
**to Resolution Ordering Election**  
**[the following to be printed in voter information pamphlet]**

TAX RATE STATEMENT

An election will be held in the Millbrae Elementary School District (the "District") on November 8, 2011, to authorize the sale of up to \$30 million in bonds of the District to finance school facilities as described in the proposition. If the bonds are approved, the District expects to sell the bonds in two series over time. Principal and interest on the bonds will be payable from the proceeds of tax levies made upon the taxable property in the District. The information presented in numbered paragraphs 1-3 below is provided in compliance with Sections 9400-9404 of the Elections Code of the State of California.

1. The best estimate of the tax which would be required to be levied to fund this bond issue during the first fiscal year after the sale of the first series of bonds, based on estimated assessed valuations available at the time of filing of this statement, is 2.70 cents per \$100 (\$27.03 per \$100,000) of assessed valuation in fiscal year 2012-13.
2. The best estimate of the tax rate which would be required to be levied to fund this bond issue during the first fiscal year after the sale of the last series of bonds, based on estimated assessed valuations available at the time of filing of this statement, is 2.64 cents per \$100 (\$26.39 per \$100,000) of assessed valuation in fiscal year 2014-15.
3. The best estimate of the highest tax rate which would be required to be levied to fund this bond issue, based on estimated assessed valuations available at the time of filing of this statement, is 2.87 cents per \$100 (\$28.72 per \$100,000) of assessed valuation in fiscal year 2013-14.

The District's best estimate of the average tax rate which would be required to be levied to fund this bond issue over all of the years the bonds will be outstanding is \$25.26 per \$100,000 of assessed valuation.

Voters should note that the estimated tax rates are based on the *ASSESSED VALUE* of taxable property in the District as shown on the County's official tax rolls, *not* on the property's market value. Property owners should consult their own property tax bills to determine their property's assessed value and any applicable tax exemptions.

The foregoing information is based upon the District's projections and estimates. Approval of the ballot measure authorizes the issuance of bonds under certain conditions, and is not approval of a specific tax rate. The actual tax rates and the years in which they will apply may vary from those presently estimated, due to variations from these estimates in the timing of bond sales, the amount and repayment structure of bonds sold, market interest rates at the time of each sale, and actual assessed valuations over the term of repayment of the bonds. The dates of sale and the amount and repayment structure of bonds sold at any given time will be determined by the District based on its need for construction funds and other factors, including the legal limitations on bonds approved by a 55% vote. The actual interest rates at which the bonds will be sold will depend on the bond market at the time of each sale. Actual future assessed valuation will depend upon the amount and value of taxable property within the District as determined by the County Assessor in the annual assessment and the equalization process.

**[End of Tax Rate Statement]**

**CLERK'S CERTIFICATE**

I, Jay D. Price, Clerk of the Board of Trustees of the Millbrae School District, County of San Mateo, California, hereby certify as follows:

The attached is a full, true and correct copy of a resolution duly adopted at a special meeting of the Board of Trustees of the District duly and regularly held at the regular meeting place thereof on July 25 2011, and entered in the minutes thereof, of which meeting all of the members of the Board of Trustees had due notice and at which a quorum thereof was present. The resolution was adopted by the following vote:

AYES: 5

NOES: 0

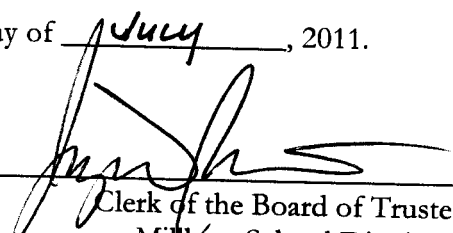
ABSTAIN: 0

ABSENT: 0

At least 72 hours before the time of the meeting, a written notice and agenda of the was posted at 555 Richmond Drive, Millbrae, California, a location freely accessible to members of the public, and a brief description of the resolution appeared on the agenda.

I have carefully compared the same with the original minutes of the meeting on file and of record in my office. The resolution has not been amended, modified or rescinded since the date of its adoption, and the same is now in full force and effect.

WITNESS my hand this 25 day of July, 2011.

  
\_\_\_\_\_  
Clerk of the Board of Trustees  
Millbrae School District