

NAPA COUNTY RESOLUTION NO. _____

**RESOLUTION OF THE NAPA COUNTY BOARD OF SUPERVISORS,
STATE OF CALIFORNIA, AUTHORIZING THE NAPA VALLEY
UNIFIED SCHOOL DISTRICT, SCHOOL FACILITIES IMPROVEMENT
DISTRICT NO. 1, TO ISSUE “ELECTION OF 2024 GENERAL
OBLIGATION BONDS, SERIES B” WITHOUT FURTHER ACTION OF
THE BOARD OF SUPERVISORS OR OFFICERS OF NAPA COUNTY**

WHEREAS, on May 3, 2022, the Board of Supervisors authorized the Napa Valley Unified School District (“School District”) to create school facilities improvement districts pursuant to Government Code Section 15303 and Napa County Resolution No. 2022-59; and

WHEREAS, the School District formed School Facilities Improvement District No. 1 (“District No. 1”) on June 23, 2022, generally consisting of School District territory within the City of Napa and nearby unincorporated area of Napa County; and

WHEREAS, at the General Election held on November 5, 2024, the voters approved Measure “B” authorizing District No. 1 to issue and sell up to \$230 million in general obligation bonds for various school improvements; and

WHEREAS, Education Code sections 15350 *et seq.* provides that a school facilities improvement district may issue and sell bonds on its own behalf at a negotiated sale or by competitive bidding, as if it were a school district, in accordance with Education Code Sections 15140 *et seq.*; and

WHEREAS, Education Code Section 15140(b) provides that the board of supervisors of any county may provide by resolution that the governing board of any school district over which the county superintendent of schools has jurisdiction, and which has not received a qualified or negative certification in its most recent interim report, may issue and sell bonds on its own behalf without further action of the board of supervisors or officers of that county or of any other county in which a portion of the school district is located; and

WHEREAS, the Board of Education of the School District has adopted and filed Resolution No. 26-32 (“District Resolution”) with the Clerk of the Napa County Board of Supervisors providing for the issuance of “Napa Valley Unified School District (Napa County, California) Election of 2024 General Obligation Bonds, Series B (School Facilities Improvement District No. 1) (Napa Area)” (“Bonds”); and

WHEREAS, the District Resolution requests that the Board of Supervisors authorize District No. 1, on its own behalf, to issue and sell the Bonds in the aggregate principal amount not-to-exceed \$80,000,000 pursuant to Government Code Section 53506 *et seq.* and Education Code Section 15140(b), subject to the terms set forth in the District Resolution; and

WHEREAS, the School District, through the District Resolution, represents and warrants to the Board of Supervisors that it has not received a qualified or negative certification in its most recent interim report;

NOW THEREFORE, BE IT RESOLVED by the Napa County Board of Supervisors as follows:

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

2. Application of Section 15140(b) to Bonds sold under the Authorization of the School District. The Board hereby authorizes the School District to issue and sell Bonds of District No. 1 on its own behalf pursuant to the terms set forth in the District Resolution. This authorization shall only apply to the Bonds authorized to be issued by the District Resolution.

3. Purpose. The purpose of this action is to permit the School District, on behalf of District No. 1, to sell its Bonds in the manner that School District determines is in its best interests and the best interests of its taxpayers as provided in the District Resolution.

4. School District Responsibilities. Pursuant to Education Code Section 15140(c), the School District shall transmit the District Resolution and a copy of the final debt service schedule for the Bonds, reflecting the principal amounts and interest rates of such Bonds as determined in the sale thereof, to the Napa County Auditor-Controller and the Napa County Treasurer-Tax Collector, forthwith after the sale of the Bonds, and in any event no later than that date reasonably requested by such officers, in order to permit Napa County to establish tax rates and necessary funds or accounts for this series of Bonds.

5. Napa County Responsibilities.

(a) Napa County, including the officers thereof and the Board of Supervisors, assumes no responsibility for any of the proceedings following the adoption of this Resolution which involve or result in the issuance and sale of the Bonds.

(b) Napa County shall levy and collect taxes, pay principal of and interest on the Bonds when due, and hold the bond proceeds and tax funds for the Bonds that have been duly issued and sold by District No. 1 as otherwise required by law.

(c) Napa County, including the officers thereof and the Board of Supervisors, assumes no responsibility for establishing a tax rate for any of the Bonds in any year in which the information required by Paragraph 4 above to be delivered to the Napa County Auditor-Controller and the Napa County Treasurer-Tax Collector is delivered later than the deadline established by such officers in order to permit the County, including all of its officers and the Board, to comply with Government Code Section 29100 *et seq.*

6. Delegation to Deputy Treasurer. The Deputy Treasurer of Napa County serving as the Treasury Manager is hereby authorized and directed to act on behalf of, and with the authority of, the Napa County Treasurer-Tax Collector to take any official action and to execute and deliver any certificates, receipts, orders, or other documents required or intended to be signed by the Treasurer-Tax Collector, which the Deputy Treasurer deems necessary or advisable, in connection with the issuance and delivery of the Bonds.

7. **Appointment of Paying Agent.** The Board of Supervisors hereby approves the Napa County Treasurer-Tax Collector's appointment of U.S. Bank Trust Company, National Association, as the paying agent for the Bonds.

8. **Effective Date.** This resolution is effective on the date of its adoption.

THE FOREGOING RESOLUTION WAS DULY AND REGULARLY ADOPTED
by the Napa County Board of Supervisors at a regular meeting of the Board held on the 28th day of July, 2026, by the following vote:

AYES:	SUPERVISORS	_____

NOES:	SUPERVISORS	_____

ABSTAIN:	SUPERVISORS	_____

ABSENT:	SUPERVISORS	_____

NAPA COUNTY, a political subdivision of the
State of California

By: _____
AMBER MANFREE, Chair of the
Board of Supervisors

APPROVED AS TO FORM
Office of County Counsel

APPROVED BY THE NAPA COUNTY
BOARD OF SUPERVISORS

ATTEST: NEHA HOSKINS
Clerk of the Board of Supervisors

By: Thomas C. Zeleny
Chief Deputy County Counsel

Date: _____
Processed By: _____

By: _____

Date: June 23, 2026
FV 13111593

Deputy Clerk of the Board