

**SECTION 21. Resolution to Treasurer-Tax Collector.** The Clerk of this Board is hereby directed to provide a certified copy of this Resolution to the Treasurer-Tax Collector of Alameda County immediately following its adoption.

**SECTION 22. Continuing Disclosure.** The District hereby covenants and agrees that it will comply with and carry out all of the provisions of that certain Continuing Disclosure Certificate executed by the District and dated the date of issuance and delivery of the Refunding Bonds, as originally executed and as it may be amended from time to time in accordance with the terms thereof. Any Bondholder 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 Section. Noncompliance with this Section shall not result in acceleration of the Refunding Bonds.

**SECTION 23. Recitals.** All the recitals in this Resolution above are true and correct and this Board so finds, determines and represents.

**SECTION 24. Effective Date.** This Resolution shall take effect immediately upon its passage.

PASSED AND ADOPTED this 28<sup>th</sup> day of February, 2012, by the following vote:

AYES: Trustees Guillen, Gonzalez Yuen, Gulassa, Handy, Hodge, Riley, and Withrow.

NOES: None

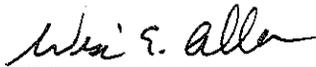
ABSENT: None

ABSTENTIONS: None



\_\_\_\_\_  
President, Board of Trustees  
Peralta Community College District

Attest:



\_\_\_\_\_  
Secretary to Board of Trustees  
Peralta Community College District

SECRETARY'S CERTIFICATE

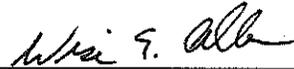
I, Wise E. Allen Secretary to the Board of Trustees of the Peralta Community College District, hereby certify as follows:

The foregoing is a full, true and correct copy of a resolution duly adopted at a regular meeting of the Board of Trustees of said District duly and regularly and legally held at the regular meeting place thereof on February 28, 2012, of which meeting all of the members of the Board of said District had due notice and at which a quorum was present.

I have carefully compared the same with the original minutes of said meeting on file and of record in my office and the foregoing is a full, true and correct copy of the original resolution adopted at said meeting and entered in said minutes.

Said resolution has not been amended, modified or rescinded since the date of its adoption, and the same is now in full force and effect.

Dated: MARCH 1, 2012



Secretary