



KING COUNTY

1200 King County Courthouse
516 Third Avenue
Seattle, WA 98104

Signature Report

September 10, 2013

Ordinance 17659

Proposed No. 2013-0368.1

Sponsors McDermott

1 AN ORDINANCE authorizing the issuance and sale of one
2 or more series of limited tax general obligation bonds of the
3 county in an aggregate principal amount not to exceed
4 \$100,000,000 to refinance for savings the county's
5 obligations under the lease/lease-back transaction entered
6 into by the county with Goat Hill Properties for the
7 permitting, design, construction and equipping of a county
8 office building now known as the Chinook Building and
9 the related parking facility now known as the Goat Hill
10 Parking Garage; providing for the use of the bond proceeds
11 to refund all or a portion of the lease revenue bonds issued
12 by Goat Hill Properties and to pay costs of issuing the
13 county's bonds; and pledging the annual levy of taxes to
14 pay principal of and interest on the county's bonds.

15 PREAMBLE:

16 As authorized by Ordinance 15043, pursuant to RCW 36.39.205,
17 incorporating by reference chapter 35.42 RCW, and K.C.C. chapter 4.56,
18 the county entered into a lease/lease-back transaction with Goat Hill
19 Properties, a Washington nonprofit corporation ("GHP"), for the

20 permitting, design and construction on county-owned land of the Chinook
21 Building and the Goat Hill Parking Garage. The transaction included (i)
22 the county's lease of two county-owned sites to GHP pursuant to a Garage
23 Ground Lease (the "Garage Ground Lease") and a Building Ground Lease
24 (the "Building Ground Lease"), both dated as of January 1, 2005 (together,
25 the "Ground Leases"), (ii) GHP's lease back to the county of the buildings
26 that GHP caused to be constructed on those sites (the "Premises") pursuant
27 to a Project Lease Agreement dated as of January 1, 2005 (the "Lease"),
28 and (iii) GHP's issuance of its Lease Revenue Bonds, 2005 (King County,
29 Washington, Governmental Office Building Project) in the original
30 aggregate principal amount of \$101,035,000 (the "GHP Bonds") to
31 finance the costs of the project. As provided in Section 4.3 of the Lease,
32 the county's obligation thereunder to pay Rent (as defined in the Lease)
33 constitutes a general obligation of the county to which it has pledged the
34 county's full faith and credit.

35 The GHP Bonds were issued pursuant to the Indenture of Trust (the
36 "Indenture"), dated as of January 1, 2005, by and between GHP, as issuer,
37 and U.S. Bank National Association, as trustee. The GHP Bonds satisfy
38 the requirements of Revenue Ruling 63-20 and Revenue Procedure 82-26
39 of the U.S. Treasury (collectively, the "Rulings").

40 The county may have opportunities to refinance all or portions of the
41 outstanding GHP Bonds and thereby realize savings to the county. To that
42 end, it is deemed necessary and advisable that the county issue one or

43 more series of its limited tax general obligation bonds in a principal
44 amount not to exceed \$100,000,000 (the "Bonds"), on the terms and
45 conditions set forth in this ordinance.

46 BE IT ORDAINED BY THE COUNCIL OF KING COUNTY:

47 **SECTION 1. Definitions; Interpretation.**

48 A. Definitions. The following terms as used in this ordinance have the following
49 meanings for all purposes of this ordinance, unless some other meaning is plainly
50 intended.

51 "Bond Account" means, with respect to each series of the Bonds, the bond
52 redemption account established therefor pursuant to Section 9 hereof.

53 "Bonds" means the limited tax general obligation bonds of the county in an
54 aggregate principal amount not to exceed \$100,000,000, authorized by this ordinance to
55 be issued in one or more series to obtain funds to refinance for savings the county's
56 obligations under the Lease and to pay the costs and expenses incurred in issuing those
57 bonds.

58 "Building Ground Lease" means the Building Ground Lease, dated as of January
59 1, 2005, between the county, as ground lessor, and GHP, as ground lessee, and as it may
60 from time to time be supplemented, modified or amended in accordance with its terms
61 and the Indenture.

62 "Chinook Building Transfer" means the actions necessary, following the
63 refunding and defeasance of all outstanding GHP Bonds, to discharge the lien of the
64 Indenture, thereby terminating the Ground Leases and the Lease and vesting in the county

65 unencumbered fee title to, and exclusive possession of, the Premises, as required under
66 the Rulings.

67 "Code" means the federal Internal Revenue Code of 1986, as amended, together
68 with corresponding and applicable final, temporary or proposed regulations and revenue
69 rulings issued or amended with respect thereto by the United States Treasury Department
70 or the Internal Revenue Service.

71 "Costs of Issuance Account" means the GHP Lease Revenue Refunding Costs of
72 Issuance Account authorized to be established for each series of Bonds pursuant to
73 section 16 of this ordinance.

74 "DTC" means The Depository Trust Company, New York, New York.

75 "Escrow Agent" means each corporate trustee chosen pursuant to section 16 of
76 this ordinance to serve as escrow agent in connection with the refunding of any GHP
77 Bonds.

78 "Finance Director" means the director of the finance and business operations
79 division of the department of executive services of the county or any other county officer
80 who succeeds to the duties now delegated to that office or the designee of that officer.

81 "Garage Ground Lease" means the Garage Ground Lease, dated as of January 1,
82 2005, between the county, as ground lessor, and GHP, as ground lessee, and as it may
83 from time to time be supplemented, modified or amended in accordance with its terms
84 and the Indenture.

85 "GHP" means Goat Hill Properties, a Washington nonprofit corporation.

86 "GHP Bonds" means the \$101,035,000 original aggregate principal amount Goat
87 Hill Properties Lease Revenue Bonds, 2005 (King County, Washington, Governmental
88 Office Building Project), dated February 3, 2005.

89 "Government Obligations" means those obligations now or hereafter defined as
90 such in chapter 39.53 RCW, as now in existence or hereafter amended or restated.

91 "Ground Leases" means, collectively, the Building Ground Lease and the Garage
92 Ground Lease.

93 "Indenture" means the Indenture of Trust, dated as of January 1, 2005, by and
94 between GHP, as issuer, and U.S. Bank National Association, as trustee.

95 "Lease" means the Project Lease Agreement, dated as of January 1, 2005, by and
96 between GHP, as landlord, and the county, as tenant.

97 "MSRB" means the Municipal Securities Rulemaking Board or any successor to
98 its functions.

99 "Premises" means the office building now known as the Chinook Building and
100 related improvements located at 401 5th Avenue in Seattle and the parking facility now
101 known as the Goat Hill Parking Garage and related improvements located at 415 6th
102 Avenue in Seattle, which were permitted, designed, constructed and equipped for the
103 county by GHP and paid for with proceeds of the GHP Bonds.

104 "Rebate Amount" means the amount, if any, determined to be payable to the
105 United States of America with respect to a specified series of Bonds that are issued as
106 Tax-Exempt Bonds in accordance with Section 148(f) of the Code.

107 "Refunding Account" means the GHP Lease Revenue Bonds Refunding Account
108 authorized to be established for each series of Bonds pursuant to section 16 of this
109 ordinance.

110 "Register" means the registration books maintained by the Registrar for purposes
111 of identifying ownership of the Bonds.

112 "Registered Owner" means any person or entity who is the registered owner of
113 any Bond.

114 "Registrar" means the fiscal agency of the State of Washington appointed from
115 time to time by the Washington State Finance Committee pursuant to chapter 43.80
116 RCW.

117 "Rule" means Securities and Exchange Commission Rule 15c2-12 under the
118 Securities and Exchange Act of 1934, as the same may be amended from time to time.

119 "Rulings" means, collectively, Revenue Ruling 63-20 and Revenue Procedure 82-
120 26 of the U.S. Treasury.

121 "Sale Motion" means a motion of the county council adopted at the time of sale of
122 a series of Bonds that establishes terms for that series of Bonds, the plan for refunding
123 GHP Bonds thereby, and, if applicable, the plan for effecting the Chinook Building
124 Transfer, as provided in sections 13 and 16 of this ordinance.

125 "Savings Target" means the minimum savings for a refunding as set forth in the
126 county's Debt Management Policy adopted by Motion 12660 of the council as it may be
127 amended and updated from time to time.

128 "Tax Certificate" means the Federal Tax Certificate regarding certain federal tax
129 matters authorized by section 11.B. of this ordinance to be executed on behalf of the
130 county upon the issuance of each series of Bonds issued as Tax-Exempt Bonds.

131 "Tax-Exempt Bonds" means Bonds the interest on which the county intends to be
132 excludable from gross income for federal income tax purposes, as provided in section 11
133 of this ordinance and so designated pursuant to section 13 of this ordinance.

134 "Undertaking" means an undertaking for ongoing disclosure to be entered into by
135 the county for each series of Bonds, if and to the extent required by the Rule, as
136 authorized by the Sale Motion.

137 B. Rules of Interpretation. As used in this ordinance, unless the context
138 otherwise requires:

139 1. The terms "hereby", "hereof", "hereto", "herein", "hereunder" and any similar
140 terms refer to this ordinance as a whole and not to any particular section, subdivision or
141 clause of this ordinance.

142 2. Unless the context otherwise indicates, words expressed in the singular may
143 include the plural and vice versa, and the use of the neuter, masculine, or feminine gender
144 is for convenience only and is deemed to mean and include the neuter, masculine or
145 feminine gender, as appropriate.

146 3. Any headings preceding the text of the various sections and subsections of
147 this ordinance, and any table of contents or marginal notes appended to copies of this
148 ordinance, are solely for convenience of reference and do not constitute a part of this
149 ordinance, nor shall they affect its meaning, construction or effect.

150 4. All references in this ordinance to "sections", "subsections" and other
151 subdivisions, paragraphs or clauses are to the corresponding sections, subsections,
152 subdivisions, paragraphs or clauses of this ordinance as originally passed.

153 SECTION 2. Findings: The county council hereby finds that the issuance of one
154 or more series of limited tax general obligation bonds of the county to refund all or a
155 portion of the GHP Bonds will effect a savings to the county by refinancing the county's
156 payment obligations under the Lease and is in the best interests of the county and its
157 residents.

158 SECTION 3. Authorization of Bonds. The county council approves and
159 authorizes the incurring of indebtedness by the issuance one or more series of limited tax
160 general obligation bonds of the county in an aggregate principal amount not to exceed
161 \$100,000,000 (the "Bonds") to provide funds sufficient to redeem all or a portion of the
162 GHP Bonds prior to their scheduled maturity and to pay the costs and expenses of issuing
163 each series of the Bonds and, if applicable, costs of the Chinook Building Transfer.

164 The Bonds may be issued and sold in one or more series, as provided in section
165 13 of this ordinance, so long as the aggregate principal amount of the Bonds does not
166 exceed \$100,000,000 and the Savings Target for each series of Bonds is met. Each series
167 of the Bonds will be designated "King County, Washington, Limited Tax General
168 Obligation Refunding Bonds," with the year and any applicable series designation. The
169 Bonds will be fully registered as to both principal and interest, will be in the
170 denomination of \$5,000 each or any integral multiple thereof (but no Bond shall represent
171 more than one maturity), will be numbered separately in such manner and with any
172 additional designation as the Registrar deems necessary for purposes of identification,

173 and will be dated as of such date and mature on the dates, in the years and the amounts
174 established as provided in section 13 of this ordinance.

175 Each series of the Bonds will bear interest (computed on the basis of a 360-day
176 year of twelve 30-day months) from their date or from the most recent interest payment
177 date for which interest has been paid or duly provided for, whichever is later, payable on
178 interest payment dates and at the rate or rates established as provided in Section 13 hereof
179 and ratified and confirmed by the Sale Motion.

180 **SECTION 4. Registration, Exchange and Payments.**

181 A. Registrar/Bond Register. In accordance with K.C.C. chapter 4.84, the county
182 hereby adopts for the Bonds the system of registration specified and approved by the
183 Washington State Finance Committee, which utilizes the fiscal agencies of the State of
184 Washington in Seattle, Washington, and New York, New York, as registrar,
185 authenticating agent, paying agent and transfer agent (collectively, the "Registrar"). The
186 Registrar will keep, or cause to be kept, at its principal corporate trust office, sufficient
187 books for the registration and transfer of the Bonds, which will at all times be open to
188 inspection by the county. The Registrar is authorized, on behalf of the county, to
189 authenticate and deliver the Bonds transferred or exchanged in accordance with the
190 provisions of those Bonds and this ordinance and to carry out all of the Registrar's powers
191 and duties under this ordinance.

192 The Registrar will be responsible for its representations contained in the
193 Certificate of Authentication on the Bonds. The Registrar may become the Registered
194 Owner of Bonds with the same rights it would have if it were not the Registrar, and to the
195 extent permitted by law may act as depositary for and permit any of its officers or

196 directors to act as a member of, or in any other capacity with respect to, any committee
197 formed to protect the rights of Registered Owners.

198 B. Registered Ownership. The county and the Registrar, each in its discretion,
199 may deem and treat the Registered Owner of each Bond as the absolute owner thereof for
200 all purposes, and neither the county nor the Registrar will be affected by any notice to the
201 contrary. Payment of any Bond will be made only as described in section 4.G. of this
202 ordinance, but registration of any Bond may be transferred as herein provided. All
203 payments made as described in section 4.G. of this ordinance will be valid and will
204 satisfy and discharge the liability of the county upon such Bond to the extent of the
205 amount or amounts so paid. The county and the Registrar are entitled to treat the person
206 in whose name any Bond is registered as the absolute owner thereof for all purposes of
207 this ordinance and any applicable laws, notwithstanding any notice to the contrary
208 received by the Registrar or the county.

209 C. DTC Acceptance/Letter of Representations. The Bonds will initially be held
210 in fully immobilized form by DTC acting as depository. To induce DTC to accept the
211 Bonds as eligible for deposit at DTC, the county has heretofore executed and delivered to
212 DTC a Blanket Issuer Letter of Representations.

213 Neither the county nor the Registrar will have any responsibility or obligation to
214 DTC participants or the persons for whom they act as nominees with respect to the Bonds
215 regarding the accuracy of any records maintained by DTC or any DTC participant, the
216 payment by DTC or any DTC participant of any amount in respect of the principal of or
217 interest on the Bonds, any notice that is permitted or required to be given to Registered
218 Owners under this ordinance (except those notices that are required to be given by the

219 county to the Registrar or to DTC), or any consent given or other action taken by DTC as
220 the Registered Owner. For so long as any Bonds are held in fully immobilized form
221 hereunder, DTC or its successor depository will be deemed to be the Registered Owner
222 for all purposes hereunder, and all references herein to the Registered Owners will mean
223 DTC or its nominee and will not mean the owners of any beneficial interest in the Bonds.

224 D. Use of Depository.

225 1. The Bonds will be registered initially in the name of "Cede & Co.," as
226 nominee of DTC, with one Bond of each series maturing on each maturity date for the
227 Bonds of that series in a denomination corresponding to the total principal therein
228 designated to mature on that date. Registered ownership of immobilized Bonds, or any
229 portions thereof, may not thereafter be transferred except (i) to any successor of DTC or
230 its nominee, provided that any such successor must be qualified under any applicable
231 laws to provide the service proposed to be provided by it; (ii) to any substitute depository
232 appointed by the county pursuant to subsection D.2. of this section or such substitute
233 depository's successor; or (iii) to any person as provided in subsection D.4. of this
234 section.

235 2. Upon the resignation of DTC or its successor (or any substitute depository or
236 its successor) from its functions as depository or a determination by the county to
237 discontinue the system of book entry transfers through DTC or its successor (or any
238 substitute depository or its successor), the county may hereafter appoint a substitute
239 depository. Any such substitute depository must be qualified under any applicable laws
240 to provide the services proposed to be provided by it.

241 3. In the case of any transfer pursuant to subsection D.1. (i) or (ii) of this
242 section, the Registrar will, upon receipt of all outstanding Bonds, together with a written
243 request on behalf of the county, issue a single new Bond for each maturity of those Bonds
244 then outstanding, registered in the name of such successor or such substitute depository,
245 or their nominees, as the case may be, all as specified in such written request of the
246 county.

247 4. If (i) DTC or its successor (or substitute depository or its successor) resigns
248 from its functions as depository, and no substitute depository can be obtained, or (ii) the
249 county determines that it is in the best interest of the beneficial owners of any of the
250 Bonds that they be able to obtain such Bonds in the form of bond certificates, the
251 ownership of Bonds may then be transferred to any person or entity as herein provided,
252 and the Bonds will no longer be held in fully immobilized form. The county will deliver
253 a written request to the Registrar, together with a supply of definitive Bonds, to issue
254 Bonds as herein provided in any authorized denomination. Upon receipt of all then
255 outstanding Bonds by the Registrar together with a written request on behalf of the
256 county to the Registrar, new Bonds will be issued in such denominations and registered
257 in the names of such persons as are requested in the written request.

258 E. Transfer or Exchange of Registered Ownership; Change in
259 Denominations. The registered ownership of any Bond may be transferred or exchanged,
260 but no transfer of any Bond will be valid unless it is surrendered to the Registrar with the
261 assignment form appearing on the Bond duly executed by the Registered Owner or the
262 Registered Owner's duly authorized agent in a manner satisfactory to the Registrar. Upon
263 that surrender, the Registrar will cancel the surrendered Bond and will authenticate and

264 deliver, without charge to the Registered Owner or transferee therefor, a new Bond (or
265 Bonds at the option of the new Registered Owner) of the same series, date, maturity and
266 interest rate and for the same aggregate principal amount in any authorized denomination,
267 naming as Registered Owner the person or persons listed as the assignee on the
268 assignment form appearing on the surrendered Bond, in exchange for such surrendered
269 and cancelled Bond. Any Bond may be surrendered to the Registrar and exchanged,
270 without charge, for an equal aggregate principal amount of Bonds of the same series,
271 date, maturity and interest rate, in any authorized denomination. The Registrar is not
272 obligated to transfer or exchange any Bond during a period beginning at the opening of
273 business on the 15th day of the month next preceding any interest payment date and
274 ending at the close of business on that interest payment date, or, in the case of any
275 proposed redemption of the Bonds, after the mailing of notice of redemption for such
276 Bonds.

277 F. Registration Covenant. The county covenants that, until all Bonds have been
278 surrendered and canceled, it will maintain a system for recording the ownership of each
279 Bond that complies with the provisions of Section 149 of the Code.

280 G. Place and Medium of Payment. Both principal of and interest on the Bonds
281 are payable in lawful money of the United States of America. For so long as all Bonds
282 are in fully immobilized form, payments of principal thereof and interest thereon will be
283 made in accordance with the operational arrangements of DTC referred to in the Letter of
284 Representations. If the Bonds are no longer held in fully immobilized form, interest on
285 the Bonds will be paid by check or draft mailed to the Registered Owners at the addresses
286 for such Registered Owners appearing on the Bond Register on the 15th day of the month

287 preceding the interest payment date; provided, however, that if so requested in writing by
288 the Registered Owner of at least \$1,000,000 principal amount of a series of Bonds,
289 interest will be paid by wire transfer on the interest payment date to an account with a
290 bank located within the United States. Principal of the Bonds is payable upon
291 presentation and surrender of the Bonds by the Registered Owners at the principal office
292 of the Registrar.

293 **SECTION 5. Redemption of Bonds; Purchases.**

294 A. Optional Redemption. The county may reserve the right to redeem
295 outstanding Bonds prior to their maturity on the dates and at the prices established as
296 provided in section 13 of this ordinance and ratified and confirmed by a Sale Motion.
297 Portions of the principal amount of any Bond, in increments of \$5,000 or any integral
298 multiple of \$5,000, may be redeemed.

299 If less than all of the Bonds subject to optional redemption are called for
300 redemption, the county may choose the maturities to be redeemed. If less than a whole of
301 a maturity is called for redemption, the Bonds to be redeemed will be chosen randomly or
302 by a method to be established in connection with the sale of each series of the Bonds in
303 accordance with section 13 of this ordinance.

304 B. Mandatory Redemption of Term Bonds. If the Bonds of any series are
305 designated as term bonds in accordance with the provisions of section 13 of this
306 ordinance, a mandatory redemption schedule to amortize the principal of those term
307 bonds (in increments of \$5,000 or any integral multiple of \$5,000) will be set forth in the
308 Sale Motion.

309 Payments of principal of any term bonds under any such mandatory redemption
310 schedule will be made from the applicable Bond Account. If more than the required
311 principal amount of the term bonds of a series of Bonds is retired by purchase or optional
312 redemption in any given year, the county may credit those excess purchase amounts or
313 excess optional redemption amounts to the mandatory redemption schedule for that series
314 of Bonds in any manner that the county determines.

315 C. Partial Redemption. If less than all of the principal amount of any Bond is
316 redeemed, upon surrender of that Bond at the principal office of the Registrar there will
317 be issued to the Registered Owner, without charge therefor, for the then unredeemed
318 balance of the principal amount thereof, a new Bond or Bonds, at the option of the
319 Registered Owner, of like series, maturity and interest rate in any denomination
320 authorized by this ordinance.

321 D. Purchase of Bonds. The county reserves the right to purchase any or all of the
322 Bonds at any time at any price.

323 **SECTION 6. Notice and Effect of Redemption.**

324 A. Notice of Redemption. Written notice of any redemption of Bonds will be
325 given by the Registrar on behalf of the county by first class mail, postage prepaid, not
326 less than 20 days nor more than 60 days before the redemption date to the Registered
327 Owners of Bonds that are to be redeemed at their last addresses shown on the Bond
328 Register. So long as the Bonds are in book-entry form, notice of redemption will be
329 given as provided in the Letter of Representations. The Registrar will provide additional
330 notice of redemption to the MSRB in accordance with the applicable Undertaking.

331 The requirements of this section will be deemed complied with when notice is
332 mailed, whether or not it is actually received by the owner.

333 Each notice of redemption will contain the following information: (1) the
334 redemption date, (2) the redemption price, (3) any condition to the redemption (including,
335 but not limited, to the receipt of proceeds of refunding bonds), (4) if less than all
336 outstanding Bonds are to be redeemed, the identification (and, in the case of partial
337 redemption, the principal amounts) of the Bonds to be redeemed, (5) that on the
338 redemption date, upon the satisfaction of any conditions, the redemption price will
339 become due and payable upon each Bond or portion called for redemption, and that
340 interest will cease to accrue from the redemption date, (6) that the Bonds are to be
341 surrendered for payment at the principal office of the Registrar, (7) the CUSIP numbers
342 of all Bonds being redeemed, (8) the dated date of the Bonds, (9) the rate of interest for
343 each Bond being redeemed, (10) the date of the notice, (11) information regarding the
344 county's right to rescind an optional redemption prior to the designated redemption date
345 by giving notice of such rescission, and (12) any other information relating to the
346 redemption or identifying the Bonds being redeemed.

347 Upon the payment of the redemption price of Bonds being redeemed, each check
348 or other transfer of funds issued for that purpose will bear the CUSIP number identifying,
349 by issue and maturity, the Bonds being redeemed with the proceeds of such check or
350 other transfer.

351 B. Conditional Redemption; Rescission of Redemption. Any redemption of
352 Bonds may be subject to such conditions, including but not limited to the receipt of
353 proceeds of refunding bonds, as the county may specify in the notice of redemption. The

354 county may also rescind any notice of an optional redemption of Bonds by giving written
355 notice of such rescission no later than the business day before the designated redemption
356 date to all parties who were given notice of redemption in the same manner as such notice
357 was given.

358 C. Effect of Redemption. Unless the county has rescinded a notice of redemption
359 or a condition to the redemption has not been satisfied, the county will transfer to the
360 Registrar amounts that, in addition to other money, if any, held by the Registrar, will be
361 sufficient to redeem, on the redemption date, all the Bonds to be redeemed. From the
362 redemption date interest on each Bond to be redeemed will cease to accrue.

363 D. Amendment of Notice Provisions. The foregoing notice provisions of this
364 section, including but not limited to the information to be included in redemption notices
365 and the persons designated to receive notices, may be amended by additions, deletions
366 and changes to maintain compliance with duly promulgated regulations and
367 recommendations regarding notices of redemption of municipal securities.

368 **SECTION 7. Form of Bonds; Execution of Bonds**. The Bonds will be in
369 substantially the form set forth in Attachment A to this ordinance. The Bonds will be
370 executed on behalf of the county with the manual or facsimile signature of the county
371 executive, attested by the manual or facsimile signature of the clerk of the county council,
372 and will have the seal of the county impressed or imprinted thereon.

373 If any officer who has signed or attested any of the Bonds ceases to be an officer
374 of the county authorized to sign bonds before the Bonds bearing his or her signature are
375 authenticated or delivered by the Registrar or issued by the county, those Bonds
376 nevertheless may be authenticated, issued and delivered and, when authenticated, issued

377 and delivered, shall be as binding on the county as though that person had continued to be
378 an officer of the county authorized to sign bonds. Any Bond also may be signed on
379 behalf of the county by any person who, on the actual date of signing of the Bond, is an
380 officer of the county authorized to sign bonds, although he or she did not hold the
381 required office on the date of issuance of the Bonds.

382 Only Bonds that bear a Certificate of Authentication in the form set forth in
383 Exhibit A of this ordinance, manually executed by the Registrar, will be valid or
384 obligatory for any purpose or entitled to the benefits of this ordinance. Such Certificate
385 of Authentication will be conclusive evidence that the Bonds so authenticated have been
386 duly executed, authenticated and delivered hereunder and are entitled to the benefits of
387 this ordinance.

388 SECTION 8. Mutilated, Lost, or Destroyed Bonds. If any Bond becomes
389 mutilated, the Registrar will authenticate and deliver a new Bond of like series, amount,
390 date, interest rate and tenor in exchange and substitution for the Bond so mutilated, upon
391 the owner's paying the expenses and charges of the county and the Registrar in
392 connection therewith and upon surrender to the Registrar of the Bond so mutilated.
393 Every mutilated Bond so surrendered will be canceled and destroyed by the Registrar.

394 If any Bonds are lost, stolen or destroyed, the Registrar may authenticate and
395 deliver a new Bond or Bonds of like series, amount, date, and tenor to the Registered
396 Owner thereof upon the owner's paying the expenses and charges of the county and the
397 Registrar in connection therewith and upon his or her filing with the Registrar evidence
398 satisfactory to the Registrar that such Bond or Bonds were actually lost, stolen or

399 destroyed and of his or her ownership thereof, and upon furnishing the county and
400 Registrar with indemnity satisfactory to the Finance Director and the Registrar.

401 **SECTION 9. Bond Accounts; Pledge of Taxation and Credit** There has
402 heretofore been created in the office of the Finance Director a special fund known as the
403 "King County Limited Tax General Obligation Bond Redemption Fund" to be drawn on
404 to pay the principal of and interest on limited tax general obligation bonds of the county.
405 There is hereby authorized to be created within this fund a special account for each series
406 of the Bonds to be known as the "Limited Tax General Obligation Bond Redemption
407 Account, [Year] [Series ___]" (each, a "Bond Account").

408 Any accrued interest on any series of the Bonds shall be deposited in the
409 applicable Bond Account at the time of delivery of that series of Bonds and shall be
410 applied to the payment of interest thereon.

411 The taxes hereafter levied to pay principal of and interest on the Bonds and any
412 other funds to be used to pay the Bonds shall be deposited in the applicable Bond
413 Account no later than the date funds are required for the payment of principal of and
414 interest on a series of the Bonds; provided, however, that if the payment of principal of
415 and interest on any series of the Bonds is required prior to the receipt of such levied
416 taxes, the county may make an interfund loan to the applicable Bond Account pending
417 actual receipt of those taxes. Each Bond Account shall be drawn on to pay the principal
418 of and interest on the applicable series of the Bonds. Money in each Bond Account not
419 needed to pay the interest or principal next coming due may temporarily be deposited in
420 such institutions or invested in such obligations as may be lawful for the investment of

421 county funds. Each Bond Account will be a second tier fund in accordance with
422 Ordinance 7112 and K.C.C. chapter 4.10.

423 The county hereby irrevocably covenants and agrees for as long as any Bonds are
424 outstanding and unpaid, that each year it will include in its budget and levy an *ad*
425 *valorem* tax upon all property within the county subject to taxation in an amount that will
426 be sufficient, together with all other revenues and money of the county legally available
427 for such purposes, to pay the principal of and interest on the Bonds as the same become
428 due. All of the taxes so collected will be paid into the applicable Bond Account no later
429 than the date those funds are required for the payment of principal and interest on a series
430 of the Bonds.

431 The county hereby irrevocably pledges that the annual tax herein authorized to be
432 levied for the payment of such principal and interest shall be within and a part of the tax
433 levy permitted to counties without a vote of the people, and that a sufficient portion of the
434 taxes to be levied and collected annually by the county prior to the full payment of the
435 principal of and interest on the Bonds will be and is hereby irrevocably set aside, pledged
436 and appropriated for the payment of the principal of and interest on those Bonds.

437 The full faith, credit and resources of the county are hereby irrevocably pledged
438 for the annual levy and collection of those taxes and for the prompt payment of the
439 principal of and interest on those Bonds as the same become due.

440 **SECTION 10. General Covenants.** The county makes the following covenants
441 with and warranties to the owners of the Bonds:

442 A. Legal Authority. The county has full legal right, power and authority to adopt
443 this ordinance, to sell, issue and deliver Bonds as provided herein, and to carry out and
444 consummate all other transactions contemplated by this ordinance.

445 B. Due Authorization. By all necessary official action prior to or concurrently
446 herewith, the county has duly authorized and approved the execution and delivery of, and
447 the performance by the county of its obligations contained in, the Bonds and in this
448 ordinance and the consummation by it of all other transactions necessary to effectuate
449 this ordinance in connection with the issuance of Bonds, and such authorizations and
450 approvals are in full force and effect and have not been amended, modified or
451 supplemented in any material respect.

452 C. Binding Obligation. This ordinance constitutes a legal, valid and binding
453 obligation of the county.

454 D. General Obligations. The Bonds, when issued, sold, authenticated and
455 delivered, will constitute the legal, valid and binding general obligations of the county.

456 E. Within Debt Limits. The Bonds will be issued within all statutory and
457 constitutional debt limitations applicable to the county.

458 F. No Conflict. The county's adoption of this ordinance and its compliance with
459 the provisions contained herein will not conflict with or constitute a breach of or default
460 under any constitutional provisions, law, administrative regulation, judgment, decree,
461 loan agreement, indenture, bond, note, resolution, ordinance, motion, agreement or other
462 instrument to which the county is a party or to which the county or any of its property or
463 assets are otherwise subject.

464 SECTION 11. Tax Covenants.

465 A. General. The county may elect to structure any series of Bonds so that interest
466 on that series of Bonds would be taxable or would be excludable from gross income for
467 federal income tax purposes pursuant to sections 103 and 141 through 150 of the Code
468 and the applicable regulations (the "Tax-Exempt Bonds"). The county covenants not to
469 take any action, or knowingly omit to take any action within its control, that if taken or
470 omitted would cause the interest on Tax-Exempt Bonds to be includable in gross income,
471 as defined in section 61 of the Code, for federal income tax purposes. Additional tax
472 covenants as necessary or desirable for any series of Bonds may be set forth in the Sale
473 Motion or Tax Certificate for that series of Bonds.

474 B. Tax Certificate. Upon the issuance of any series of Tax-Exempt Bonds, the
475 Finance Director is authorized to execute a federal tax certificate (the "Tax Certificate"),
476 which will certify to various facts and representations concerning that series of Bonds,
477 based on the facts and estimates known or reasonably expected on the date of their
478 issuance, and make certain covenants with respect to that series of Bonds as may be
479 necessary or desirable to obtain or maintain the benefits conferred under the Code
480 relating to that series of Tax-Exempt Bonds.

481 The county covenants that it will comply with the Tax Certificate unless it
482 receives advice from nationally recognized bond counsel or the Internal Revenue Service
483 that certain provisions have been amended or no longer apply to the Tax-Exempt Bonds.

484 C. Arbitrage Rebate. If the county does not qualify for an exception to the
485 requirements of Section 148(f) of the Code relating to the payment of arbitrage rebate to
486 the United States with respect to a series of Tax-Exempt Bonds, the county will take all
487 necessary steps to comply with the requirement that certain amounts earned by the county

488 on the investment of the "gross proceeds" of that series of Bonds (within the meaning of
489 the Code) be rebated.

490 **SECTION 12. Refunding or Defeasance of Bonds.** The county may issue
491 refunding obligations pursuant to the laws of the State of Washington or use money
492 available from any other lawful source to pay when due the principal of and interest on
493 the Bonds or any portion thereof included in a refunding or defeasance plan, and to
494 redeem and retire, refund or defease all such then outstanding Bonds, and to pay the costs
495 of the refunding or defeasance.

496 If money or noncallable Government Obligations maturing at such time or times
497 and bearing interest to be earned thereon in amounts (together with such money, if
498 necessary) sufficient to redeem and retire, refund or defease part or all of the Bonds in
499 accordance with their terms, are set aside in a special account of the county to effect such
500 redemption and retirement, and such money and the principal of and interest on such
501 Government Obligations are irrevocably set aside and pledged for such purpose, then no
502 further payments need be made into the applicable Bond Account for the payment of the
503 principal of and interest on the Bonds so provided for, and those Bonds will cease to be
504 entitled to any lien, benefit or security of this ordinance except the right to receive the
505 money so set aside and pledged, and those Bonds will be deemed not to be outstanding
506 hereunder.

507 Upon the defeasance of any of the Bonds, the Registrar will provide notice of the
508 defeasance to the Registered Owners of the Bonds and to the MSRB in accordance with
509 the Undertaking.

510 **SECTION 13. Sale of Bonds.**

511 A. Determination by Finance Director. The Finance Director will determine, in
512 consultation with the county's financial advisors, whether the Bonds will be sold in one or
513 more series, the timing of the sale of each series of Bonds, whether a series of Bonds will
514 be structured as Tax-Exempt Bonds or otherwise, and whether a series of Bonds will be
515 sold by negotiated sale or competitive bid and by current or future delivery. In any event,
516 the aggregate principal amount of all Bonds issued and sold under this ordinance may not
517 exceed \$100,000,000, and the sale of each series of Bonds must meet the Savings Target
518 applicable on the date of sale of that series of Bonds. The authority to sell any of the
519 Bonds authorized hereunder will terminate two years from the effective date of this
520 ordinance.

521 B. Procedure for Negotiated Sale. If the Finance Director determines that a series
522 of Bonds will be sold by negotiated sale, the Finance Director will, in accordance with
523 applicable county procurement procedures, solicit one or more underwriting firms with
524 which to negotiate the sale of that series of Bonds. The purchase contract for any series
525 of Bonds will establish the date, principal amount, interest rates, maturity schedule,
526 redemption and bond insurance provisions, and delivery date of that series of Bonds. The
527 county council by a Sale Motion will approve the bond purchase contract and ratify and
528 confirm the terms for the series of Bonds established therein.

529 C. Procedure for Sale by Competitive Bid. If the Finance Director determines
530 that a series of Bonds will be sold by competitive bid, bids for the purchase of such
531 Bonds will be received at such time or place and by such means as the Finance Director
532 directs. The Finance Director is authorized to prepare a notice of sale for the Bonds,
533 establishing in the notice the date, principal amount, interest payment dates, maturity

534 schedule, and redemption and bond insurance provisions for such Bonds. The official
535 notice of sale or an abridged form thereof may be published in those newspapers or
536 financial journals that the county's financial advisors deem desirable or appropriate.

537 Upon the date and time established for the receipt of bids for any series of Bonds,
538 the Finance Director or his designee will review the bids, cause the bids to be
539 mathematically verified and report to the county council regarding the bids received. The
540 bids will then be considered and acted upon by the county council in an open public
541 meeting. The county council reserves the right to reject any and all bids for such Bonds.
542 The county council by a Sale Motion will approve the sale of the Bonds and ratify and
543 confirm the date, interest rates, maturity schedule, redemption and bond insurance
544 provisions, plan of refunding (if any), and any other terms of such Bonds.

545 **SECTION 14. Preliminary Official Statement; Official Statement.** The county
546 hereby authorizes and directs the Finance Director: (i) to review and approve the
547 information contained in the preliminary official statement (the "Preliminary Official
548 Statement") prepared in connection with the sale of a series of the Bonds; and (ii) for the
549 sole purpose of the Bond purchasers' compliance with Section (b)(1) of the Rule, to
550 "deem final" the Preliminary Official Statement as of its date, except for the omission of
551 information on offering prices, interest rates, selling compensation, delivery dates, bond
552 insurance, any other terms or provisions required by the county to be specified in a
553 competitive bid or bond purchase contract, ratings, the identity of the Bond purchasers,
554 and other terms of that series of Bonds dependent on such matters. After the Preliminary
555 Official Statement has been reviewed and approved in accordance with the provisions of

556 this section, the county hereby authorizes distribution of the Preliminary Official
557 Statement to prospective purchasers of that series of Bonds.

558 Following the sale of any series of Bonds in accordance with section 13 of this
559 ordinance, the Finance Director is hereby authorized to review and approve on behalf of
560 the county a final official statement for those Bonds. The county agrees to cooperate
561 with the purchaser of the Bonds to deliver or cause to be delivered, within seven business
562 days from the date of the Sale Motion and in sufficient time to accompany any
563 confirmation that requests payment from any customer of the purchaser, copies of the
564 final official statement in sufficient quantity to comply with paragraph (b)(4) of the Rule
565 and the rules of the Municipal Securities Rulemaking Board ("MSRB").

566 SECTION 15. Delivery of Bonds. Following the sale of any series of the Bonds,
567 the county will cause definitive Bonds of that series to be prepared, executed and
568 delivered, which Bonds will be typewritten, lithographed or printed with engraved or
569 lithographed borders, or in such other form acceptable to DTC as initial depository for
570 the Bonds.

571 If definitive Bonds are not ready for delivery by the date established for issuing
572 the Bonds, then the Finance Director, upon the approval of the purchasers, may cause to
573 be issued and delivered to the purchasers one or more temporary Bonds with appropriate
574 omissions, changes and additions. Any temporary Bond or Bonds will be entitled and
575 subject to the same benefits and provisions of this ordinance with respect to the payment,
576 security and obligation thereof as definitive Bonds authorized thereby. Any temporary
577 Bond or Bonds will be exchangeable without cost to the owners thereof for definitive
578 Bonds when the latter are ready for delivery.

579 **SECTION 16. Refunding Accounts; Plan of Refunding GHP Bonds.**

580 A. Refunding Accounts. Proceeds of any series of the Bonds will be used to
581 refund the designated GHP Bonds and to pay costs of issuing the Bonds. If all
582 outstanding GHP Bonds are to be refunded by the issuance of a series of Bonds, proceeds
583 of that series of Bonds may also be used to pay costs of the Chinook Building Transfer.
584 For these purposes, the following special accounts of the county are authorized to be
585 established and maintained with the Escrow Agent for each series of Bonds: (i) the GHP
586 Lease Revenue Bonds Refunding Account" (the "Refunding Account") and (ii) the GHP
587 Lease Revenue Refunding Costs of Issuance Account (the "Costs of Issuance Account").
588 The Refunding Account is to be drawn on to pay the principal of and interest on the GHP
589 Bonds to be refunded and defeased by that series of Bonds. The Costs of Issuance
590 Account is to be drawn on to pay costs and expenses incurred in issuing that series of
591 Bonds and, if applicable, to pay costs and expenses of the Chinook Building Transfer.

592 B. Appointing an Escrow Agent. In connection with the issuance of each series
593 of Bonds, to carry out the refunding and defeasance of the applicable GHP Bonds, the
594 Finance Director is hereby authorized to appoint as escrow agent a bank or trust company
595 qualified by law to perform the duties described herein (each, an "Escrow Agent").

596 The county will take such actions as are found necessary to see that all necessary
597 and proper fees, compensation and expenses of the Escrow Agent are paid when due.
598 The proper officers and agents of the county are directed to obtain from the Escrow
599 Agent an agreement setting forth the duties, obligations and responsibilities of the
600 Escrow Agent in connection with the redemption and defeasance of the GHP Bonds as
601 provided herein and setting forth provisions for the payment of the fees, compensation

602 and expenses of the Escrow Agent as are satisfactory to it. To carry out the purposes of
603 this section of this ordinance, the Finance Director is authorized and directed to execute
604 and deliver to the Escrow Agent an escrow agreement and, if requested, a costs of
605 issuance agreement, in forms approved by the county's bond counsel.

606 C. Plan of Refunding. A final plan of refunding will be set forth in each Sale
607 Motion. As part of any such plan, net proceeds from the sale of a series of Bonds and
608 any other funds of the county to be applied to refunding and defeasance of all or a portion
609 of the GHP Bonds and, if applicable, paying costs of the Chinook Building Transfer, will
610 be paid to the Escrow Agent and deposited in and credited to the applicable Refunding
611 Account and Costs of Issuance Account. Money in each Refunding Account and Costs
612 of Issuance Account will be used immediately upon receipt thereof to defease the GHP
613 Bonds included in the plan of refunding, satisfy any other obligations of the county under
614 the Lease or the Indenture, pay costs of issuing the Bonds, and, if applicable, pay costs of
615 the Chinook Building Transfer.

616 The county will direct the Escrow Agent to use the money in each Refunding
617 Account to purchase Government Obligations, as identified in the Escrow Agreement
618 (the "Escrow Securities"), bearing such interest and maturing as to principal and interest
619 in such amounts and at such times that, together with any necessary initial cash balance,
620 will provide for the payment in full of the GHP Bonds included in the plan of refunding,
621 as set forth in the Sale Motion. The Escrow Securities will be purchased at a yield not
622 greater than the yield permitted by the Code relating to obligations acquired in
623 connection with refunding bond issues. Any beginning cash balance and the Escrow
624 Securities will be irrevocably deposited with the Escrow Agent in an amount sufficient to

625 defease applicable GHP Bonds in accordance with the Indenture, this Section 16, and the
626 Sale Motion.

627 The county will direct the Escrow Agent to use the money in each Costs of
628 Issuance Account to pay expenses of the acquisition and safekeeping of the Escrowed
629 Securities and costs and expenses of issuing the Bonds and, if applicable, costs of the
630 Chinook Building Transfer.

631 Funds deposited in each Refunding Account and Costs of Issuance Account
632 described in this section 16 of this ordinance shall be invested as permitted by law for the
633 sole benefit of the respective account. Irrespective of the general provisions of Ordinance
634 7112 and K.C.C. chapter 4.10, the county current expense fund shall not receive any
635 earnings attributable to such accounts. Money other than proceeds of Bonds may be
636 deposited into any Refunding Account or Costs of Issuance Account; provided, however,
637 that proceeds of any Bonds issued as Tax-Exempt Bonds and earnings thereon shall be
638 accounted for separately for purposes of the arbitrage rebate computations required to be
639 made under the Code. For purposes of these computations, Bond proceeds will be
640 deemed to have been expended first, and then any other funds.

641 D. Findings of Savings and Defeasance. By each Sale Motion, the county
642 council will set forth its findings of savings and defeasance regarding the obligation of
643 the county to pay Rent under the Lease, which obligation is authorized to be refinanced in
644 whole or in part by issuing the Bonds to refund all or a portion of the GHP Bonds.

645 SECTION 17. General Authorization. The appropriate county officials, agents
646 and representatives are hereby authorized and directed to do everything necessary for the

647 prompt sale, issuance, execution and delivery of the Bonds, and for the proper use and
648 application of the proceeds of the sale thereof.

649 **SECTION 18. Undertaking to Provide Ongoing Disclosure.** If and to the
650 extent required by Section (b)(5) of the Rule, each Sale Motion will authorize an
651 Undertaking for each series of the Bonds.

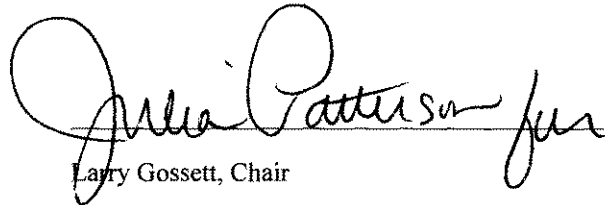
652 **SECTION 19. Contract; Severability.** The covenants applicable to the Bonds
653 contained in this ordinance constitute a contract between the county and the owners of
654 each and every Bond. If any court of competent jurisdiction determines that any
655 covenant or agreement provided in this ordinance to be performed on the part of the
656 county is contrary to law, then such covenant or agreement shall be null and void and
657 shall be deemed separable from the remaining covenants and agreements of this
658 ordinance and shall in no way affect the validity of the other provisions of this ordinance
659 or of the Bonds.

660 SECTION 20. Effective Date. This ordinance shall be effective 10 days after its
661 enactment, in accordance with Article II of the King County Charter.
662

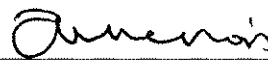
Ordinance 17659 was introduced on and passed by the Metropolitan King County Council on 9/9/2013, by the following vote:

Yes: 8 - Mr. Phillips, Mr. von Reichbauer, Ms. Hague, Ms. Patterson,
Ms. Lambert, Mr. Dunn, Mr. McDermott and Mr. Dembowski
No: 0
Excused: 1 - Mr. Gossett

KING COUNTY COUNCIL
KING COUNTY, WASHINGTON


Larry Gossett, Chair

ATTEST:



Anne Noris, Clerk of the Council

APPROVED this 18 day of SEPTEMBER 2013.



Dow Constantine, County Executive

RECEIVED
2013 SEP 20 AM 9:32
CLERK
KING COUNTY COUNCIL

Attachments: A. Form of Bond

ATTACHMENT A
FORM OF BOND

NO. _____

\$ _____

UNITED STATES OF AMERICA

UNLESS THIS CERTIFICATE IS PRESENTED BY AN AUTHORIZED REPRESENTATIVE OF THE DEPOSITORY TRUST COMPANY, A NEW YORK CORPORATION ("DTC"), TO ISSUER OR ITS AGENT FOR REGISTRATION OF TRANSFER, EXCHANGE, OR PAYMENT, AND ANY CERTIFICATE ISSUED IS REGISTERED IN THE NAME OF CEDE & CO. OR IN SUCH OTHER NAME AS IS REQUESTED BY AN AUTHORIZED REPRESENTATIVE OF DTC (AND ANY PAYMENT IS MADE TO CEDE & CO. OR TO SUCH OTHER ENTITY AS IS REQUESTED BY AN AUTHORIZED REPRESENTATIVE OF DTC), ANY TRANSFER, PLEDGE, OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL INASMUCH AS THE REGISTERED OWNER HEREOF, CEDE & CO., HAS AN INTEREST HEREIN.

STATE OF WASHINGTON

KING COUNTY

LIMITED TAX GENERAL OBLIGATION REFUNDING BOND,
[applicable year and series designation]

INTEREST RATE:

MATURITY DATE:

CUSIP NO.:

Registered Owner:

Principal Amount:

KING COUNTY, WASHINGTON (the "County"), hereby acknowledges itself to owe and for value received promises to pay to the Registered Owner identified above, or registered assigns, on the Maturity Date specified above, the Principal Amount specified above and to pay interest thereon (computed on the basis of a 360-day year of twelve 30-day months) from _____, 20____, or the most recent date to which interest has been paid or duly provided for until payment of this bond at the Interest Rate set forth above, payable on _____ 1, _____, and semiannually thereafter on the first days of each succeeding _____ and _____.

Both principal of and interest on this bond are payable in lawful money of the United States of America. While the Bonds are held in an immobilized "book entry" system of registration, payments of principal thereof and interest thereon will be made in accordance with the operational arrangements of The Depository Trust Company ("DTC") referred to in the Blanket Issuer Letter of Representations from the County to DTC. When the Bonds are no longer held in an immobilized "book entry" registration system, principal will be paid to the Registered Owner or nominee of such owner upon presentation and surrender of this bond at either of the principal offices of the fiscal agency of the State of Washington in Seattle, Washington or New York, New York (collectively the "Registrar"), and interest will be paid by mailing a check or draft (on the date such interest is due) to the Registered Owner or nominee of such owner at the address shown on the Bond Register as of the 15th day of the month prior to the interest payment date; provided, however, that if so requested in writing by the Registered Owner

of at least \$1,000,000 par value of the Bonds, interest will be paid by wire transfer on the interest payment date to an account with a bank located in the United States.

This bond is one of an authorized issue of bonds of like series, date and tenor, except as to number, amount, rate of interest and date of maturity, in the aggregate principal amount of \$_____ (the "Bonds"), and is issued to refinance certain obligations of the County under a lease/leaseback financing for County-owned facilities.

The Bonds are issued under and in accordance with the provisions of the Constitution and applicable statutes of the State of Washington, the County Charter and applicable ordinances duly adopted by the County, including Ordinance _____ of the County and Motion _____ of the County Council (together, the "Bond Legislation"). Capitalized terms used in this bond and not defined herein have the meanings given such terms in the Bond Legislation.

The Bonds are subject to redemption as provided in the Bond Legislation.

The Bonds are general obligations of the County. The County has irrevocably covenanted and agreed for as long as any of the Bonds are outstanding and unpaid, that each year it will include in its budget and levy an *ad valorem* tax upon all property within the County subject to taxation in an amount that will be sufficient, together with all other revenues and money of the County legally available for such purposes, to pay the principal of and interest on the Bonds as the same become due. The County has pledged that the annual tax authorized to be levied for the payment of such principal and interest shall be within and a part of the tax levy permitted to counties without a vote of the people. The full faith, credit and resources of the County have been irrevocably pledged for the annual levy and collection of such taxes and for the prompt payment of the principal of and interest on the Bonds as the same become due.

The pledge of tax levies under the Bond Legislation for payment of principal of and interest on the Bonds may be discharged prior to maturity of the Bonds by making provision for the payment thereof on the terms and conditions set forth in the Bond Legislation.

This bond will not be valid or become obligatory for any purpose or be entitled to any security or benefit under the Bond Legislation until the Certificate of Authentication hereon has been manually signed by the Registrar.

It is hereby certified that all acts, conditions and things required by the Constitution and statutes of the State of Washington and the Charter and ordinances of the County to exist, to have happened, been done and performed precedent to and in the issuance of this bond have happened, been done and performed and that the issuance of this bond and the Bonds does not violate any constitutional, statutory or other limitation upon the amount of bonded indebtedness that the County may incur.

IN WITNESS WHEREOF, the County has caused this Bond to be executed by the manual of facsimile signature of the County Executive, to be attested by the manual

or facsimile signature of the Clerk of the County Council, and has caused the seal of the County to be impressed or imprinted hereon, as of _____, 20__.

KING COUNTY, WASHINGTON

By _____ /s/ _____
King County Executive

ATTEST:

_____/s/_____
Clerk of the County Council

The Registrar's Certificate of Authentication on the Bonds will be in substantially the following form:

CERTIFICATE OF AUTHENTICATION

This is one of the Limited Tax General Obligation Refunding Bonds, [applicable year] Series ____, of King County, Washington, dated _____, 20__.

WASHINGTON STATE FISCAL
AGENCY, as Registrar

By _____
Authorized Signatory

The following abbreviations, when used in the inscription on the face of the within bond, will be construed as though they were written out in full according to applicable laws or regulations.

- TEN COM - as tenants in common
- TEN ENT - as tenants by the entireties
- JT TEN - as joint tenants with right of survivorship and not as tenants in common

UNIF GIFT (TRANSFERS) MIN ACT - _____ Custodian _____
(Cust) (Minor)

under Uniform Gifts (Transfers) to Minors Act

(State)

Additional abbreviations may also be used though not listed above.

ASSIGNMENT

FOR VALUE RECEIVED, the undersigned hereby sells, assigns and transfers
unto _____

PLEASE INSERT SOCIAL SECURITY OR
TAXPAYER IDENTIFICATION NUMBER OF TRANSFEREE

(Please print or typewrite name and address, including zip code of Transferee)

the within bond and does hereby irrevocably constitute and appoint _____ of
_____, or its successor, as Registrar to transfer said bond on the
books kept for registration thereof with full power of substitution in the premises.

DATED: _____, 20__.

NOTE: The signature on this Assignment
must correspond with the name of the
registered owner as it appears upon the face
of the within bond in every particular,
without alteration or enlargement or any
change whatever.