

KING COUNTY

1200 King County Courthouse 516 Third Avenue Seattle, WA 98104

Signature Report

August 29, 2011

Ordinance 17175

	Proposed No. 2011-0342.1 Sponsors Patterson
1	AN ORDINANCE authorizing the issuance and public sale
2	of one or more series of limited tax general obligation
3	bonds of the county in an outstanding aggregate principal
4	amount not to exceed \$47,000,000 to provide long-term
5	financing for all or part of the capital costs of the Barton
6	Pump Station Upgrade Project, the East Precinct Command
7	Center Project, the KCCF Water Pipe Replacement Project,
8	the Maury Island Park Project and the Telephony System
9	Project; providing for the disposition of the proceeds of
10	sale of the bonds; establishing funds for the receipt and
11	expenditure of bond proceeds and for the payment of the
12	bonds; and providing for the annual levy of taxes to pay the
13	principal thereof and interest thereon.
14	PREAMBLE:
15	The county council has previously reviewed and approved expenditures
16	for the Barton Pump Station Upgrade Project, the East Precinct Command
17	Center Project, the KCCF Water Pipe Replacement Project, the Maury
18	Island Park Project and the Telephony System Project.

19	It is deemed necessary and advisable that the county now authorize the
20	issuance and sale of one or more series of its limited tax general obligation
21	bonds in an outstanding aggregate principal amount not to exceed
22	\$47,000,000 to provide long-term financing for all or part of the capital
23	costs of the Barton Pump Station Upgrade Project, the East Precinct
24	Command Center Project, the KCCF Water Pipe Replacement Project, the
25	Maury Island Park Project and the Telephony System Project.
26	BE IT ORDAINED BY THE COUNCIL OF KING COUNTY:
27	SECTION 1. Definitions. The following words and terms as used in this
28	ordinance shall have the following meanings for all purposes of this ordinance, unless
29	some other meaning is plainly intended:
30	"BABs" means "build America bonds" authorized under Section 54AA of the
31	Code.
32	"Barton Pump Station Upgrade Project" means the project to upgrade all
33	mechanical, electrical and instrumentation systems at the wastewater treatment division's
34	Barton Pump Station.
35	"Bond Fund" means, with respect to each series of the Bonds, the bond
36	redemption account established therefore pursuant to Section 11 of this ordinance.
37	"Bond Sale Motion" means a motion of the council adopted at the time of sale of
38	each series of the Bonds that establishes, with respect thereto, the following, among other
39	things: the year and, if applicable, a series designation, dates, principal amounts and
40	maturity dates, the interest rates and interest payment dates, and the redemption
41	provisions therefor.

.

42	"Bonds" means the limited tax general obligation bonds of the county in an
43	outstanding aggregate principal amount not to exceed \$47,000,000, authorized to be
44	issued in one or more series by this ordinance to provide long-term financing for all or
45	part of the capital costs of the Barton Pump Station Upgrade Project, the East Precinct
46	Command Center Project, the KCCF Water Pipe Replacement Project, the Maury Island
47	Park Project and the Telephony System Project. Each series of Bonds may be issued as
48	Tax-Exempt Obligations, BABs, QECBs or other Taxable Obligations, as provided in
49	Section 4.E of this ordinance.
50	"Code" means the federal Internal Revenue Code of 1986, as amended, together
51	with corresponding and applicable final, temporary or proposed regulations and revenue
52	rulings issued or amended with respect thereto by the United States Treasury Department
53	or the Internal Revenue Service.
54	"DTC" means The Depository Trust Company, New York, New York.
55	"East Precinct Command Center Project" means the project to create an East
56	Precinct Command Center that consolidates the current Precincts 2 and 3 into leased
57	space in Sammamish City Hall.
58	"Federal Tax Certification" means, with respect to each series of Bonds, the
59	certificate executed by the finance director pertaining to the county's expectations in
60	connection with the federal tax treatment of interest on such series of Bonds.
61	"Finance director" means the director of the finance and business operations
62	division of the department of executive services of the county or any other county officer
63	who succeeds to the duties now delegated to that office or the designee of such officer.

64	"Government Obligations" means "government obligations," as defined in chapter
65	39.53 RCW, as now in existence or hereafter amended.
66	"KCCF Water Pipe Replacement Project" means the project to replace all existing
67	domestic water piping at the King County Correctional facility with new copper piping.
68	"Maury Island Park Project" means the project to purchase 250 acres of shoreline
69	park on Maury Island.
70	"Official Notice of Bond Sale" means, with respect to each series of the Bonds
71	that is sold by competitive bid, the official notice of sale therefor prepared pursuant to
72	Section 4.E of this ordinance.
73	"QECBs" means "qualified energy conservation bonds" authorized under Section
74	54D of the Code.
75	"Rebate Amount" means the amount, if any, determined to be payable by the
76	county to the United States of America with respect to a specified series of Bonds in
77	accordance with Section 148(f) of the Code.
78	"Refundable Credits" means with respect to any series of the Bonds that are
79	issued as BABs or QECBs, the amounts which are payable by the federal government
80	under Section 6431 of the Code, which the county has elected to receive under (a)
81	Section $54AA(g)(1)$ of the Code, in the case of any series of the Bonds that are issued as
82	BABs, or (b) Section 6431(f)(3) of the Code, in the case of any series of the Bonds that
83	are issued as QECBs.
84	"Register" means the registration books maintained by the Registrar for purposes
85	of identifying ownership of the Bonds.

86	"Registrar" means the fiscal agency of the State of Washington appointed from
87	time to time by the Washington State Finance Committee pursuant to chapter 43.80
88	RCW.
89	"Rule" means Securities and Exchange Commission Rule 15c2-12 under the
90	Securities and Exchange Act of 1934, as the same may be amended from time to time.
91	"Taxable Obligations" means the Bonds of any series determined to be issued on
92	a taxable basis, but not including any BABs or QECBs, pursuant to Section 4.E of this
93	ordinance.
94	"Tax-Exempt Obligations" means the Bonds of any series determined to be issued
95	on a tax-exempt basis pursuant to Section 4.E of this ordinance.
96	"Telephony System Project" means the project to replace the old PBX-based
97	phone system with a modern IP-based telephone system.
98	SECTION 2. Findings: The county council hereby makes the following
99	findings:
100	A. The Barton Pump Station Upgrade Project, the East Precinct Command Center
101	Project, the KCCF Water Pipe Replacement Project, the Maury Island Park Project and
102	the Telephony System Project will contribute to the health, safety and welfare of the
103	citizens of the county.
104	B. The issuance of limited tax general obligation bonds of the county to provide
105	long-term financing for all or part of the capital costs of the Barton Pump Station
106	Upgrade Project, the East Precinct Command Center Project, the KCCF Water Pipe
107	Replacement Project, the Maury Island Park Project and the Telephony System Project,
108	payable from regular property taxes or other revenues, taxes and money of the county

legally available for such purposes, will reduce the overall costs of borrowing such fundsand is in the best interests of the county and its citizens.

111 SECTION 3. Authorization of Projects. The county has previously authorized 112 the undertaking of the Barton Pump Station Upgrade Project, the East Precinct Command 113 Center Project, the KCCF Water Pipe Replacement Project, the Maury Island Park 114 Project and the Telephony System Project. The Barton Pump Station Upgrade Project. 115 the East Precinct Command Center Project, the KCCF Water Pipe Replacement Project. 116 the Maury Island Park Project and the Telephony System Project shall also include (a) 117 capitalized interest, interest on interim financing for such projects pending receipt of 118 Bond proceeds, and costs and expenses incurred in issuing the Bonds: (b) the capitalizable costs of sales tax, acquisition and contingency allowances, financing, and 119 120 any and all surveys, explorations, engineering and architectural studies, drawings, designs 121 and specifications incidental, necessary or convenient to the implementation of the 122 Barton Pump Station Upgrade Project, the East Precinct Command Center Project, the 123 KCCF Water Pipe Replacement Project, the Maury Island Park Project and the 124 Telephony System Project, and (c) the purchase of all materials, supplies, appliances, 125 equipment and facilities, and the permits, franchises, property and property rights and 126 capitalizable administrative costs, necessary, incidental or convenient to the 127 implementation of the Barton Pump Station Upgrade Project, the East Precinct Command Center Project, the KCCF Water Pipe Replacement Project, the Maury Island Park 128 129 Project and the Telephony System Project. Any of the Barton Pump Station Upgrade Project, the East Precinct Command 130

131 Center Project, the KCCF Water Pipe Replacement Project, the Maury Island Park

132 Project or the Telephony System Project may be modified where deemed advisable or necessary in the judgment of the county council, and implementation or completion of 133 any authorized component thereof shall not be required if the county council determines 134 that it has become inadvisable or impractical. If the Barton Pump Station Upgrade 135 Project, the East Precinct Command Center Project, the KCCF Water Pipe Replacement 136 Project, the Maury Island Park Project and the Telephony System Project have all been 137 completed, or their completion duly provided for, or the completion of all or any of them 138 139 is found to be inadvisable or impractical, the county may apply any remaining proceeds 140 of the Bonds, or any portion thereof, to the acquisition or improvement of other county capital projects as the county council in its discretion may determine. In the event that 141 142 the proceeds of the sale of the Bonds, plus any other money of the county legally 143 available therefor, are insufficient to accomplish all of the Barton Pump Station Upgrade Project, the East Precinct Command Center Project, the KCCF Water Pipe Replacement 144 145 Project, the Maury Island Park Project and the Telephony System Project, the county 146 shall use the available funds for paying the cost of those components of the Barton Pump 147 Station Upgrade Project, the East Precinct Command Center Project, the KCCF Water Pipe Replacement Project, the Maury Island Park Project and the Telephony System 148 149 Project deemed by the county council most necessary and in the best interest of the 150 county.

151

SECTION 4. Purpose, Authorization and Description of Bonds.

A. <u>Purpose and Authorization of Bonds</u>. The county authorizes the issuance of the Bonds to provide long-term financing for all or part of the capital costs of the Barton Pump Station Upgrade Project, the East Precinct Command Center Project, the KCCF

Water Pipe Replacement Project, the Maury Island Park Project and the TelephonySystem Project.

B. Description of Bonds. The Bonds may be issued in one or more series so long 157 158 as the aggregate principal amount of the Bonds to be outstanding on the date of issuance of each series of the Bonds does not exceed \$47,000,000. Each series of the Bonds shall 159 be designated "King County, Washington, Limited Tax General Obligation Bonds," with 160 161 the year and any applicable series designation and with the additional designations of "(Federally Tax-Exempt)" for any series of Bonds issued as Tax-Exempt Obligations, 162 "(Federally Taxable Build America Bonds)" for any series of Bonds issued as BABs. 163 164 "(Federally Taxable Qualified Energy Conservation Bonds)" for any series of Bonds 165 issued as QECBs, or "(Federally Taxable)" for any series of Bonds issued as any other 166 sort of Taxable Obligations, as applicable, all as established by the related Bond Sale 167 Motion. Each series of the Bonds shall be dated as of such date, shall mature on the date 168 or dates in each of the years and in the principal amounts, shall bear interest (computed on the basis of a 360-day year of twelve 30-day months) from their date or the most 169 170 recent interest payment date to which interest has been paid or duly provided for, 171 whichever is later, at the rates and payable on such dates, and shall be subject to 172 redemption prior to maturity in the amounts, in the manner and at the prices, shall 173 provide long-term financing for all or such part of the capital costs of the Barton Pump Station Upgrade Project, the East Precinct Command Center Project, the KCCF Water 174 175 Pipe Replacement Project, the Maury Island Park Project and/or the Telephony System Project, and shall be subject to such other terms and provisions as the county shall 176 establish by the related Bond Sale Motion. Each series of the Bonds shall be fully 177

178 registered as to both principal and interest, shall be in the denomination of \$5,000 each or 179 any integral multiple thereof (but no Bond shall represent more than one maturity), shall be numbered separately in such manner and with any additional designation as the 180 181 Registrar deems necessary for purposes of identification. 182 C. Initial Immobilization of Bonds; Depository Provisions. The Bonds of each series shall initially be held in fully immobilized form by DTC acting as depository 183 184 pursuant to the terms and conditions set forth in the Blanket Issuer Letter of Representations heretofore executed on behalf of the county. Neither the county nor the 185 186 Registrar shall have any responsibility or obligation to DTC participants or the persons 187 for whom they act as nominees with respect to such Bonds with respect to the accuracy of any records maintained by DTC or any DTC participant, the payment by DTC or any 188 DTC participant of any amount in respect of principal or redemption price or interest on 189 190 such Bonds, any notice that is permitted or required to be given to registered owners under this ordinance (except such notice as is required to be given by the county to the 191 Registrar or to DTC), the selection by DTC or any DTC participant of any person to 192 193 receive payment in the event of a partial redemption of such Bonds or any consent given 194 or other action taken by DTC as owner of such Bonds. The Bonds of each series shall initially be issued in denominations equal to the 195 196 aggregate principal amount of each maturity and initially shall be registered in the name 197 of Cede & Co., as the nominee of DTC. Such Bonds so registered shall be held in fully immobilized form by DTC as depository. For so long as any such Bonds are held in fully 198 immobilized form, DTC, its successor or any substitute depository appointed by the 199

200 county, as applicable, shall be deemed to be the registered owner for all purposes

201	hereunder and all references to registered owners, bondowners, bondholders, owners or
202	the like shall mean DTC or its nominees and shall not mean the owners of any beneficial
203	interests in the Bonds. Registered ownership of such Bonds, or any portions thereof, may
204	not thereafter be transferred except:
205	1. To any successor of DTC or its nominee, if that successor shall be qualified
206	under any applicable laws to provide the services proposed to be provided by it;
207	2. To any substitute depository appointed by the county pursuant to this
208	subsection or such substitute depository's successor; or
209	3. To any person as herein provided if such Bonds are no longer held in
210	immobilized form.
211	Upon the resignation of DTC or its successor (or any substitute depository or its
212	successor) from its functions as depository, or a determination by the county that it is no
213	longer in the best interests of beneficial owners of such Bonds to continue the system of
214	book entry transfers through DTC or its successor (or any substitute depository or its
215	successor), the county may appoint a substitute depository. Any such substitute
216	depository shall be qualified under any applicable laws to provide the services proposed
217	to be provided by it.
218	In the case of any transfer pursuant to clause (1) or (2) of the second paragraph of
219	this subsection, the Registrar, upon receipt of all outstanding Bonds of such series
220	together with a written request on behalf of the county, shall issue a single new Bond
221	certificate for each maturity of Bonds of such series then outstanding, registered in the
222	name of such successor or such substitute depository, or their nominees, as the case may
223	be, all as specified in such written request of the county.

224 In the event that DTC or its successor (or substitute depository or its successor) resigns from its functions as depository, and no substitute depository can be obtained; or 225 226 the county determines that it is in the best interests of the beneficial owners of the Bonds 227 of any series that they be able to obtain Bond certificates, the ownership of such Bonds may be transferred to any person as herein provided, and such Bonds shall no longer be 228 held in fully immobilized form. The county shall deliver a written request to the 229 230 Registrar, together with a supply of definitive Bonds of such series, to issue Bonds of 231 such series as herein provided in any authorized denomination. Upon receipt of all then 232 outstanding Bonds of any series by the Registrar, together with a written request on 233 behalf of the county to the Registrar, new Bonds of such series shall be issued in such denominations and registered in the names of such persons as are requested in such a 234 written request. 235

D. <u>Place, Manner and Medium of Payment</u>. Both principal of and interest on the Bonds shall be payable in lawful money of the United States of America. For so long as any outstanding Bonds are registered in the name of Cede & Co., or its registered assigns, as nominee of DTC, payments of principal of and interest on such Bonds shall be made in next day funds on the date such payment is due and payable at the place and in the manner provided in the Letter of Representations.

In the event that the Bonds of any series are no longer held in fully immobilized form by DTC or its successor (or substitute depository or its successor), interest on such Bonds shall be paid by checks or drafts mailed, or by wire transfer, to the owners of such Bonds at the addresses for such owners appearing on the Register on the 15th day of the calendar month preceding the interest payment date. Wire transfer will be made only if

so requested in writing and if the owner owns at least \$1,000,000 par value of such
Bonds. Principal of the Bonds shall be payable at maturity or on such dates as may be
fixed for prior redemption upon presentation and surrender of such Bonds by the owners
to the Registrar.

E. <u>Sale of Bonds</u>. The county hereby authorizes the public sale of the Bonds. The Bonds shall be sold in one or more series, any of which may be sold in a combined offering with other bonds and/or notes of the county, at the option of the finance director. The finance director shall determine, in consultation with the county's financial advisors, whether each series of the Bonds shall be sold by negotiated sale or competitive bid, and whether such series of Bonds shall be issued and sold as Tax-Exempt Obligations, BABs, QECBs or other Taxable Obligations.

258 If the finance director determines that any series of the Bonds shall be sold by 259 negotiated sale, the finance director shall, in accordance with applicable county 260 procurement procedures, solicit one or more underwriting firms with which to negotiate 261 the sale of such Bonds. The purchase contract for each series of the Bonds shall identify 262 which projects will be financed in whole or in part from such series of the Bonds and 263 shall specify whether the Bonds of such series are being issued and sold as Tax-Exempt Obligations, BABs, QECBs or other Taxable Obligations. The purchase contract for 264 each series of the Bonds shall also establish the year and any applicable series 265 266 designation, date, principal amounts and maturity dates, interest rates and interest 267 payment dates, redemption provisions and delivery date for such series of the Bonds, so long as the aggregate principal amount of all Bonds to be outstanding on the date of 268 issuance of such series of the Bonds does not exceed \$47,000,000. The county council, 269

by Bond Sale Motion, shall approve the bond purchase contract and ratify whether the
Bonds of such series are being issued and sold as Tax-Exempt Obligations, BABs,
QECBs or other Taxable Obligations, and the other terms for the series of the Bonds
established thereby.

If the finance director determines that any series of the Bonds shall be sold by competitive bid, bids for the purchase of each series of the Bonds shall be received at such time and place and by such means as the finance director shall direct.

277 Upon the date and time established for the receipt of bids for each series of the 278 Bonds, the finance director or his designee shall open the bids for the Bonds, shall cause 279 the bids to be mathematically verified and shall report to the county council regarding the bids received. Such bids shall then be considered and acted upon by the county council 280 281 in an open public meeting. The county council reserves the right to reject any and all 282 bids for any series of the Bonds. The county council shall, by Bond Sale Motion, ratify and confirm the projects to be financed in whole or in part from such series of the Bonds 283 and whether the Bonds of such series are being issued and sold as Tax-Exempt 284 Obligations, BABs, QECBs or other Taxable Obligations, and shall also ratify and 285 286 confirm the year and any applicable series designation, date, principal amounts and maturity dates, interest rates and interest payment dates, redemption provisions and 287 288 delivery date for such series of the Bonds, and accept the bid for the purchase of such series of the Bonds. 289

The finance director is hereby authorized and directed to prepare an Official Notice of Bond Sale for each series of the Bonds to be sold pursuant to competitive bid, which notice shall be filed with the clerk of the council and shall be ratified and

293	confirmed by the Bond Sale Motion therefor. The finance director is hereby authorized
294	to identify which projects will be financed in whole or in part from such series of the
295	Bonds and to specify whether the Bonds of such series are being issued and sold as Tax-
296	Exempt Obligations, BABs, QECBs or other Taxable Obligations. The finance director
297	is also hereby authorized to establish the year and any applicable series designation, date,
298	principal amounts and maturity dates, interest payment dates, redemption provisions and
299	delivery date for such series of the Bonds in such Official Notice of Bond Sale so long as
300	the aggregate principal amount of all Bonds to be outstanding on the date of issuance of
301	such series of the Bonds does not exceed \$47,000,000.
302	F. Form of Bonds. The Bonds shall be in substantially the following form:
303	NO. \$
304	UNITED STATES OF AMERICA
305	STATE OF WASHINGTON
306	KING COUNTY
307	LIMITED TAX GENERAL OBLIGATION BOND,
308	[Year][, SERIES]
309	[(FEDERALLY TAX-EXEMPT)]
310	[(FEDERALLY TAXABLE BUILD AMERICA BONDS)]
~ • • •	
311	[(FEDERALLY TAXABLE QUALIFIED ENERGY
311 312	[(FEDERALLY TAXABLE QUALIFIED ENERGY CONSERVATION BONDS)]
312	CONSERVATION BONDS)]

-

316 PRINCIPAL AMOUNT:

317	KING COUNTY, WASHINGTON (the "County"), hereby acknowledges itself to
318	owe and for value received promises to pay to the registered owner identified above, or
319	registered assigns, on the Maturity Date specified above, the Principal Amount specified
320	above and to pay interest thereon (computed on the basis of a 360-day year of twelve 30-
321	day months) from, or the most recent date to which interest has been
322	paid or duly provided for until payment of this Bond at the Interest Rate set forth above,
323	payable on, and semiannually thereafter on the day of each succeeding
324	and to the maturity or prior redemption of this Bond.
325	Both principal of and interest on this Bond are payable in lawful money of the
326	United States of America. While Bonds are held on immobilized "book entry" system of
327	registration, the principal of this Bond is payable to the order of the registered owner in
328	same day funds received by the registered owner on the maturity date of this Bond, and
329	the interest on this Bond is payable to the order of the registered owner in same day funds
330	received by the registered owner on each interest payment date. When Bonds are no
331	longer held in an immobilized "book entry" registration system, the principal shall be
332	paid to the registered owner or nominee of such owner upon presentation and surrender
333	of this Bond to the fiscal agency of the State of Washington (the "Registrar"), and the
334	interest shall be paid by mailing a check or draft (on the date such interest is due) to the
335	registered owner or nominee of such owner at the address shown on the registration
336	books maintained by the Registrar (the "Register") as of the 15th day of the month prior
337	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 bywire transfer.

This Bond is one of an authorized issue of Bonds of like date and tenor, except as 340 to number, amount, rate of interest and date of maturity, and redemption provisions, in 341 the aggregate principal amount of \$_____, and is issued to provide long-term 342 343 financing for all or part of the capital costs of [the Barton Pump Station Upgrade Project][the East Precinct Command Center Project][the KCCF Water Pipe Replacement 344 345 Project][the Maury Island Park Project][the Telephony System Project] defined and 346 described in King County Ordinance (the "Bond Ordinance"). Capitalized words and phrases used but not defined herein shall have the meanings set forth in the Bond 347 348 Ordinance. The Bonds of this issue are issued under and in accordance with the provisions of 349 350 the Constitution and applicable statutes of the State of Washington, the County Charter 351 and applicable ordinances duly adopted by the County. 352 The Bonds of this issue are subject to redemption prior to maturity as follows:

353 (information to come from related Bond Sale Motion)].

The County has irrevocably covenanted in the Bond Ordinance that, for as long as any of the Bonds are outstanding and unpaid, each year it will include in its budget and levy an *ad valorem* tax within the constitutional and statutory tax limitations provided by law without a vote of the people upon all the property within the County subject to taxation in an amount that will be sufficient, together with all other revenues, taxes and money of the County legally available for such purposes, to pay the principal of and interest on the Bonds as the same shall become due. The county has irrevocably pledged

its full faith, credit and resources 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 shall
become due.

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

This Bond shall not be valid or become obligatory for any purpose or be entitled to any security or benefit under the Bond Ordinance until the Certificate of

369 Authentication hereon shall have 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 of this series does not violate any constitutional, statutory or other limitation upon the amount of bonded indebtedness that the county may incur.

[Add so long as Bonds are held in fully immobilized form by DTC: Unless this
certificate is presented by an authorized representative of The Depository Trust
Company, a New York corporation ("DTC"), to the Registrar 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

383	VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL, inasmuch as
384	the registered owner hereof, Cede & Co., has an interest herein.]
385	IN WITNESS WHEREOF, the County has caused this Bond to be executed by
386	the manual or facsimile signatures of the County Executive and the Clerk of the County
387	Council, and the seal of the County to be impressed or imprinted hereon, as of this
388	[] day of [].
389	KING COUNTY, WASHINGTON
390	By
391	County Executive
392	ATTEST:
393	
394	Clerk of the Council
395	The Registrar's Certificate of Authentication on the Bonds shall be in substantially
396	the following form:
397	CERTIFICATE OF AUTHENTICATION
398	This Bond is one of the King County, Washington, Limited Tax General
399	Obligation Bonds, [Year][, Series][(Federally Tax-Exempt)][(Federally Taxable Build
400	America Bonds)][(Federally Taxable Qualified Energy Conservation Bonds)][(Federally
401	Taxable)], described in the within mentioned Bond Ordinance.
402	WASHINGTON STATE FISCAL
403	AGENCY, as Registrar
404	By
405	Authorized Officer

	ASSIGNMENT
FOR VALUE REG	CEIVED, the undersigned hereby sells, assigns and transfers
	unto
PLEASE INSERT SO	CIAL SECURITY OR TAXPAYER IDENTIFICATION
	NUMBER OF TRANSFEREE
	[]
	· · · · · · · · · · · · · · · · · · ·
(Please print or typew	rite name and address, including zip code of Transferee)
the within Bond and does he	ereby irrevocably constitute and appoint
	DATED:,
	DATED:,
	DATED:, NOTE: The signature on this
	NOTE: The signature on this Assignment must correspond with
	NOTE: The signature on this
	NOTE: The signature on this Assignment must correspond with the name of the registered owner as
	NOTE: The signature on this Assignment must correspond with the name of the registered owner as it appears upon the face of the within
	NOTE: The signature on this Assignment must correspond with the name of the registered owner as it appears upon the face of the within note in every particular, without
SIGNATURE GUARANTE	NOTE: The signature on this Assignment must correspond with the name of the registered owner as it appears upon the face of the within note in every particular, without alteration or enlargement or any change whatever.

G. 429 Delivery of Bonds. Following the sale of each series of the Bonds, the county shall cause definitive Bonds of such series to be prepared, executed and delivered, 430 431 which Bonds may be wordprocessed, typewritten, lithographed or printed. 432 If definitive Bonds of any series are not ready for delivery by the date established for their delivery to the initial purchasers thereof, then the finance director, upon the 433 434 approval of the purchasers, may cause to be issued and delivered to the purchasers one or more temporary Bonds of the same series with appropriate omissions, changes and 435 436 additions. Any such temporary Bond or Bonds shall be entitled and subject to the same benefits and provisions of this ordinance with respect to the payment, security and 437 obligation thereof as definitive Bonds authorized thereby. Such temporary Bond or 438 Bonds shall be exchangeable without cost to the owners thereof for definitive Bonds of 439 the same series when the latter are ready for delivery. 440 H. Execution of Bonds. The Bonds shall be executed on behalf of the county 441 with the manual or facsimile signatures of the county executive and the clerk of the 442 443 council, and shall have the seal of the county impressed or imprinted thereon. In case either or both of the officers who shall have executed the Bonds shall 444 cease to be an officer or officers of the county before the Bonds so signed shall have been 445 authenticated or delivered by the Registrar, or issued by the county, such Bonds may 446 447 nevertheless be authenticated, delivered and issued and upon such authentication, delivery and issuance, shall be as binding upon the county as though those who signed 448 449 the same had continued to be such officers of the county. Any Bond also may be signed and attested on behalf of the county by such persons as at the actual date of execution of 450

451 such Bond shall be the proper officers of the county although at the original date of such452 Bond any such person shall not have been such officer of the county.

Only such Bonds as shall bear thereon a Certificate of Authentication in the form hereinbefore recited, manually executed by the Registrar, shall be valid or obligatory for any purpose or entitled to the benefits of this ordinance. Such Certificate of Authentication shall be conclusive evidence that the Bonds so authenticated have been duly executed, authenticated and delivered hereunder and are entitled to the benefits of this ordinance.

459 <u>SECTION 5.</u> Open Market Purchase. The county reserves the right to purchase
460 any or all of the Bonds of any series on the open market at any time and at any price.

SECTION 6. Registration, Transfer and Exchange. The county hereby adopts 461 462 for the Bonds the system of registration specified and approved by the Washington State 463 Finance Committee. The Registrar shall keep, or cause to be kept, at its principal corporate trust office, sufficient books for the registration and transfer of the Bonds. 464 465 which shall at all times be open to inspection by the county. Such Register shall contain the name and mailing address of the owner (or nominee thereof) of each Bond, and the 466 467 principal amount and number of Bonds held by each owner or nominee. The Registrar is authorized, on behalf of the county, to authenticate and deliver Bonds transferred or 468 469 exchanged for other Bonds in accordance with the provisions thereof and this ordinance, 470 and to carry out all of the Registrar's powers and duties under this ordinance.

The Registrar shall be responsible for its representations contained in the
Certificate of Authentication on the Bonds. The Registrar may become the owner of
Bonds with the same rights it would have if it were not the Registrar, and to the extent

permitted by law may act as depository for and permit any of its officers or directors to
act as a member of, or in any other capacity with respect to, any committee formed to
protect the rights of Bond owners.

Upon surrender thereof to the Registrar, the Bonds of each series are 477 exchangeable for other Bonds of the same series, maturity and interest rate and for the 478 479 same aggregate principal amount, in any authorized denomination. Bonds may be transferred only if endorsed in the manner provided thereon and surrendered to the 480 481 Registrar. Upon such surrender, the Registrar shall cancel the surrendered Bond and shall authenticate and deliver, without charge to the owner or transferee therefor (other 482 483 than taxes, if any, payable on account of such transfer), one or more (at the option of the new registered owner) new Bonds of the same series, maturity and interest rate and for 484 485 the same aggregate principal amount, in any authorized denomination, naming as 486 registered owner the person or persons listed as the assignee on the assignment form appearing on the canceled and surrendered Bond, in exchange therefor. The Registrar 487 488 shall not be obligated to transfer or exchange any Bond during the period beginning at the 489 opening of business on the 15th day of the month next preceding the maturity date 490 thereof and ending at the close of business on such maturity date.

The county and the Registrar, each in its discretion, may deem and treat the
registered owner of each Bond as the absolute owner thereof for all purposes, and neither
the county nor the Registrar shall be affected by any notice to the contrary.

494 <u>SECTION 7.</u> Mutilated, Lost, Stolen or Destroyed Bonds. If any Bond shall
495 become mutilated, the Registrar shall authenticate and deliver one or more (at the option
496 of the new registered owner) new Bonds of the same series, maturity and interest rate and

for the same aggregate principal amount, in any authorized denomination, in exchange
and substitution therefor, upon the owner's paying the expenses and charges of the county
and the Registrar in connection therewith and upon surrender to the Registrar of the
mutilated Bond. Every mutilated Bond so surrendered shall be canceled and destroyed
by the Registrar.

If any Bond shall be lost, stolen or destroyed, the Registrar may authenticate and 502 deliver one or more (at the option of the new registered owner) new Bonds of the same 503 series, maturity and interest rate and for the same aggregate principal amount, in any 504 authorized denomination, to the registered owner thereof upon the owner's paying the 505 expenses and charges of the county and the Registrar in connection therewith and upon 506 his/her filing with the Registrar evidence satisfactory to the Registrar that such Bond was 507 actually lost, stolen or destroyed and of his/her ownership thereof, and upon furnishing 508 the county and the Registrar with indemnity satisfactory to the Finance Director and the 509 Registrar. 510

SECTION 8. Pledge of Taxation and Credit. The county hereby irrevocably 511 covenants and agrees for as long as any of the Bonds are outstanding and unpaid, that 512 each year it will include in its budget and levy an ad valorem tax within the constitutional 513 and statutory tax limitations provided by law without a vote of the people upon all the 514 property within the county subject to taxation in an amount that will be sufficient, 515 together with all other revenues, taxes and money of the county legally available for such 516 purposes, to pay the principal of and interest on the Bonds as the same shall become due. 517 The county hereby irrevocably pledges that the annual tax provided for herein to 518 be levied for the payment of such principal and interest shall be within and as a part of 519

the tax levy to counties without a vote of the people, and that a sufficient portion of each 520 annual levy to be levied and collected by the county prior to the full payment of the 521 principal of and interest on the Bonds will be and is hereby irrevocably set aside, pledged 522 and appropriated for the payment of the principal of and interest on the Bonds. 523 The full faith, credit and resources of the county are hereby irrevocably pledged 524 for the annual levy and collection of said taxes and for the prompt payment of the 525 principal of and interest on the Bonds as the same shall become due. 526 SECTION 9. Federal Tax Law Covenants. 527 A. Provisions Applicable to Tax-Exempt Obligations. The county shall comply 528 with the provisions of this section with respect to each series of the Bonds that are issued 529 as Tax-Exempt Obligations unless, in the written opinion of nationally-recognized bond 530 counsel to the county, such compliance is not required. 531 The county hereby covenants that it will not make any use of the proceeds from 532 the sale of such series of the Bonds that are issued as Tax-Exempt Obligations (or of any 533 other funds of the county that may be deemed to be proceeds of such series the Bonds 534 pursuant to Section 148 of the Code and the applicable regulations thereunder) that will 535 cause such series of the Bonds to be "arbitrage bonds" within the meaning of said Section 536 148 of the Code and said regulations. The county will comply with the applicable 537 requirements of Section 148 of the Code (or any successor provision thereof applicable to 538 such series of the Bonds) and the applicable regulations thereunder throughout the term 539 of such series of the Bonds. In particular, the county will compute, if necessary, and pay 540 the Rebate Amount, if any, to the United States of America at the times and in the 541

amounts necessary to meet the requirements of the Code, as set forth in the related

543 Federal Tax Certification for such series of the Bonds.

The county further covenants that it will not take any action or permit any action to be taken that would cause any series of the Bonds that are issued as Tax-Exempt Obligations to constitute "private activity bonds" under Section 141 of the Code.

B. Provisions Applicable to BABs. The county hereby irrevocably elects to 547 apply the provisions of Section 54AA(d) of the Code to each series of Bonds that are 548 issued as BABs and intends that each series of Bonds that are issued as BABs be treated 549 as "build America bonds" within the meaning of Section 54AA(d) of the Code. In 550 addition, the county hereby irrevocably elects to treat each series of Bonds that are issued 551 as BABs as "qualified bonds" within the meaning of Section 54AA(g)(2) of the Code 552 such that each series of Bonds that are issued as BABs will be eligible for direct payment 553 by the federal government of the Refundable Credits. 554

The county shall take all actions necessary to assure that the proceeds of each series of Bonds that are issued as BABs are expended and all federal tax requirements are met so as to cause each series of Bonds that are issued as BABs to be treated as "build America bonds" within the meaning of Section 54AA(d) of the Code and "qualified bonds" within the meaning of Section 54AA(g)(2) of the Code, and therefore be eligible for the Refundable Credits.

The county shall, within the 45-day period beginning on the date that is 90 days before the next interest payment date for each series of Bonds that are issued as BABs, file Form 8038-CP or any successor form designated by the federal government,

requesting payment of the Refundable Credits with respect to the next interest payment on such series of Bonds that are issued as BABs.

C. Provisions Applicable to QECBs. The county hereby irrevocably elects to 566 apply the provisions of Section 54D of the Code to each series of Bonds that are issued as 567 QECBs and intends that each series of Bonds that are issued as QECBs be treated as 568 "qualified energy conservation bonds" within the meaning of Section 54D of the Code 569 that are "qualified tax credit bonds" within the meaning of Section 54A of the Code; 570 provided, that the maximum aggregate face amount of all series of Bonds that are so 571 designated and issued as QECBs shall not exceed the amount of QECB limitation that has 572 been allocated or reallocated to the county under Section 54D(e) of the Code. In 573 addition, the county hereby irrevocably elects to treat each series of Bonds that are issued 574 as QECBs as "specified tax credit bonds" within the meaning of Section 6431(f)(3) of the 575 Code such that each series of Bonds that are issued as QECBs will be eligible for direct 576 payment by the federal government of the Refundable Credits. 577 The county shall take all actions necessary to assure that the proceeds of each 578 series of Bonds that are issued as OECBs are expended and all federal tax requirements 579 are met so as to cause each series of Bonds that are issued as QECBs to be treated as 580 "qualified energy conservation bonds" within the meaning of Section 54D of the Code 581 that are "qualified tax credit bonds" within the meaning of Section 54A of the Code and 582 "specified tax credit bonds" within the meaning of Section 6431(f)(3)of the Code, and 583

therefore eligible for the Refundable Credits.

585 The county shall, within the 45-day period beginning on the date that is 90 days 586 before the next interest payment date for each series of Bonds that are issued as QECBs,

file Form 8038-CP or any successor form designated by the federal government,

requesting payment of the Refundable Credits with respect to the next interest payment

on such series of Bonds that are issued as QECBs.

590 <u>SECTION 10.</u> Other Covenants and Warranties. The county makes the 591 following additional covenants and warranties:

A. The county has full legal right, power and authority to adopt this ordinance, to sell, issue and deliver each series of the Bonds as provided herein, and to carry out and consummate all other transactions contemplated by this ordinance.

B. By all necessary official action prior to or concurrently herewith, the county

has duly authorized and approved the execution and delivery of, and the performance by

the county of its obligations contained in the Bonds and this ordinance and the

598 consummation by it of all other transactions necessary to effectuate this ordinance in

599 connection with the issuance of each series of the Bonds, and such authorizations and

approvals are in full force and effect and have not been amended, modified or

601 supplemented in any material respect.

C. This ordinance constitutes a legal, valid and binding obligation of the county.
D. When issued, sold, authenticated and delivered, each series of the Bonds will
constitute legal, valid and binding general obligations of the county.

E. The county will maintain or cause to be maintained a system of registration of the Bonds of each such series of Bonds that are issued as Tax-Exempt Obligations, BABs or QECBs that complies with the applicable provisions of the Code until all of the Bonds of each series of Bonds that are issued as Tax-Exempt Obligations, BABs or QECBs

shall have been surrendered and canceled.

610	F. The adoption of this ordinance, and compliance on the county's part with the
611	provisions contained herein, will not conflict with, constitute a breach of, or constitute a
612	default under, any constitutional provisions, law, administrative regulation, judgment,
613	decree, loan agreement, indenture, bond, note, resolution, ordinance, motion, agreement
614	or other instrument to which the county is a party or to which the county or any of its
615	property or assets are otherwise subject.

G. The county finds and covenants that the Bonds of each series are issued withinall statutory and constitutional debt limitations applicable to the county.

SECTION 11. Bond Funds. There has heretofore been created in the office of the finance director a special fund known as the "King County Limited Tax General Obligation Bond Redemption Fund" to be drawn upon for the purpose of paying the principal of and interest on the limited tax general obligation bonds of the county. There is hereby authorized to be created within said fund a special account for each series of the Bonds to be known as the "Limited Tax General Obligation Bond Redemption Account, [Year][, Series _]" (each, a "Bond Fund").

Any accrued interest on any series of the Bonds shall be deposited in the related Bond Fund at the time of delivery of such series of the Bonds and shall be applied to the payment of interest thereon.

The taxes hereafter levied for the purpose of paying principal of and interest on each series of the Bonds, all Refundable Credits, if any, received by the county in respect of any series of the Bonds that are issued as BABs or QECBs and other funds to be used to pay such series of the Bonds shall be deposited in the related Bond Fund no later than the date such funds are required for the payment of principal of and interest on such

series of the Bonds; provided, however, that if the payment of principal of and interest on 633 any series of the Bonds is required prior to the receipt of such levied taxes, the county 634 may make an interfund loan to the related Bond Fund pending actual receipt of such 635 taxes; provided, that Refundable Credits, if any, shall only be used for the punctual 636 payment of principal of and interest on the related series of the Bonds that are issued as 637 BABs or QECBs, and shall not be used for any other purpose until all of the Bonds have 638 639 been paid in full; and provided further, that Refundable Credits shall not be used to pay debt service on any tax-exempt obligations of the county, including, but not limited to, 640 any series of the Bonds that are issued as Tax-Exempt Obligations. Each Bond Fund 641 shall be drawn upon for the purpose of paying the principal of and interest on the related 642 series of the Bonds. Money in each Bond Fund not needed to pay the interest or principal 643 next coming due may temporarily be deposited in such institutions or invested in such 644 obligations as may be lawful for the investment of county funds. Each Bond Fund shall 645 be a second tier fund in accordance with Ordinance 7112 and K.C.C. chapter 4.10. 646

647

SECTION 12. Deposit of Bond Proceeds.

648 A. There is hereby created the "2011 G.O. Bonds-WQ Subfund" within the Second Water Quality Construction Account. This subfund shall be a first tier fund 649 managed by the director of the wastewater treatment division of the department of natural 650 resources and parks of the county. The exact amount of proceeds from the sale of any 651 series of the Bonds to be deposited into the 2011 G.O. Bonds-WQ Subfund to provide 652 long-term financing for all or part of the capital costs of the Barton Pump Station 653 Upgrade Project shall be determined by the Finance Director upon the sale of such series 654 of the Bonds. 655

B. There is hereby created the "2011 G.O. Bonds-GF Subfund" within the General Fund. This subfund shall be a first tier fund managed by the director of the office of performance, strategy and budget of the county. The exact amount of proceeds from the sale of any series of the Bonds to be deposited into the 2011 G.O. Bonds-GF Subfund to provide long-term financing for all or part of the capital costs of the East Precinct Command Center Project shall be determined by the finance director upon the sale of such series of the Bonds.

663 C. There is hereby created the "2011 G.O. Bonds-MMR Subfund" within the 664 Major Maintenance Reserve Fund. This subfund shall be a first tier fund managed by the 665 director of the facilities management division of the department of executive services of 666 the county. The exact amount of proceeds from the sale of any series of the Bonds to be 667 deposited into the 2011 G.O. Bonds-MMR Subfund to provide long-term financing for all 668 or part of the capital costs of the KCCF Water Pipe Replacement Project shall be 669 determined by the finance director upon the sale of such series of the Bonds.

D. There is hereby created the "2011 G.O. Bonds-WLD Subfund" within the Conservation Futures Levy Fund. This subfund shall be a first tier fund managed by the director of the water and land resources division of the department of natural resources and parks of the county. The exact amount of proceeds from the sale of any series of the Bonds to be deposited into the 2011 G.O. Bonds-WLD Subfund to provide long-term financing for all or part of the capital costs of the Maury Island Park Project shall be determined by the finance director upon the sale of such series of the Bonds.

E. There is hereby created the "2011 G.O. Bonds-ITS Subfund" within the
Information and Telecommunications Services Fund. This subfund shall be a first tier

fund managed by the chief information officer of the county. The exact amount of
proceeds from the sale of any series of the Bonds to be deposited into the 2011 G.O.
Bonds-ITS Subfund to provide long-term financing for all or part of the capital costs of
the Telephony System Project shall be determined by the finance director upon the sale of
such series of the Bonds.

SECTION 13. Application of Bond Proceeds. Funds deposited in the funds and 684 accounts described in Sections 11 and 12 of this ordinance shall be invested as permitted 685 by law for the sole benefit of such funds and accounts. Irrespective of the general 686 provisions of Ordinance 7112 and K.C.C. chapter 4.10, the county current expense fund 687 shall not receive any earnings attributable to such funds and accounts. Money other than 688 proceeds of the Bonds may be deposited in the funds and accounts described in Sections 689 11 and 12 of this ordinance; provided, however, that proceeds of each series of the Bonds 690 that are issued as Tax-Exempt Obligations, BABs or OECBs and the earnings thereon, 691 shall be accounted for separately for purposes of the arbitrage rebate computations 692 required to be made under the Code. For purposes of such computations, Bond proceeds 693 shall be deemed to have been expended first, and then any other funds. 694

695 <u>SECTION 14.</u> Preliminary Official Statements and Final Official Statements. 696 The county hereby authorizes and directs the finance director: (i) to review and approve 697 the information contained in the preliminary official statement (each, a "Preliminary 698 Official Statement") prepared in connection with the sale of each series of the Bonds; and 699 (ii) for the sole purpose of compliance by the purchasers of such series of the Bonds with 700 subsection (b)(1) of the Rule, to "deem final" the related Preliminary Official Statement 701 as of its date, except for the omission of information on offering prices, interest rates,

selling compensation, delivery dates, any other terms or provisions required by the
county to be specified in a competitive bid, ratings, other terms of such series of the
Bonds dependent on such matters and the identity of the purchasers. After each
Preliminary Official Statement has been reviewed and approved in accordance with the
provisions of this section, the county hereby authorizes the distribution of such
Preliminary Official Statement to prospective purchasers of such related series of the
Bonds.

709 Following the sale of each series of the Bonds, the finance director is hereby 710 authorized to review and approve on behalf of the county a final official statement with 711 respect to such series of the Bonds. The county agrees to cooperate with the successful 712 bidder for each series of the Bonds to deliver or cause to be delivered, within seven 713 business days from the date of the Bond Sale Motion, and in sufficient time to accompany any confirmation that requests payment from any customer of such successful 714 715 bidder, copies of a final official statement pertaining to such Bonds in sufficient quantity to comply with paragraph (b)(4) of the Rule and the rules of the Municipal Securities 716 Rulemaking Board. 717

SECTION 15. Undertaking to Provide Ongoing Disclosure. The county
 council will set forth an undertaking for ongoing disclosure with respect to each series of
 the Bonds, as required by subsection (b)(5) of the Rule, in the Bond Sale Motion therefor.
 SECTION 16. General Authorization. The appropriate county officials, agents
 and representatives are hereby authorized and directed to do everything necessary for the
 prompt sale, issuance, execution and delivery of each series of the Bonds, and for the
 proper use and application of the proceeds of the sale thereof.

SECTION 17. Refunding or Defeasance of Bonds. The county may issue refunding obligations pursuant to the laws of the State of Washington or use money available from any other lawful source to pay when due the principal of and interest on any series of the Bonds, or any portion thereof included in a refunding or defeasance plan, and to redeem and retire, refund or defease all such then-outstanding Bonds, and to pay the costs of the refunding or defeasance.

731 In the event that money and/or noncallable Government Obligations maturing at 732 such time or times and bearing interest to be earned thereon in amounts (together with 733 such money, if necessary) sufficient to redeem and retire, refund or defease part or all of 734 the Bonds in accordance with their terms, are set aside in a special account of the county to effect such redemption and retirement, and such money and the principal of and 735 736 interest on such Government Obligations are irrevocably set aside and pledged for such purpose, then no further payments need be made into the related Bond Fund for the 737 payment of the principal of and interest on the Bonds so provided for, and such Bonds 738 shall cease to be entitled to any lien, benefit or security of this ordinance except the right 739 to receive the money so set aside and pledged, and such Bonds shall be deemed not to be 740 outstanding hereunder. 741

Within 30 days of the defeasance of any of the Bonds, the county shall provide or cause to be provided notice of defeasance of such Bonds to the registered owners thereof and to the Municipal Securities Rulemaking Board, in accordance with the undertaking for ongoing disclosure to be adopted pursuant to Section 15 of this ordinance.

<u>SECTION 18.</u> Contract; Severability. The covenants applicable to the Bonds
 contained in this ordinance shall constitute a contract between the county and the owners

748	of each and every Bond. If any one or more of the covenants or agreements provided in
749	this ordinance to be performed on the part of the county shall be declared by any court of
750	competent jurisdiction to be contrary to law, then such covenant or covenants, agreement
751	or agreements, shall be null and void and shall be deemed separable from the remaining

- covenants and agreements of this ordinance and shall in no way affect the validity of the
- 753 other provisions of this ordinance or the Bonds.

754

Ordinance 17175 was introduced on 8/15/2011 and passed by the Metropolitan King County Council on 8/29/2011, by the following vote:

Yes: 9 - Mr. Phillips, Mr. von Reichbauer, Mr. Gossett, Ms. Hague, Ms. Patterson, Ms. Lambert, Mr. Ferguson, Mr. Dunn and Mr. McDermott No: 0 Excused: 0

arry Gossett, Chair

KING COUNTY COUNCIL KING COUNTY, WASHINGTON

ATTEST:

Anne Noris, Clerk of the Council

day of SEPTERDER 011. APPROVED this

Dow Constantine, County Executive

Attachments: None