

**BAINBRIDGE ISLAND METROPOLITAN PARK & RECREATION DISTRICT
KITSAP COUNTY, WASHINGTON**

RESOLUTION NO. 2014-31

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE BAINBRIDGE ISLAND METROPOLITAN PARK AND RECREATION DISTRICT, KITSAP COUNTY, WASHINGTON, PROVIDING FOR THE SUBMISSION TO THE VOTERS OF THE DISTRICT AT A SPECIAL ELECTION TO BE HELD ON FEBRUARY 10, 2015, OF A PROPOSITION AUTHORIZING THE DISTRICT TO ISSUE ITS GENERAL OBLIGATION BONDS, FOR THE PURPOSE OF FINANCING CERTAIN PARK ACQUISITIONS AND RELATED IMPROVEMENTS AND RELATED COSTS, IN THE PRINCIPAL AMOUNT OF NO MORE THAN \$5,900,000 PAYABLE BY ANNUAL PROPERTY TAX LEVIES TO BE MADE IN EXCESS OF REGULAR PROPERTY TAX LEVIES, AND TO LEVY THOSE EXCESS PROPERTY TAXES.

BE IT RESOLVED by the Board of Commissioners of the Bainbridge Island Metropolitan Park & Recreation District, Kitsap County, Washington, as follows:

Section 1. Findings and Determinations. The District is in need of funds to finance the park Acquisitions and related improvements (the "Acquisitions," as further defined below) and to pay incidental costs incurred in connection with carrying out the Acquisitions, the estimated cost of which is expected to be at least \$5,900,000. The Board therefore finds and determines that it is in the best interests of the District to submit to the voters this ballot proposition approving the issuance of bonds or other evidences of indebtedness (the "Bonds") issued or entered into to finance all or a portion of the Acquisitions, to be repaid by a special excess levy for this purpose.

Section 2. Description of Acquisitions. The Acquisitions consists of acquiring land for Acquisitions of park land and related improvements, including development of improved public access and other park improvements. The District has identified and intends to purchase two parcels comprising approximately 23 acres, located on Madison Avenue North, just north of High School Road, and commonly referred to as the Sakai family property. The cost of all necessary architectural, engineering, legal and other consulting services, inspection and testing, administrative expenses, site Acquisitions or improvement, demolition, on and off-site utilities, related improvements, payments for fiscal and legal expenses; printing, advertising, establishing and funding accounts; necessary and related planning, consulting, inspection and testing costs; administrative expenses; and other similar activities or purposes incurred in connection with the Acquisitions are a part of the costs of the capital Acquisitions and related improvements. The term "land" includes all real property and all appurtenant improvements, structures and interests therein. The District may modify details of the Acquisitions as it finds necessary or advisable. The Acquisitions, or any portion or portions thereof, must be made insofar as is practicable with available money and in such order of time as determined necessary or advisable by the District. The economic life of the Acquisitions is expected to exceed the life of the Bonds.

Section 3. Description of Proposed Bonds. The Bonds may be issued as a single bond, or multiple bonds in a single issue, as a part of a combined issue with other authorized bonds, or in more than one series, all as determined by the District and as permitted by law. The Bonds will be fully registered bonds, bearing interest payable as permitted by law, and maturing within 20 years from the date of issue, or within any shorter period fixed by the District. The Bonds will be paid by annual property tax levies sufficient in amount to pay both principal and interest when due, which annual property tax levies will be made in excess of regular property tax levies without limitation as to rate or amount but only in amounts sufficient to meet the payments of principal and interest as they come due. The Bonds will be issued and sold in the manner, times and amounts required for the purpose for which the Bonds are to be issued. The specific date, form, terms, option of prior redemption, price, interest rate or rates and maturities of the Bonds (or parameters with respect to the same) will be fixed by resolution of the District. Pending the issuance of the Bonds, the District may issue short-term obligations pursuant to chapter 39.50 RCW or any other

obligations as are permitted by law to pay for the costs of the Acquisitions. These obligations and their costs may be paid or refunded with proceeds of the Bonds when issued.

Section 4. Proceeds of the Bonds. The proceeds of the Bonds may be used for capital purposes only, which may not include the replacement of equipment, to pay the costs of the Acquisitions and to pay costs related to the sale, issuance and delivery of the Bonds. The District will determine the application of available money between the various parts of the Acquisitions and related improvements so as to accomplish, as near as may be, all of the Acquisitions. If available money from the proceeds of the Bonds is more than sufficient to pay the costs of the Acquisitions, or if state or local circumstances require any alteration in the Acquisitions, the District may acquire, construct, equip and make other capital improvements to the District's facilities, acquire other land or retire and/or defease a portion of the Bonds, all as determined by the District and permitted by law. If the proceeds of the sale of the Bonds and other available money are insufficient to make accomplish all of the Acquisitions and related improvements, or if it has become impractical to accomplish the Acquisitions or portions of the Acquisitions, the District may use the proceeds of the Bonds and other available money for paying the costs of those portions of the Acquisitions the District decides to be most necessary and in the best interest of the District.

Section 5. Calling of Election. The District requests that the Auditor of Kitsap County, Washington (the "Auditor"), as *ex officio* supervisor of elections, call and conduct a special election in the District, in the manner provided by law, to be held on February 10, 2015, for the purpose of submitting to the voters of the District, for their approval or rejection, the question of whether or not general obligation bonds of the District may be issued in the principal amount of not more than \$5,900,000 (or such lesser maximum amount as may be legally issued under the laws governing the limitation of indebtedness), the proceeds of which will be expended to pay the costs of the Acquisitions, and annual excess property taxes may be levied to pay and retire the Bonds.

If the proposition is approved by the requisite number of voters, the District will be authorized to issue the Bonds in the manner described in this resolution, to spend the proceeds of the Bonds to pay the costs of the Acquisitions and the costs of issuance and sale of the Bonds, and to levy excess property taxes to pay and retire the Bonds.

Section 6. Ballot Proposition. The Secretary of the District is authorized and directed to certify, no later than December 26, 2014, to the Auditor a copy of this resolution and the proposition to be submitted at that election in the form of ballot title prepared pursuant to RCW 29A.36.071, substantially as follows:

PROPOSITION
PARKS AND OPEN SPACE BONDS

BAINBRIDGE ISLAND METROPOLITAN PARK & RECREATION DISTRICT
KITSAP COUNTY, WASHINGTON

The Board of Park Commissioners of the Bainbridge Island Metropolitan Park & Recreation District, Kitsap County, Washington (the "District"), has adopted Resolution 2014-26 concerning financing for acquisition and improvement of park land. This proposition would authorize the District to finance the purchase of approximately 23 acres of land (the Sakai family property) and to develop it as a new Winslow area park, including capital costs of planning and developing improvements and securing safe public access. It would authorize issuance of no more than \$5,900,000 of general obligation bonds maturing within 20 years and to levy excess property taxes annually to repay these bonds, all as provided in Resolution 2014-26. Should this proposition be approved?

YES
NO

For purposes of receiving notice of any matters related to the ballot title, as provided in RCW 29A.36.080, the District hereby designates its bond counsel, Foster Pepper PLLC (Alice Ostdiek, 206-447-4400, ostda@foster.com), as the persons to whom such notice must be provided.

Section 7. Authorization of Local Voters' Pamphlet. The District authorizes preparation and distribution of a local voters' pamphlet, including an explanatory statement and statements in favor of and in opposition to the ballot measure, if any. The preparation of explanatory statement, the appointment of pro/con committees and the preparation of statements in favor or and in opposition to the ballot title shall be in accordance with chapter 29A.32 RCW and the rules and guidelines of the Auditor, and the District authorizes the Executive Director to take such actions as may be necessary on behalf of the District to carry out the foregoing.

Section 8. General Authorization. The proper District officials are authorized to perform all duties as are necessary or required by law to the end that the question of whether or not the Bonds may be issued and excess taxes necessary to pay and retire the Bonds may be levied, all as provided in this resolution, will be submitted to the voters of the District at the February 10, 2015 election.

Section 9. Intent to Reimburse. The Board declares that to the extent the District makes capital expenditures for the Acquisitions prior to the date the Bonds or other short-term obligations are issued to finance the Acquisitions from funds that are not (and are not reasonably expected to be) reserved, allocated on a long-term basis or otherwise set aside by the District under its existing and reasonably foreseeable budgetary and financial circumstances to finance the Acquisitions, those capital expenditures are intended to be reimbursed out of proceeds of the Bonds or other short-term obligations issued in an amount not to exceed the principal amount of the Bonds provided by this resolution.

Section 10. Severability. If any provision of this resolution is declared by any court of competent jurisdiction to be invalid, then that provision will be null and void and severed from the remaining provisions of this resolution, and will in no way affect the validity of the other provisions of this resolution, of any other resolution or of the Bonds.

Section 11. Repealer. This resolution repeals, replaces, and supersedes Resolution 2014-26, adopted November 20, 2014.

Section 12. Effective Date. This resolution takes effect and is in force from and after the date of its passage.

Section 13. Ratification of Prior Acts. Any action taken consistent with the authority and prior to the effective date of this resolution is ratified, approved and confirmed.

PASSED by the Board of Commissioners of the Bainbridge Island Metropolitan Park & Recreation District, Kitsap County, Washington, at a regular open public meeting held this 18th day of December, 2014, the undersigned commissioners being present.


BAINBRIDGE ISLAND METROPOLITAN PARK & RECREATION DISTRICT


By: 
Jay C. Kinney, Commissioner

By: 
Lee Gross, Commissioner

By: 
Kirk B. Robinson, Commissioner

By: 
John Thomas Swolgaard, Commissioner

ATTEST/AUTHENTICATED:

Kenneth R. DeWitt, Secretary

APPROVED AS TO FORM:

Foster Pepper PLLC, Bond Counsel

CERTIFICATION

I, the undersigned, Secretary of the Bainbridge Island Metropolitan Park & Recreation District, Kitsap County, Washington (the "District"), certify as follows:

1. The attached copy of Resolution No. 2014-31 (the "Resolution") is a full, true and correct copy of a resolution duly passed at a regular meeting of the Board of Commissioners of the District held at the regular meeting place thereof on December 18, 2014, as that resolution appears on the minute book of the District;

2. The Resolution is now in full force and effect; and

3. A quorum of the members of the Board of Commissioners was present throughout the meeting and a majority of those members present voted in the proper manner for the adoption of the Resolution.

IN WITNESS WHEREOF, I have hereunto set my hand this 18th day of December, 2014.

BAINBRIDGE ISLAND METROPOLITAN PARK &
RECREATION DISTRICT, KITSAP COUNTY,
WASHINGTON



Kenneth R. DeWitt, Secretary