

RESOLUTION No. 2591

A RESOLUTION of the Port Commission of the Port of Seattle, Washington, providing for the issuance and sale of general obligation bonds of the port district in the principal amount of \$16,000,000 for the purpose of providing funds to pay the cost of acquiring certain property and making improvements thereto as authorized by the comprehensive scheme of harbor improvement of the port district as amended; fixing the date, form, term, maturities and covenants of said bonds to be issued, creating Piers 90 and 91 Acquisition and Construction Fund; creating a Bond Redemption Fund; and providing for the payment of the principal of and interest on said bonds.

WHEREAS, pursuant to a meeting and a hearing duly and regularly held as provided by law, the original comprehensive scheme of harbor improvement and development of the Port of Seattle, Washington (hereinafter called the "Port"), as theretofore amended was again amended by Resolution No. 2554 adopted November 26, 1974 to authorize the acquisition of certain property, generally referred to as Piers 90 and 91, from the United States of America; and

WHEREAS, in order to provide the money necessary to acquire such property and make certain improvements thereto, it is deemed necessary and advisable that the Port issue and sell its general obligation bonds in the aggregate principal amount of \$16,000,000;

NOW, THEREFORE, BE IT RESOLVED by the Port Commission of the Port of Seattle, Washington, as follows:

Section 1. It is hereby found and declared that it is to the best interest of the Port and its inhabitants that it carry out the following described plans:

(a) The Port shall acquire from the United States of America the property described in Section 1 of Resolution No. 2554 adopted November 26, 1974.

(b) With respect to the above referenced property the Port shall:

1. Rehabilitate existing facilities including replacement of piling and roof repairs.
2. Relocate or modify road and rail systems.
3. Improve existing utility systems including heating, electrical and water systems.
4. Demolish one or more cargo buildings.
5. Landscape the perimeter of the property.

Section 2. For the purpose of providing funds for the above described purposes the Port shall issue its general obligation bonds in the principal amount of \$16,000,000 (hereinafter called the "Bonds").

The Bonds shall be dated September 1, 1975, shall be in the denomination of \$5,000 each, shall bear interest at such rate or rates as shall be fixed upon the sale thereof, payable March 1, 1976 and semiannually thereafter on the first days of March and September as evidenced by coupons to be attached thereto and shall be numbered and mature on September 1 in years and amounts as follows:

<u>Bond Nos.</u>	<u>Years</u>	<u>Amounts</u>
1-79	1977	\$ 395,000
80-164	1978	425,000
165-256	1979	460,000
257-355	1980	495,000
356-462	1981	535,000
463-577	1982	575,000
578-701	1983	620,000
702-835	1984	670,000
836-979	1985	720,000
980-1134	1986	775,000
1135-1301	1987	835,000
1302-1481	1988	900,000
1482-1675	1989	970,000
1676-1884	1990	1,045,000
1885-2109	1991	1,125,000
2110-2352	1992	1,215,000
2353-2614	1993	1,310,000
2615-2896	1994	1,410,000
2897-3200	1995	1,520,000

(Maturity schedule computed at assumed rate of 7.75% per annum.)

Both principal of and interest on the Bonds shall be payable in lawful money of the United States of America at the office of the Treasurer of King County in Seattle, Washington, or, at the option of the holder, at either of the fiscal agencies of the State of Washington in Seattle, Washington or New York, New York.

Section 3. The Port hereby reserves the right to redeem any or all of the Bonds outstanding in whole, or in part in inverse numerical order, on any interest payment date on and after ten years from date of issue, at par, plus accrued interest to the date of redemption.

Notice of any such intended redemption shall be given by one publication thereof in the official newspaper of King County, Washington, and in a financial newspaper or journal of general circulation throughout the United States, with each such publication to be not more than 40 nor less than 30 days prior to said redemption date, and by mailing a like notice at the same time to the manager or managers of the account purchasing the Bonds at their sale by the Port at its or their main place or places of business or to the successor or successors in business, if any, of said manager or managers at its or their main place or places of business. Interest on any Bond or Bonds so called for redemption shall cease on such redemption date unless the same are not redeemed upon presentation made pursuant to such call.

In addition to such publication and mailing the Port shall also mail notice of such intended redemption to Standard & Poor's Corporation and Moody's Investors Service, Inc., New York, New York, or to their successors, if any. The mailing of such notice shall not, however, be a condition precedent to the call of any of the Bonds for redemption.

Section 4. The Bonds shall be in substantially the following form:

UNITED STATES OF AMERICA

NO. \_\_\_\_\_

\$5,000

STATE OF WASHINGTON

PORT OF SEATTLE

GENERAL OBLIGATION BOND, 1975

The Port of Seattle, Washington, (the "Port") a municipal corporation duly organized and existing under and by virtue of the laws of the State of Washington, acknowledges itself to owe and for value received hereby promises to pay to bearer on the first day of September, 19 \_\_, the principal amount of

FIVE THOUSAND DOLLARS

together with interest thereon at the rate of \_\_\_\_\_% per annum payable March 1, 1976 and semiannually thereafter on the first days of March and September as evidenced by and upon presentation and surrender of the attached interest coupons as they severally become due or until payment of such principal sum shall be made or duly provided for.

Both principal of and interest on this bond are payable in lawful money of the United States of America at the office of the Treasurer of King County in Seattle, Washington, or at the option of the holder, at either of the fiscal agencies of the State of Washington, in the cities of Seattle, Washington, or New York, New York.

The Port has reserved the right to redeem any or all of the bonds of this issue outstanding in inverse numerical order on any interest payment date on and after ten years from date hereof, at par, plus accrued interest to the date of redemption.

Notice of any such intended redemption shall be given by one publication thereof in the official newspaper of King County, Washington, and in a financial newspaper or journal of general circulation throughout the United States, with each such publication to be not more than 40 nor less than 30 days prior to such redemption date and by mailing a like notice at the same time to \_\_\_\_\_

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This bond is one of an issue of 3,200 bonds of the Port of like amount, date and tenor except as to number, rate of interest and date of maturity in the aggregate principal amount of \$16,000,000 and is issued pursuant to duly adopted resolutions of the Port Commission and in conformity with the Constitution and laws of the State of Washington for the purpose of providing funds to pay the cost of acquiring and making certain improvements to the facilities of the Port as authorized by its comprehensive scheme of harbor improvement, as amended.

It is hereby recited and declared that special provision has been made by the Port for the annual levy of taxes to be made upon all the taxable property within the district within and as a part of the property taxes authorized by law to be levied by the Port without a vote of the people and in amounts sufficient, with other revenue of the district which may then be legally available for such purposes, to pay the principal of and interest on this bond and the bonds of this issue as the same shall become due. The full faith, credit and resources of the Port are hereby irrevocably pledged for the annual levy of such taxes and the prompt payment of such principal and interest.

It is hereby certified and declared that all acts, conditions and things required to be done precedent to and in the issuance of this bond have happened, been done and performed and that the total indebtedness of the Port, including this bond and the bonds of this issue, does not exceed any constitutional or statutory limitation.

IN WITNESS WHEREOF, the Port of Seattle, Washington, has caused this bond to be signed with the facsimile or manual signature of the President of its Port Commission, to be attested by the facsimile or manual signature of the Secretary thereof, the corporate seal of the Port to be impressed hereon and the interest coupons attached hereto to be executed with the facsimile signatures of said officials this first day of September, 1975.

PORT OF SEATTLE, WASHINGTON

By \_\_\_\_\_  
President of its Commission

ATTEST:

\_\_\_\_\_  
Secretary of its Commission

The interest coupons to be attached to the Bonds shall be in substantially the following form:

NO. \_\_\_\_\_ \$ \_\_\_\_\_

On the first day of \_\_\_\_\_, 19\_\_\_\_, the Port of Seattle, Washington, will pay to bearer at the office of the Treasurer of King County in Seattle, Washington, or at the option of the holder, at either of the fiscal agencies of the State of Washington, in the cities of Seattle, Washington, or New York, New York, the amount shown hereon in lawful money of the United States of America, said amount being the semiannual interest due that date on its General

Obligation Bond, 1975 dated September 1, 1975 and  
numbered \_\_\_\_\_.

PORT OF SEATTLE, WASHINGTON

By \_\_\_\_\_  
President of its Commission

ATTEST:

\_\_\_\_\_  
Secretary of its Commission

Section 5. The Bonds shall be executed on behalf of the Port by the manual or facsimile signature of the President of the Port Commission, shall be attested by the manual or facsimile signature of the Secretary thereof (at least one of which signatures shall be manual) and shall have the seal of the Port impressed thereon. The interest coupons attached thereto shall be signed with the facsimile signatures of said officials.

Section 6. That there be and is hereby created in the office of the King County Treasurer a special fund of the Port to be known as the "Port of Seattle Piers 90 and 91 Acquisition and Improvement Fund," into which shall be paid the proceeds of the sale of the Bonds, (except for accrued interest which shall be paid into the Bond Redemption Fund hereinafter created) and any and all other monies which may be necessary to pay the cost of the improvements for which the Bonds are issued.

Said Fund shall be drawn upon for the purpose of paying the cost of the acquisition and improvements described in Section 1 hereof and for paying all expenses incidental thereto and to the issuance of the Bonds and shall be expended only after such improvements have been properly included in the comprehensive scheme of harbor improvement, if required, and only after compliance with applicable Washington State and United States statutes and regulations relating to the acquisition, construction, installation or making of such improvements including but not limited to statutes and regulations relating to environmental protection and shoreline management.

Moneys, if any, remaining in such Fund after the expenditures authorized pursuant to the preceding paragraph have been made may be used to acquire additional terminal equipment or to acquire, construct, equip, install or make other improvements to the facilities of the Port, subject to the conditions set forth in said paragraph, or may be transferred to the Bond Redemption Fund for the uses and purposes herein provided.

Section 7. That there be and is hereby created in the office of the King County Treasurer another special fund of the Port to be known as the "Port of Seattle 1975 General Obligation Bond Redemption Fund," which fund is to be drawn upon for the sole purpose of paying the principal of and interest on the Bonds.

The Port hereby irrevocably covenants and pledges for as long as any of the Bonds are outstanding to include in its annual budget and to make annual levies of taxes upon all of the taxable property within the Port, within and as a part of the property taxes authorized by law to be levied by the Port without a vote of the people in amounts sufficient, together with other monies of the Port which may then be legally available for such purpose, to pay the principal of and interest on the Bonds as the same shall become due.

All such taxes so collected, and such other moneys, if any, shall be deposited to the credit of such Bond Redemption Fund and shall be used solely for the payment of the principal and interest on the Bonds as the same shall become due, and such monies are hereby irrevocably pledged set aside and appropriated for such purposes.

The full faith, credit and resources of the Port are hereby also irrevocably pledged for the annual levy and collection of such taxes and the prompt payment of such principal and interest as the same shall become due.



Section 8. In the event that money and/or "Government Obligations," as such Obligations are defined in Ch. 39.53 RCW as now or hereafter amended, maturing at such time or times and bearing interest to be earned thereon in amounts (together with such money, if any) sufficient to redeem and retire the Bonds in accordance with their terms are set aside in the Bond Redemption Fund created in the next preceding section hereof to effect such redemption and retirement and such moneys and the principal of and interest on such Government Obligations are irrevocably set aside and pledged for such purpose, then no further payments need be made into such Bond Redemption Fund for the payment of the principal of and interest on the Bonds, and the Bonds and the coupons appurtenant thereto shall cease to be entitled to any right, benefit or security of this resolution except the right to receive the moneys so set aside and pledged and the Bonds and such coupons shall be deemed not to be outstanding hereunder.

Section 9. The Port hereby covenants that it will not make any use of the proceeds of sale of the Bonds or any other funds of the Port which may be deemed to be proceeds of such Bonds pursuant to Section 103(d)(2) of the Internal Revenue Code and the applicable Regulations thereunder which, if such use had been reasonably expected on the date of delivery of the Bonds, would have caused the Bonds to be arbitrage bonds within the meaning of said Section and Regulations. The Port will comply with the requirements of subsection (d) of Section 103 of the Internal Revenue Code and the applicable Regulations thereunder throughout the life of the Bonds.


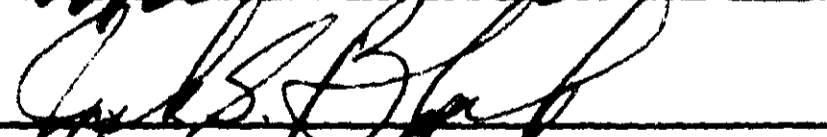


Section 10. The Bonds shall be sold at public sale. Sealed proposals for the purchase of the Bonds shall be received, publicly opened and read at 10:00 o'clock A.M. Pacific Daylight

Time on the 9th day of September, 1975 at the Bell Street Terminal offices of the Port in Seattle, Washington. Such proposals will be considered and acted upon at the regular meeting of the Port Commission to be held at such offices at 2:00 o'clock P.M. Pacific Daylight Time on such date. Proposals shall agree to pay not less than par plus accrued interest from September 1, 1975. The effective rate of interest to be borne by the Bonds shall not exceed 8% per annum.

The proper officials of the Port are hereby authorized and directed to advertise the Bonds for sale in the manner required by law and upon the sale thereof the King County Treasurer and such officials or their agents are hereby authorized and directed to do all things necessary for the prompt issuance, execution and delivery of the Bonds to the purchaser or purchasers thereof, and for the proper application and use of the proceeds of such sale. Any and all actions heretofore taken in causing publication of the notice of sale of the Bonds are hereby ratified and confirmed.

ADOPTED by the Port Commission of the Port of Seattle this 15th day of August, 1975 at a special meeting of said Commission, notice of which was given as required by law, and duly authenticated in open session by the signatures of the Commissioners voting in its favor.

PORT OF SEATTLE, WASHINGTON

Commissioners

ATTEST:

  
Secretary of said Commission