

SOUTH WHIDBEY PARKS AND RECREATION DISTRICT
ISLAND COUNTY, WASHINGTON

RESOLUTION NO. 2023-3

A RESOLUTION of the Board of Commissioners of South Whidbey Parks and Recreation District, Island County, Washington, providing for the form of the ballot proposition and specifying certain other details concerning submission to the qualified electors of the District at a special election to be held therein on November 7, 2023, of a proposition for the issuance of its unlimited tax general obligation bonds in the aggregate principal amount of not to exceed \$27,000,000, or so much thereof as may be issued under the laws governing the indebtedness of park districts, for the purpose of providing funds to finance the design, development, and construction of a new aquatic recreation center.

ADOPTED [July 19], 2023

PREPARED BY:
PACIFICA LAW GROUP LLP
Seattle, Washington

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WHEREAS, the mission of the South Whidbey Parks and Recreation District, Island County, Washington (the “District”) is to provide parks, facilities and recreation programs for the citizens of South Whidbey Island; and

WHEREAS, the District completed community surveys to better understand the community’s aquatic wellness needs and how to best address them; and

WHEREAS, in order to meet the aquatic wellness and recreational needs of South Whidbey Island, a new aquatic recreation facility (as further defined herein, the “Project”) is planned for use by citizens of all ages and abilities; and

WHEREAS, it is expected that the new aquatic recreation facility will be located on District property located in Community Park at the Maxwellton Road entrance; and

WHEREAS, it is deemed necessary and advisable by the Board of Commissioners of the District (the “Board”), that in order to obtain funds to pay all or a portion of the capital costs of the Project, that the District issue and sell unlimited tax general obligation bonds in the aggregate principal amount of not to exceed \$27,000,000 (the “Bonds”); and

WHEREAS, the Constitution and laws of the State of Washington (the “State”) provide that the question of whether or not such Bonds may be issued and sold for such purposes and

taxes levied to pay such Bonds must be submitted to the qualified electors of the District for their ratification or rejection;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF SOUTH WHIDBEY PARKS AND RECREATION DISTRICT, ISLAND COUNTY, WASHINGTON, as follows:

Section 1. Findings. The Board hereby finds that it is in the best interests of the citizens of the District that the District undertake the Project described in Section 2 of this resolution (the “Resolution”). The Project described in Section 2 of the Resolution shall be carried out at the time or times and in the order deemed most necessary and advisable by the Board.

Section 2. Capital Improvements. The District hereby authorizes the design, development, and construction of a new aquatic recreation center (the “Project”).

The Project shall be completed with all necessary equipment and appurtenances. In addition, capitalized interest as permitted by chapter 39.46 RCW shall be deemed a part of the cost of such Project.

The District shall determine the application of available moneys so as to accomplish, as nearly as may be, the Project. The District shall determine the exact extent and specifications for construction of structures or other improvements.

If the proceeds of the Bonds are insufficient to accomplish the Project by reason of State or local circumstances, such as changed conditions or costs substantially in excess of those estimated, the District will attempt to raise such additional funds as necessary for the Project’s completion. However, if the Board shall determine that it has become impractical to accomplish any portion of the Project ~~or portions thereof~~ by reason of such circumstances, ~~or due to incompatible development~~ or other changed conditions, the District shall use proceeds of the

~~Bonds to accomplish as much of the Project as it determines to be feasible and/not be required to accomplish the Project and may apply the Bond proceeds or any portion thereof to other portions of the Project or to pay the principal of and/or interest on the Bonds. Furthermore, the Board may determine, after holding a public hearing and adopting a resolution providing the reasons therefor, to apply proceeds of the Bonds to other capital projects of the District.~~

Section 3. Authorization of Bonds. For the purpose of providing part of the funds necessary to pay the costs of the Project and/or to reimburse the District for such costs to the extent that District funds have been used for such purposes, together with incidental costs and costs related to the sale and issuance of the Bonds, subject to voter approval, the District shall issue and sell unlimited tax general obligation bonds in the aggregate principal amount of not to exceed \$27,000,000. The balance of the cost of such Project shall be paid out of any moneys which the District now has or may later have on hand which are legally available for such purposes. Such Bonds shall be issued in an amount not exceeding the amount approved by the qualified electors of the District as required by the Constitution and laws of the State or exceeding the amount permitted by the Constitution and laws of the State.

Proceeds of the Bonds shall be used for capital costs of the Project, including the costs of (a) property acquisition, including leasing and acquiring purchase options, (b) engineering, design, demolition and other site preparation, (c) planning, financial, legal and other services lawfully incurred incident to accomplishing the Project and its financing, including the incidental costs and costs related to the sale and issuance of the Bonds, and (d) construction of the facility including all necessary equipment and appurtenances. Capital costs shall not include maintenance, operation or costs for replacement of equipment.

The Bonds shall bear interest on such date or dates; shall mature at such time or times not to exceed twenty-nine (29) years from the date of issuance thereof, but may mature at an earlier date or dates, as authorized by the Board and as provided by law; shall be issued in such denominations; shall bear such terms, conditions and covenants; shall be in such form; shall bear interest at such fixed or variable rate or rates; shall bear such redemption and registration privileges; and shall be sold in such manner, at such time or times, in such amounts and at such price or prices as the Board shall hereafter determine by resolution. The Bonds may be issued in one or more series, either separately or in combination with other authorized general obligation bonds of the District.

The Bonds shall be general obligations of the District and, unless paid from other sources, both principal thereof and interest thereon shall be payable out of annual tax levies to be made upon all the taxable property within the District without limitation as to rate or amount and in excess of any constitutional or statutory tax limitations. The exact date, form, terms and maturities of said Bonds shall be as hereafter fixed by resolution of the Board.

After voter approval of the Bond proposition and in anticipation of the issuance of such Bonds, the District may issue short term obligations as authorized by chapter 39.50 RCW to finance all or a portion of the costs of the Project. The proceeds of the Bonds may be used to redeem and retire such short-term obligations or to reimburse the District for expenditures previously made for the Project.

To the extent the District makes capital expenditures for the Project prior to the date the Bonds are issued, the District intends to reimburse all or a portion of those capital expenditures out of proceeds of the Bonds as permitted by U.S. Treasury Regulation § 1.150-2(d).

Section 4. Election. It is hereby found and declared that the best interests of the District requires the submission to the qualified electors of the District the proposition of whether the District shall issue the Bonds at a special election to be held on November 7, 2023. The Island County Auditor, Elections Office, as *ex officio* supervisor of elections in Island County, Washington (the “Auditor”), is hereby requested to call and conduct the special election to be held within the District and to submit to the qualified electors of the District the proposition set forth below. The Secretary of the Board and/or the Park Director or Acting Park Director of the District are hereby authorized and directed to certify the proposition to said officials in the following form:

PROPOSITION NO. 1

SOUTH WHIDBEY PARKS AND RECREATION DISTRICT
AQUATIC RECREATION CENTER BONDS \$27,000,000

The Board of Commissioners of the South Whidbey Parks and Recreation District adopted Resolution No. ____ concerning a proposition for aquatic and recreational facilities. This proposition authorizes the District to design, develop, and construct an aquatic recreation center, including pools, multipurpose rooms, and recreation and staff space; to issue up to \$27,000,000 of general obligation bonds maturing within 29 years from issuance to finance such center; and to levy annual excess property taxes to repay such bonds, as provided in Resolution No. ____.

Shall this proposition be approved?

YES.....

NO.....

The Secretary of the Board and/or the Park Director or Acting Park Director of the District are hereby authorized to deliver a certified copy of the Resolution to the Auditor.

Section 5. Voters' Pamphlet. The Board finds and declares it to be in the best interests of the District to have information regarding the aforesaid proposition included in local voters' pamphlets, and authorizes the appropriate costs thereof to be charged to and paid by the District, and further authorizes the Park Director of the District to provide such information to the Auditor and to take such other actions as may be necessary or appropriate to that end.

Section 6. Notices Regarding Ballot Title. For purposes of receiving notice of the exact language of the ballot title submitted pursuant to the Resolution, the Board hereby designates (a) the District's Park Director, telephone: 360-221-5484, email: dirswprddirector@swprd.org@whidbey.com, and (b) special counsel, Pacifica Law Group LLP (Deanna Gregory), telephone: 206-245-1700, email: deanna.gregory@pacificallawgroup.com, as the individuals to whom the Auditor shall provide such notice. The Secretary of the Board is authorized to approve changes to the ballot title, if any, deemed necessary by the Auditor or the Island County Prosecuting Attorney.

Section 7. General Authorization. Upon the passage and approval of the Resolution, the proper officials of the District, including members of the Board, the Secretary of the Board, the Treasurer of the Board, the Park Director of the District and the special counsel to the District, are authorized and directed to undertake all action necessary and to execute all certificates and documents and to take such actions as are necessary to carry out the intent of the Resolution.

Section 8. Severability; Ratification. In the event that any provision of the Resolution shall be held to be invalid, such invalidity shall not affect or invalidate any other provision of the Resolution or the Bonds, but they shall be construed and enforced as if such invalid provision had not been contained herein; provided, however, that any provision which shall for any reason be held by reason of its extent to be invalid shall be deemed to be in effect to the extent permitted

by law. All acts taken pursuant to the authority granted in the Resolution but prior to its effective date are hereby ratified and confirmed.

Section 9. Effective Date. The Resolution shall become effective immediately upon its adoption.

ADOPTED by the Board of Commissioners of the South Whidbey Parks and Recreation District, Island County, Washington, at a regular meeting held this 19th day of July, 2023.

SOUTH WHIDBEY PARKS AND
RECREATION DISTRICT, ISLAND
COUNTY, WASHINGTON

President and Commissioner

Commissioner

Commissioner

Commissioner

Commissioner

ATTEST:

Secretary, Board of Commissioners

CERTIFICATE

I, the undersigned, Secretary of the Board of Commissioners of South Whidbey Parks and Recreation District, Island County, Washington (the “District”), and keeper of the records of the Board of Commissioners (the “Board”), DO HEREBY CERTIFY:

1. That the attached resolution is a true and correct copy of Resolution No. 2023-___ of the Board (the “Resolution”), duly adopted at a regular meeting thereof held on the 19th day of July, 2023.

2. That said meeting was duly convened and held in all respects in accordance with law, and to the extent required by law, due and proper notice of such meeting was given; that a legal quorum was present throughout the meeting and a legally sufficient number of members of the Board voted in the proper manner for the adoption of said Resolution; that all other requirements and proceedings incident to the proper adoption of said Resolution have been duly fulfilled, carried out and otherwise observed; and that I am authorized to execute this certificate.

IN WITNESS WHEREOF, I have hereunto set my hand this _____ day of _____, 2023.

Secretary, Board of Commissioners