

HOUSING AUTHORITY OF THE COUNTY OF KING

RESOLUTION NO. 5511

(SPIRITWOOD MANOR)

A RESOLUTION of the Housing Authority of the County of King declaring its intention to sell bonds in an amount not to exceed \$17,000,000 to provide financing to a Washington limited partnership or limited liability limited partnership of which the Authority will be sole general partner in connection with the acquisition and rehabilitation of Spiritwood Manor project within King County, Washington, and determining related matters.

*This document was prepared by:
FOSTER PEPPER PLLC
1111 Third Avenue, Suite 3400
Seattle, Washington 98101
(206) 447-4400*

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WHEREAS, the Housing Authority of the County of King (the “Authority”) seeks to encourage the provision of long-term housing for low-income persons residing within King County, Washington; and

WHEREAS, RCW 35.82.070(5) provides that a housing authority may, among other things and if certain conditions are met, “lease or rent any dwellings . . . buildings, structures or facilities embraced in any housing project”; and

WHEREAS, RCW 35.82.020 defines “housing project” to include, among other things, “any work or undertaking . . . to provide decent, safe and sanitary urban or rural dwellings, apartments, mobile home parks or other living accommodations for persons of low income”; and

WHEREAS, RCW 35.82.070(18) provides that a housing authority may, among other things and if certain conditions are met, “make . . . loans for the acquisition, construction, reconstruction, rehabilitation, improvement, leasing or refinancing of land, buildings, or developments for housing for persons of low income”; and

WHEREAS, RCW 35.82.020(11) and 35.82.130 together provide that a housing authority may issue bonds, notes or other obligations for any of its corporate purposes; and

WHEREAS, the Authority intends to form a Washington limited partnership or limited liability limited partnership of which the Authority will be the sole general partner (the “Borrower”) to finance the acquisition (for federal tax purposes) by the Borrower and rehabilitation of the 128-unit multifamily housing complex known as Spiritwood Manor, located at 1424 148th Avenue SE, Bellevue, in King County, Washington, to provide housing for low-income persons (the “Project”), the estimated cost of which is not expected to exceed \$33,000,000; and

WHEREAS, the Authority anticipates that the Borrower will request that the Authority issue and sell its revenue bonds for the purpose of assisting the Borrower in financing the Project; and

WHEREAS, the Authority desires to provide such assistance, if certain conditions are met; and

WHEREAS, Treasury Regulations Section 1.103-8(a)(5) requires that, in order for expenditures for an exempt facility that are made before the issue date of bonds issued to provide financing for that facility to qualify for tax-exempt financing, the issuer must declare an official intent under Treasury Regulations Section 1.150-2 to reimburse any such expenditures from the proceeds of those bonds, and one of the purposes of this resolution is to satisfy the requirements of such regulations; NOW, THEREFORE,

BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF THE HOUSING AUTHORITY OF THE COUNTY OF KING, as follows:

Section 1. To assist in the financing of the Project, with the public benefits resulting therefrom, the Authority declares its intention, subject to the conditions and terms set forth herein, to issue and sell its revenue bonds or other obligations (the “Bonds”) in a principal amount of not to exceed \$17,000,000, and to reimburse itself or to permit the Borrower to reimburse itself, as

applicable, from proceeds of the Bonds for expenditures for the Project made by the Authority or the Borrower before the issue date of the Bonds.

Section 2. The proceeds of the Bonds will be used to assist in financing the Project, and may also be used to pay all or part of the costs incident to the authorization, sale, issuance and delivery of the Bonds.

Section 3. The Bonds will be payable solely from the revenues derived as a result of the Project financed by the Bonds, including, without limitation, amounts received under the terms of any financing document or by reason of any additional security furnished by or on behalf of the Borrower in connection with the financing of the Project, as specified by resolution of the Board of Commissioners of the Authority. The Bonds may be issued in one or more series, and shall bear such rate or rates of interest, payable at such times, shall mature at such time or times, in such amount or amounts, shall have such security, and shall contain such other terms, conditions and covenants as shall later be provided by resolution of the Board of Commissioners of the Authority.

Section 4. The Bonds shall be issued subject to the conditions that (a) the Authority, the Borrower and the purchaser of the Bonds shall have first agreed to mutually acceptable terms for the Bonds and the sale and delivery thereof and mutually acceptable terms and conditions of the loan or other agreement for the Project, and (b) all governmental approvals and certifications and findings required by laws applicable to the Bonds first shall have been obtained. The Executive Director of the Authority or his or her designee is authorized to seek an allocation of volume cap for the Bonds from the Washington State Department of Commerce (or a transfer of volume cap from the Washington State Housing Finance Commission), and to seek such other approvals and funding as may be necessary or desirable in connection with the Project.

Section 5. For purposes of applicable Treasury Regulations, the Borrower is authorized to

commence financing of the Project and advance such funds as may be necessary therefor, subject to reimbursement for all expenditures to the extent provided herein out of proceeds, if any, of the issue of Bonds authorized herein. However, the adoption of this resolution does not constitute a guarantee that the Bonds will be issued or that the Project will be financed as described herein, or an endorsement of the Project by the Authority. The Board of Commissioners of the Authority shall have the absolute right to rescind this resolution at any time if it determines in its sole judgment that the risks associated with the issuance of the Bonds are unacceptable.

Section 6. It is intended that this resolution shall constitute a declaration of official intent to reimburse expenditures for the Project made before the issue date of the Bonds from proceeds of the Bonds, for the purposes of Treasury Regulations Sections 1.103-8(a)(5) and 1.150-2.

ADOPTED by the Board of Commissioners of the Housing Authority of the County of King at an open public meeting this 21st day of September, 2015.

HOUSING AUTHORITY OF THE COUNTY OF KING



Chair, Board of Commissioners

ATTEST:



Secretary-Treasurer and Executive Director

CERTIFICATE

I, the undersigned, the duly chosen, qualified and acting Secretary and Executive Director of the Housing Authority of the County of King (the “Authority”) and keeper of the records of the Authority, CERTIFY:

1. That the attached copy of Resolution No. 5511 (the “Resolution”) is a full, true and correct copy of the resolution of the Board of Commissioners of the Authority, as adopted at a meeting of the Authority held on September 21, 2015, and duly recorded in the minute books of the Authority;

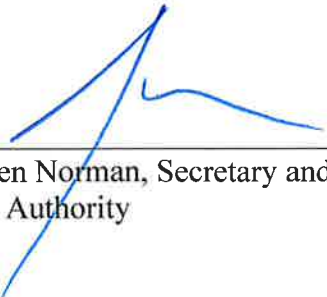
2. That written notice specifying the time and place of the special meeting and noting the business to be transacted was given to all members of the Board of Commissioners by mail, fax, electronic mail or personal delivery at least 24 hours prior to the special meeting, a true and complete copy of which notice is attached hereto as Appendix I;

3. That the written notice described above was also posted on the Authority’s website and prominently displayed at the main entrance of the Authority’s administrative office at 600 Andover Park W., Tukwila, Washington 98188 and at the meeting site, if different, at least 24 hours prior to the special meeting;

4. That the written notice described above was given to each local radio or television station and to each newspaper of general circulation that has on file with the Authority a written request to be notified of special meetings and to any others to which such notices are customarily given by the Authority; and

5. That such meeting was duly convened and held in all respects in accordance with law; that a quorum was present throughout the meeting and a majority of the members of the Board of Commissioners of the Authority present at the meeting voted in the proper manner for the adoption of the Resolution; that all other requirements and proceedings incident to the proper adoption of the 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 21st day of September, 2015.



Stephen Norman, Secretary and Executive Director
of the Authority

APPENDIX I

APPENDIX I



**SPECIAL MEETING
OF THE
BOARD OF COMMISSIONERS**

September 21, 2015 at 8:30 a.m.

Village at Overlake Station
Community Room
2580 152nd Avenue N.E.
Redmond, WA 98052

A G E N D A

- I. Call to Order**
- II. Roll Call**
- III. Welcome to The Village at Overlake Station**
- IV. Public Comment**
- V. Approval of Minutes**
 - Special Board Meeting Minutes – July 27, 2015 **1**
- VI. Approval of Agenda**
- VII. Consent Agenda**
 - A. Voucher Certification Reports for June 2015 **2**
 - B. Voucher Certification Reports for July 2015
- VIII. Resolutions for Discussion & Possible Action**
 - A. Resolution No. 5510: A Resolution of the Housing Authority of the County of King declaring its intention to sell bonds in an amount not to exceed \$10,000,000 to provide financing to a Washington limited partnership or limited liability limited partnership of which the Authority will be sole general partner in connection with the acquisition and rehabilitation of **3**

Corinthian Apartments project within King County, Washington and determining related matters

- B. Resolution No. 5511: A Resolution of the Housing Authority of the County of King declaring its intention to sell bonds in an amount not to exceed \$17,000,000 to provide financing to a Washington limited partnership or limited liability limited partnership of which the Authority will be sole general partner in connection with the acquisition and rehabilitation of Spiritwood Manor project within King County, Washington, and determining related matters 4

IX. Briefings & Reports

- A. New Bank Accounts 5
- B. Second Quarter 2015 Financial Statements 6
- C. Risk Management & Insurance Programs Report 7
- D. 2010-2016 Resource Management Plan Report 8
- E. Moving to Work 2016 Draft Plan 9
- F. Executive Dashboard Report 10

X. Study Session

- A. Education Initiatives 11

XI. Executive Director's Report

XII. KCHA in the News 12

XIII. Commissioner Comments

XIV. Adjournment

Members of the public who are disabled and require special accommodations or assistance at the meeting are requested to notify the Board Coordinator, Jessica Olives, in writing at 600 Andover Park West, Seattle, WA 98188 or by calling 206-574-1194 prior to the meeting date.

Next Board Meeting:

Monday, October 12, 2015