

1 \_\_\_\_\_, 1997

2  
3 INTRODUCED BY: CHRISTOPHER VANCE

4  
5 PROPOSED NO. 97-665

6  
7  
8 MOTION NO. 10352

9  
10 A MOTION of the county council accepting bids for the  
11 purchase of the county's Limited Tax General Obligation  
12 Bonds (Taxable), 1997 Series E, in the aggregate principal  
13 amount of \$6,595,000, and the county's Limited Tax  
14 General Obligation Refunding Bonds, 1997 Series F, in the  
15 aggregate principal amount of not to exceed \$53,000,000;  
16 fixing the interest rates and other terms of such bonds;  
17 approving a plan of refunding certain outstanding general  
18 obligation bonds of the county and authorizing the county's  
19 finance director to establish the final maturity schedule for  
20 the refunding bonds and to report to the council, all in  
21 accordance with Ordinance No. 12909 of the county.  
22

23 WHEREAS, the county council by Ordinance No. 12909 passed November 3, 1997  
24 (the "Bond Ordinance"), authorized the issuance and sale of two series of the county's limited  
25 tax general obligation bonds (secured also by hotel/motel taxes): a taxable series in the  
26 aggregate principal amount of not to exceed \$7,000,000 to reimburse the county's general fund  
27 for prior payments of debt service on bonds issued to pay for repairs to the Kingdome (the  
28 "Reimbursement Bonds") and a tax-exempt series in the aggregate principal amount of not to  
29 exceed \$53,000,000 for the purpose of refunding certain outstanding general obligation bonds  
30 of the county (the "Refunding Bonds") (the Refunding Bonds and the Reimbursement Bonds  
31 are hereinafter sometimes referred to collectively as the "Bonds"); and

32 WHEREAS, the Bond Ordinance provided that the Bonds be sold at public sale in such  
33 series as determined by the finance director in consultation with the county's financial advisors;  
34 and

1 WHEREAS, the finance director has determined that the Bonds be sold in the two  
2 series designated as provided herein; and

3 WHEREAS, pursuant to the Bond Ordinance, a preliminary official statement dated  
4 November 5, 1997 has been prepared for the public sale of the Bonds, the official notices of  
5 such sales (the "Notices") have been duly published, and bids have been received in accordance  
6 with the Notices; and

7 WHEREAS, the attached bid of Fidelity Capital Markets ("Fidelity") to purchase the  
8 Reimbursement Bonds is the best bid received for such bonds, and it is in the best interest of  
9 the county that such bonds be sold to Fidelity on the terms set forth in the Notice for the Series  
10 E Bonds, the attached bid, the Bond Ordinance and this motion; and

11 WHEREAS, the attached bid of Prudential Securities Incorporated ("Prudential") to  
12 purchase the Refunding Bonds is the best bid received for such bonds, and it is in the best  
13 interest of the county that such bonds be sold to Prudential on the terms set forth in the Notice  
14 for the Series F Bonds, the attached bid, the Bond Ordinance and this motion; and

15 WHEREAS, in accordance with the Bond Ordinance, the Council wishes to authorize  
16 and approve the final plan of refunding of certain outstanding general obligation bonds of the  
17 county from proceeds of the Refunding Bonds, as set forth herein; and

18 WHEREAS, the exact amount of the Refunding Bonds required for the refunding of the  
19 outstanding bonds cannot be determined until the prices of certain government obligations  
20 acquired to defease the outstanding bonds are established;

21 NOW, THEREFORE, BE IT MOVED by the Council of King County:

22 A. Definitions. Except as expressly authorized herein, capitalized terms used in  
23 this motion have the meanings set forth in the Bond Ordinance.

24 "Series E Bonds" means the county's Limited Tax General Obligation Bonds (Taxable),  
25 1997 Series E, authorized to be issued pursuant to the Bond Ordinance and this motion.

1 "Series F Bonds" means the county's Limited Tax General Obligation Refunding Bonds,  
2 1997 Series F, authorized to be issued pursuant to the Bond Ordinance and this motion.

3 B. Ratification of Notices of Sale, Acceptance of Bids, and Authorization of  
4 Bonds. The issuance of the Bonds in two series, designated as the county's Limited Tax  
5 General Obligation Bonds (Taxable), 1997 Series E, in the aggregate principal amount of  
6 \$6,595,000, and the county's Limited Tax General Obligation Refunding Bonds, 1997 Series F,  
7 in the aggregate principal amount of not to exceed \$53,000,000, and the terms and conditions  
8 thereof set forth in the Official Notices of Bond Sale, attached hereto as Exhibit A (the  
9 "Notices"), are hereby ratified and confirmed, and the bids to purchase the Bonds, as set forth  
10 in the purchasers' bids attached hereto as Exhibit B, are hereby accepted. The Bonds shall bear  
11 interest at the rates set forth on Exhibit B and shall conform in all other respects to the terms  
12 and conditions specified in the Notices and Bond Ordinance.

13 The Series E Bonds shall be subject to optional redemption as set forth in the Notice  
14 for the Series E Bonds, and in accordance with Fidelity's bid, the Series E Bonds maturing in  
15 2015 shall be term bonds subject to mandatory redemption as provided in such Notice.

16 The Series F Bonds shall be subject to optional redemption as set forth in the Notice for  
17 the Series F Bonds.

18 The council hereby delegates to the finance director the authority to determine the final  
19 principal maturity amounts and the aggregate principal amount of the Series F Bonds in order  
20 to accomplish the plan of refunding set forth below; provided, however, that the aggregate  
21 principal amount shall not exceed \$53,000,000. The finance director shall report to the council  
22 within 24 hours regarding the principal maturity amounts and aggregate principal amount of the  
23 Series F Bonds.

24 C. Refunding and Redemption of Refunded Bonds.

25 1. Plan of Refunding. In accordance with Section 13 of the Bond  
26 Ordinance, the finance director has determined, in consultation with the county's financial

1 advisors, that proceeds of the Series F Bonds shall be used to refund the following portions of  
 2 the 1991A Bonds, the 1993A Bonds, the 1993B Bonds, the 1996A Bonds and the 1996B  
 3 Bonds pursuant to the plan of refunding set forth below and ratified and confirmed hereby:

4 Refunded 1991A Bonds

5	6	7	8	9
	<u>Maturity</u>	<u>Principal</u>	<u>Interest</u>	<u>Call</u>
	<u>(December 1)</u>	<u>Amount</u>	<u>Rate</u>	<u>Date</u>
	1999	\$ 65,000	6.10%	

10 Refunded 1993A Bonds

11	12	13	14	15	16	17	18	19	20	21	22	23	24	25	26	27	28	29
	<u>Maturity</u>	<u>Principal</u>	<u>Interest</u>															
	<u>(December 1)</u>	<u>Amount</u>	<u>Rate</u>															
	1998	\$ 935,000	4.80%															
	1999	980,000	5.00															
	2000	1,030,000	5.10															
	2001	1,085,000	5.25															
	2002	1,145,000	5.40															
	2003	815,000	5.50															
	2004	860,000	5.60															12/1/2003
	2005	910,000	5.70															12/1/2003
	2006	965,000	5.80															12/1/2003
	2007	1,020,000	5.90															12/1/2003
	2008	1,085,000	6.00															12/1/2003
	2009	1,150,000	6.00															12/1/2003
	2010	1,220,000	6.00															12/1/2003
	2011	1,295,000	6.00															12/1/2003
	2012	1,380,000	6.00															12/1/2003

30 Refunded 1993B Bonds

31	32	33	34	35	36	37
	<u>Maturity</u>	<u>Principal</u>	<u>Interest</u>			
	<u>(January 1)</u>	<u>Amount</u>	<u>Rate</u>			<u>Call</u>
	1999	\$ 685,000	6.70%			
	2000	660,000	6.70			
	2001	710,000	6.70			

Refunded 1996A Bonds

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<u>Maturity</u> <u>(December 1)</u>	<u>Principal</u> <u>Amount</u>	<u>Interest</u> <u>Rate</u>	<u>Call</u> <u>Date</u>
1998	\$2,475,000	5.00%	
1999	2,595,000	5.00	
2000	2,815,000	5.00	
2001	2,865,000	5.00	
2002	3,005,000	5.00	
2003	3,010,000	5.00	
2004	2,910,000	5.00	
2005	2,790,000	5.00	
2006	2,645,000	5.00	
2007	1,825,000	5.00	1/1/2006
2008	1,610,000	5.00	1/1/2006
2009	1,350,000	5.00	1/1/2006
2010	795,000	5.00	1/1/2006

Refunded 1996B Bonds

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<u>Maturity</u> <u>(January 1)</u>	<u>Principal</u> <u>Amount</u>	<u>Interest</u> <u>Rate</u>	<u>Call</u> <u>Date</u>
2000	\$ 10,000	4.10%	

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As provided in the Bond Ordinance, proceeds of the Series F Bonds shall be deposited in the Refunding Account and used, together with other funds of the county, if necessary, to purchase certain "Government Obligations" as such obligations are defined in Chapter 39.53 RCW as now or hereafter amended (which obligations so purchased, are herein called "Acquired Obligations"), bearing such interest and maturing as to principal and interest in such amounts and at such times which, together with any necessary beginning cash balance, will provide for the payment of:

(a) the principal of and interest on the Refunded 1991A Bonds due and payable on and prior to December 1, 1999;

(b) the principal of and interest on the Refunded 1993A Bonds due and payable on and prior to December 1, 2003;

1 (c) the redemption price (100% of the principal amount) payable on  
2 December 1, 2003, of the Refunded 1993A Bonds;

3 (d) the principal of and interest on the Refunded 1993B Bonds due  
4 and payable on and prior to January 1, 2001;

5 (e) the principal of and interest on the Refunded 1996A Bonds due  
6 and payable on and prior to January 1, 2006;

7 (f) the redemption price (100% of the principal amount) payable on  
8 January 1, 2006, of the Refunded 1996A Bonds; and

9 (g) the principal of and interest on the Refunded 1996B Bonds due  
10 and payable on and prior to January 1, 2000;

11 Any beginning cash balance and the Acquired Obligations shall be irrevocably deposited  
12 with the Escrow Agent in an amount sufficient to defease the Refunded 1991A Bonds, the  
13 Refunded 1993A Bonds, the Refunded 1993B Bonds, the Refunded 1996A Bonds and the  
14 Refunded 1996B Bonds (collectively, the "Refunded Bonds") in accordance with this  
15 Section C. Any amounts described above that are not provided for in full by such beginning  
16 cash balance and the purchase and deposit with the Escrow Agent of the Acquired Obligations  
17 described in this section shall be provided for by the irrevocable deposit of the necessary  
18 amount out of the proceeds of sale of the Series F Bonds or any other money of the county  
19 legally available therefor. The proceeds of the Series F Bonds remaining in the Refunding  
20 Account after acquisition of the Acquired Obligations and provision for the necessary  
21 beginning cash balance shall be utilized to pay expenses of the acquisition and safekeeping of  
22 the Acquired Obligations and the costs of issuing the Series F Bonds. The county may, from  
23 time to time, transfer, or cause to be transferred, from the Refunding Account any money not  
24 thereafter required for the purposes set forth in subparagraphs (a) through (g) above, subject to  
25 verification in writing by an independent certified public accountant that such transfer will not  
26 result in inadequate funds being available to make the required payments therefrom. The county

1 reserves the right to substitute other securities for the Acquired Obligations in the event it may  
2 do so pursuant to Section 148 of the Code and applicable regulations thereunder, upon  
3 compliance with the conditions set forth in the Escrow Agreement.

4 The selection of Chase Manhattan Trust Company, National Association, as Escrow  
5 Agent is hereby ratified and confirmed.

6 2. Redemption of Refunded Bonds. The county hereby irrevocably sets  
7 aside sufficient funds through the purchase of Acquired Obligations and an initial cash deposit  
8 to make the payments, as specified in subparagraphs (a) through (g) above.

9 The county hereby irrevocably defeases and calls for redemption on December 1, 2003,  
10 the Refunded 1993A Bonds in accordance with the provisions of Ordinance No. 10685 of the  
11 county authorizing the redemption and retirement of certain of the 1993A Bonds prior to their  
12 fixed maturities.

13 The county hereby irrevocably defeases and calls for redemption on January 1, 2006,  
14 the Refunded 1996A Bonds in accordance with the provisions of Ordinance No. 12070 of the  
15 county authorizing the redemption and retirement of certain of the 1996A Bonds prior to their  
16 fixed maturities.

17 The county hereby irrevocably sets aside sufficient funds through the purchase of  
18 Acquired Obligations and an initial cash deposit to make the payments, as specified in  
19 subparagraphs (a) through (g) in Section C.1 above.

20 Said defeasance and call for redemption of the Refunded Bonds shall be irrevocable  
21 after the final establishment of the escrow account and delivery of the Acquired Obligations  
22 and the requisite cash deposit, if any, to the Escrow Agent, except as provided herein relating  
23 to the substitution of securities. The finance director is authorized and requested to provide  
24 whatever assistance is necessary to accomplish such defeasance.

25 The Escrow Agent is hereby authorized and directed to notify the fiscal agency of the  
26 State of Washington to give notice of the redemption of the Refunded Bonds in accordance

1 with the applicable provisions of Ordinance Nos. 10685 and 12070. The finance director is  
2 authorized and requested to provide whatever assistance is necessary to accomplish such  
3 redemption and the giving of notice therefor. The costs of publication of such notice shall be  
4 an expense of the county.

5 The Escrow Agent is hereby authorized and directed to pay to the fiscal agency or  
6 agencies of the State of Washington sums sufficient to make, when due, the payments specified  
7 in subparagraphs (a) through (g) above. All such sums shall be paid from the money and  
8 Acquired Obligations deposited with said Escrow Agent pursuant to this section, and the  
9 income therefrom and proceeds thereof. All such sums so paid shall be credited to the  
10 Refunding Account. All money and Acquired Obligations deposited with said Escrow Agent  
11 and any income therefrom shall be held, invested and applied in accordance with the provisions  
12 of the Bond Ordinance and with the laws of the State of Washington for the benefit of the  
13 county and the owners of the Refunded Bonds.

14 3. Findings of Defeasance. This council hereby finds and determines that  
15 the Acquired Obligations to be deposited with the Escrow Agent and the income therefrom,  
16 together with any necessary beginning cash balance, are sufficient to defease and redeem the  
17 above-referenced Refunded Bonds and will discharge and satisfy the obligations of the county  
18 with respect to such Refunded Bonds under the ordinances authorizing their issuance and the  
19 pledges of the county therein. Immediately upon the delivery of such Acquired Obligations to  
20 the Escrow Agent and the deposit of any necessary beginning cash balance, such Refunded  
21 Bonds shall be deemed not to be outstanding under their respective authorizing ordinances and  
22 shall cease to be entitled to any lien, benefit or security under such ordinances except the right  
23 to receive payment from the Acquired Obligations and beginning cash balance so set aside and  
24 pledged.



1 D. Undertaking to Provide Ongoing Disclosure.

2 1. Contract/Undertaking. This Section D constitutes the county's written  
3 undertaking for the benefit of the owners and Beneficial Owners of the Bonds as required by  
4 Section (b)(5) of the Rule.

5 2. Financial Statements/Operating Data. The county agrees to provide or  
6 cause to be provided to each NRMSIR and to the SID, if any, in each case as designated by the  
7 Commission in accordance with the Rule, the following annual financial information and  
8 operating data for the prior fiscal year (commencing in 1998 for the fiscal year ended  
9 December 31, 1997):

10 (a) Annual financial statements prepared in accordance with the  
11 Budget Accounting and Reporting System prescribed by the Washington State Auditor  
12 pursuant to RCW 43.09.200 (or any successor statute) and generally of the type included in the  
13 official statement for the Bonds under the heading "Appendix B: Audited 1996 Financial  
14 Statements";

15 (b) The assessed valuation of taxable property in the county;

16 (c) Property taxes due, property taxes collected and property taxes  
17 delinquent;

18 (d) Property tax levy rate per \$1,000 of assessed valuation;

19 (e) Outstanding general obligation debt of the county; and

20 (f) Hotel/motel taxes collected by the county pursuant to RCW  
21 67.28.180.

22 Such annual information and operating data described above shall be provided on or  
23 before seven months after the end of the county's fiscal year. The county's fiscal year currently  
24 ends on December 31. The county may adjust such fiscal year by providing written notice of  
25 the change of fiscal year to each then existing NRMSIR and the SID, if any. In lieu of  
26 providing such annual financial information and operating data, the county may cross-reference

1 to other documents provided to the NRMSIR, the SID or to the Commission and, if such  
2 document is a final official statement within the meaning of the Rule, available from the MSRB.

3 If not provided as part of the annual financial information discussed above, the county  
4 shall provide the county's audited annual financial statement prepared in accordance with the  
5 Budget Accounting and Reporting System prescribed by the Washington State Auditor  
6 pursuant to RCW 43.09.200 (or any successor statute) when and if available to each then  
7 existing NRMSIR and the SID, if any.

8 3. Material Events. The county agrees to provide or cause to be provided,  
9 in a timely manner, to the SID, if any, and to each NRMSIR or to the MSRB notice of the  
10 occurrence of any of the following events with respect to the Bonds, if material:

- 11 (a) Principal and interest payment delinquencies;  
12 (b) Non-payment related defaults;  
13 (c) Unscheduled draws on debt service reserves reflecting financial  
14 difficulties;  
15 (d) Unscheduled draws on credit enhancements reflecting financial  
16 difficulties;  
17 (e) Substitution of credit or liquidity providers, or their failure to  
18 perform;  
19 (f) Adverse tax opinions or events affecting the tax-exempt status of  
20 the Series F Bonds;  
21 (g) Modifications to rights of Bond holders;  
22 (h) Optional, contingent or uncheduled calls of any Bonds other  
23 than scheduled sinking fund redemptions for which notice is given pursuant to Exchange Act  
24 Release 34-23856;  
25 (i) Defeasances;

1 (j) Release, substitution or sale of property securing repayment of  
2 the Bonds; and

3 (k) Rating changes.

4 Solely for purposes of disclosure, and not intending to modify this undertaking, the  
5 county advises with reference to items (c) and (j) above that no debt service reserves secure  
6 payment of the Bonds and no property secures repayment of the Bonds.

7 4. Notification Upon Failure to Provide Financial Data. The county agrees  
8 to provide or cause to be provided, in a timely manner, to each NRMSIR or to the MSRB and  
9 to the SID, if any, notice of its failure to provide the annual financial information described in  
10 subsection 2 above on or prior to the date set forth in subsection 2 above.

11 5. Termination/Modification. The county's obligations to provide annual  
12 financial information and notices of material events shall terminate upon the legal defeasance,  
13 prior redemption or payment in full of all of the Bonds. This section, or any provision hereof,  
14 shall be null and void if the county (i) obtains an opinion of nationally recognized bond counsel  
15 to the effect that those portions of the Rule which require this section, or any such provision,  
16 are invalid, have been repealed retroactively or otherwise do not apply to the Bonds; and  
17 (ii) notifies each then existing NRMSIR and the SID, if any, of such opinion and the  
18 cancellation of this section.

19 Notwithstanding any other provision of this motion, the county may amend this  
20 Section D, and any provision of this Section D may be waived, with an approving opinion of  
21 nationally recognized bond counsel.

22 In the event of any amendment or waiver of a provision of this Section D, the county  
23 shall describe such amendment in the next annual report, and shall include, as applicable, a  
24 narrative explanation of the reason for the amendment or waiver and its impact on the type (or  
25 in the case of a change of accounting principles, on the presentation) of financial information or  
26 operating data being presented by the county. In addition, if the amendment relates to the

1 accounting principles to be followed in preparing financial statements, (i) notice of such change  
2 shall be given in the same manner as for a material event under subsection 3, and (ii) the annual  
3 report for the year in which the change is made should present a comparison (in narrative form  
4 and also, if feasible, in quantitative form) between the financial statements as prepared on the  
5 basis of the new accounting principles and those prepared on the basis of the former accounting  
6 principles.

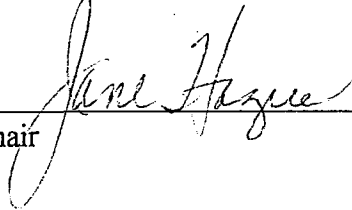
7           6.     Bond Owner's Remedies Under This Section. The right of any Bond  
8 Owner or Beneficial Owner of Bonds to enforce the provisions of this section shall be limited  
9 to a right to obtain specific enforcement of the county's obligations hereunder, and any failure  
10 by the county to comply with the provisions of this undertaking shall not be an event of default  
11 with respect to the Bonds hereunder. For purposes of this section, "Beneficial Owner" means  
12 any person who has the power, directly or indirectly, to vote or consent with respect to, or to  
13 dispose of ownership of, any Bonds, including persons holding Bonds through nominees or  
14 depositories.

15           E.     Further Authority. The county officials, their agents, and representatives are  
16 hereby authorized and directed to do everything necessary for the prompt issuance and delivery  
17 of the Bonds and for the proper use and application of the proceeds of such sale.

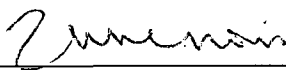
1 F. Severability. The covenants contained in this motion shall constitute a contract  
2 between the county and the owners of each and every Bond. If any one or more of the  
3 covenants or agreements provided in this motion to be performed on the part of the county  
4 shall be declared by any court of competent jurisdiction to be contrary to law, then such  
5 covenant or covenants, agreement or agreements, shall be null and void and shall be deemed  
6 separable from the remaining covenants and agreements of this motion and shall in no way  
7 affect the validity of the other provisions of this motion or of the Bonds.

8 PASSED by a vote of 12 to 0 this 17th day of  
9 November, 1997.

10 KING COUNTY COUNCIL  
11 KING COUNTY, WASHINGTON

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Chair 

ATTEST:

  
Clerk of the Council

Attachments: Exhibit A - Official Notices of Bond Sales  
Exhibit B - Winning Bids for the Bonds

103521

EXHIBIT A

[Attach here a copy of the Official Notices of Sale]

## Official Notice of Bond Sale for the Series E Bonds

**\$6,595,000\***

**King County, Washington**

**Limited Tax General Obligation Bonds (Taxable), 1997 Series E**

Sealed bids for the above-referenced bonds (the "Series E Bonds") of King County, Washington (the "County") will be received at the County's Purchasing Office, Room 620, King County Administration Building, 500 Fourth Avenue, Seattle, Washington, until 9:00 a.m., Pacific time, on

**November 17, 1997**

or on such later date or time as may be established by the King County Finance Director (the "Finance Director") and communicated through Munifacts News Service not less than 24 hours prior to the time bids are to be received, for the purchase of the Series E Bonds. All bids received with respect to the Series E Bonds will be considered by the Metropolitan King County Council (the "County Council") at its regularly scheduled meeting on the day bids are received. If the County accepts a bid, it will be awarded to the successful bidder and its terms will be approved by the County Council at such meeting.

If all bids for the Series E Bonds are rejected, the Finance Director may fix a new date and time for the receipt of bids for such Series E Bonds by giving notice communicated through Munifacts Wire Service not less than 24 hours prior to such new date and time. Any notice specifying a new date and/or time for the receipt of bids, following the rejection of bids received or otherwise, shall be considered an amendment to this Official Notice of Bond Sale.

### Description of the Series E Bonds

#### Bond Details

The Series E Bonds will be dated December 1, 1997. Interest on the Series E Bonds will be payable on June 1, 1998 and semiannually thereafter on each December 1 and June 1.

#### Registration and Book-Entry Only System

The Series E Bonds are issuable only as fully registered bonds and when issued will be registered in the name of Cede & Co. as bond owner and nominee for The Depository Trust Company ("DTC"), New York, New York. DTC will act as securities depository for the Series E Bonds. Purchases of the Series E Bonds will be made in book-entry form, in the denomination of \$5,000 or any integral multiple thereof. Purchasers will not receive certificates representing their interest in the Series E Bonds purchased. The principal of, premium, if any, and interest on the Series E Bonds are payable by the paying agent and registrar for the Series E Bonds, which are the fiscal agencies for the State of Washington (currently The Bank of New York in New York, New York, and Wells Fargo Bank, National Association, in Seattle, Washington) to DTC, which in turn is obligated to remit such principal, premium, if any, and interest to the DTC participants for subsequent disbursement to beneficial owners of the Series E Bonds.

#### Election of Maturities

The bidder shall designate whether the principal amounts of the Series E Bonds set forth below shall be retired on December 1 of each respective year as serial bonds maturing in such year or as amortization installments of term bonds maturing in the years specified by the bidder.

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\* Preliminary, subject to change

<u>Serial Maturity or Amortization Installment</u>	<u>Principal Amount</u>	<u>Serial Maturity or Amortization Installment</u>	<u>Principal Amount</u>
2002	\$ 80,000	2009	\$ 290,000
2003	105,000	2010	335,000
2004	125,000	2011	385,000
2005	155,000	2012	435,000
2006	185,000	2013	1,185,000
2007	215,000	2014	1,340,000
2008	250,000	2015	1,510,000

The County will deposit certain money as provided in the Ordinance and will retire the Series E Bonds by purchase or redemption on or before December 1 of the years and in the amounts, if any, designated by the bidder to be amortization installments as provided for above.

### Adjustment of Principal Amounts and Bid Price

The County has reserved the right to increase or decrease the preliminary principal amount of the Series E Bonds by an amount not to exceed ten percent (10%) following the opening of the bids. No single preliminary principal amount of any maturity will be increased or decreased by more than ten percent (10%). The price bid by the successful bidder will be adjusted by the County on a proportionate basis to reflect an increase or decrease in the principal amount and maturity schedule within 24 hours of the bid opening.

### Optional Redemption

The County has reserved the right to redeem outstanding Series E Bonds maturing on or after December 1, 2008, in whole or in part at any time, on or after December 1, 2007, maturities to be redeemed to be selected by the County (by lot within a maturity, in increments of \$5,000, with the manner of selection to be chosen by the Registrar), at par plus accrued interest to the date of redemption. So long as the Series E Bonds are in book-entry form, the selection of Series E Bonds within a maturity to be redeemed and the manner of providing notice of redemption to Beneficial Owners shall be governed by the operational arrangements of DTC, as then in effect.

### Security

The Series E Bonds are general obligations of the County. The County has pledged to include in its budget and to levy an *ad valorem* tax annually, within the constitutional and statutory limitations provided by law without a vote of the electors of the County, on all property in the County subject to taxation in an amount sufficient, together with other money legally available and to be used therefor, including the hotel and motel excise taxes authorized by RCW 67.28.180 (the "Hotel/Motel Taxes"), to pay the principal of and interest on the Series E Bonds as the same will come due. The County has irrevocably covenanted and pledged to the payment of principal of and interest on the Series E Bonds the Hotel/Motel Taxes collected by the County. The County has covenanted to levy such taxes at not less than the maximum rate permitted by statute at the time such Series E Bonds are issued. The full faith, credit, taxing power and resources of the County have been pledged irrevocably for the annual levy and collection of these taxes and the prompt payment of that principal and interest.

The County always has met principal and interest payments on outstanding bonds and notes when due.

### Interest Rates and Bidding Information

Bids must be submitted on the Official Bid Form that is contained in the Preliminary Official Statement, or on photocopies of such form.

Bidders are invited to submit bids for the purchase of the Series E Bonds fixing the interest rate or rates that the Series E Bonds will bear. Interest rates bid shall be in multiples of 1/8 or 1/20 of 1 percent, or both.



No more than one rate of interest may be fixed for any one maturity. The interest rate for any maturity of the Series E Bonds shall not be less than the interest rate stated for any earlier maturity. No bid will be considered for the Series E Bonds for less than an amount equal to 99 percent of par plus accrued interest or for less than the entire offering of Series E Bonds. The purchaser must pay accrued interest, if any, to the date of delivery of the Series E Bonds.

For the purpose of comparing bids only, the interest rates bid being controlling, each bid shall state the true interest cost of the bid determined in the manner hereinafter stated. The true interest cost will be determined by doubling the semiannual interest rate (compounded semiannually) necessary to discount the debt service payments from the payment dates to the date of the Series E Bonds and to the price bid, without regard to interest accrued to the date of delivery of the Series E Bonds.

The County strongly encourages the inclusion of women and minority business enterprise firms in bidding syndicates. Bidders are requested to provide a list of any syndicate members with their bids or within 24 hours of submitting their bids.

**Issue Price Information**

Upon award of the Series E Bonds, the successful bidder shall advise the County and Bond Counsel of the initial reoffering prices to the public of each maturity of the Series E Bonds (the "Initial Reoffering Prices"). Simultaneously with or before delivery of the Series E Bonds, the successful bidder shall furnish to the County and Bond Counsel a certificate in form and substance acceptable to Bond Counsel (a) confirming the Initial Reoffering Prices, (b) certifying that a bona fide offering of the Series E Bonds has been made to the public (excluding bond houses, brokers, and other intermediaries), (c) stating the prices at which a substantial amount of each maturity of the Series E Bonds was sold to the public (excluding bond houses, brokers, and other intermediaries), (d) stating the price at which any Series E Bonds that remain unsold at the date of closing would have been sold on the date the Series E Bonds were awarded, and (e) the offering price of each Bond sold to institutional or other investors at discount.

**Bid Deposit**

All bids shall be without condition, shall be made only on the Official Bid Form furnished by the County or on photocopies of such form and shall be sealed and accompanied by a good faith deposit in the amount of \$66,000. The good faith deposit shall be in the form of cash or a certified or bank cashier's check made payable to the order of the King County Treasury Division Manager or a financial surety bond. If a financial surety bond is used, it must be from an insurance company licensed to issue such a bond in the State of Washington and preapproved by the County. Such bond must be submitted to the County's Financial Advisor prior to the opening of the bids. The financial surety bond must identify each bidder whose deposit is guaranteed by such financial surety bond. If the Series E Bonds are awarded to a bidder using a financial surety bond, then that purchaser is required to submit its deposit to the County in the form of a certified or bank cashier's or treasurer's check or wire transfer as instructed by the County not later than 3:30 p.m., Pacific Time, on the next business day following the award. If such deposit is not received by that time, the financial surety bond may be drawn upon by the County to satisfy the deposit requirement. Each good faith deposit in a form other than a financial surety bond shall be returned promptly if the bid is not accepted. The good faith deposit of the successful bidder will be retained by the County as security for the performance of such bid, and will be applied to the purchase price of the Series E Bonds on the delivery of such Series E Bonds to the successful bidder. Pending delivery of the Series E Bonds, the good faith deposit may be invested for the sole benefit of the County. If the Series E Bonds are ready for delivery and the successful bidder fails to complete the purchase of such Series E Bonds within 50 days following the acceptance of its bid, the good faith deposit will be forfeited to the County, and, in that event, the County Council may accept the next best bid or call for additional proposals.

**Award**

The Series E Bonds will be sold to the bidder making a bid conforming to the terms of the offering and which, on the basis of the lowest true interest cost, is the best bid. If there are two or more equal bids and those bids are the best bids received, the County Council will determine by lot which bid will be accepted.

The County reserves the right to reject any or all bids submitted and to waive any formality in the bidding or bidding process, and, if all bids for an offering are rejected, that Bond Offering may be readvertised for sale in the manner provided by law and as provided above. Any bid presented after the time specified for the receipt of bids will not be received, and any bid not accompanied by the required good faith deposit at the time of opening that bid will not be read or considered.

### **Insurance**

Bids for the Series E Bonds shall not be conditioned upon obtaining insurance or any other credit enhancement. If the Series E Bonds qualify for issuance of any policy of municipal bond insurance or commitment therefor at the option of a bidder, any purchase of such insurance or commitment therefor shall be at the sole option and expense of the bidder and any increased costs of issuance of the Series E Bonds resulting by reason of such insurance, unless otherwise paid, shall be paid by such bidder. Any failure of the Series E Bonds to be so insured or of any such policy of insurance to be issued shall not in any way relieve the purchaser of its contractual obligations arising from the acceptance of its proposal for the purchase of the Series E Bonds.

### **Delivery**

The County will deliver the Bonds (consisting of one typewritten certificate for each maturity) to DTC in New York, New York, prior to the date of closing. Closing shall occur within 40 days after the sale date. Settlement shall be in federal funds available in Seattle, Washington, on the date of delivery. Delivery is expected to be mid to late December 1997.

It is understood that if, prior to the delivery of the Series E Bonds, the interest receivable by the owners of the Series E Bonds becomes includable in gross income for federal income tax purposes, or becomes subject to federal income tax other than as described in the Official Statement for the Series E Bonds, the successful bidder, at its option, may be relieved of its obligation to purchase the Series E Bonds, and in that case the good faith deposit accompanying its bid will be returned without interest.

The approving legal opinion of Preston Gates & Ellis LLP, Seattle, Washington, Bond Counsel, will be provided to the purchaser at the time of the delivery of the Series E Bonds. Bond counsel's opinion will express no opinion concerning the accuracy, completeness or sufficiency of the Official Statement, or other offering material relating to the Series E Bonds. Nor will there be an opinion of Bond Counsel expressed relating to the undertaking of the County to provide ongoing disclosure pursuant to SEC Rule 15c2-12. A no-litigation certificate will be included in the closing papers of the Series E Bonds.

### **Ongoing Disclosure Undertaking**

In order to assist bidders in complying with SEC Rule 15c2-12(b)(5), the County will undertake, pursuant to the Sale Motion, to provide certain annual financial information and notices of the occurrence of certain events, if material. A description of this undertaking is set forth in the Preliminary Official Statement and will also be set forth in the final Official Statement.

### **CUSIP Numbers**

It is anticipated that CUSIP identification numbers will be printed on the Series E Bonds, but neither the failure to print such numbers on the Series E Bonds nor any error with respect thereto will constitute cause for a failure or refusal by the purchaser thereof to accept delivery of and pay for the Series E Bonds in accordance with the terms of this Official Notice of Sale. All expenses in relation to the printing of the CUSIP numbers on the Series E Bonds will be paid by the County, but the charge of the CUSIP Bureau shall be paid by the purchaser.

### **Official Statement and Other Information**

A copy of the County's Preliminary Official Statement (with the Official Notice of Bond Sale and the Official Bid Form), dated December 15, 1996, and further information regarding the details of the Series E Bonds may be obtained upon request to the King County Finance Director, 6th Floor, King County

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Administration Building, 500 Fourth Avenue, Seattle, Washington 98104 (telephone: (206) 296-7326), or the County's financial advisor, Seattle-Northwest Securities Corporation, 1420 Fifth Avenue, Suite 4300, Seattle, Washington 98101 (telephone: (206) 628-2882).

The Preliminary Official Statement is in a form deemed final by the County for the purpose of SEC Rule 15c2-12(b)(1), but is subject to revision, amendment and completion in a final Official Statement, which the County will deliver, at the expense of the County, to the purchaser not later than seven business days after the County's acceptance of the purchaser's bid. The County will deliver no more than 250 copies of the final Official Statement. Additional copies will be provided at the purchaser's expense.

By submitting the successful proposal, the purchaser's designated senior representative agrees to file, or cause to be filed, within one business day following the receipt from the County, the final Official Statement with each nationally recognized municipal securities information repository designated by the Securities and Exchange Commission.

At the time of the delivery of the Series E Bonds, one or more officials of the County will furnish a certificate stating that to the best of his or her knowledge and belief at the time of the acceptance of the bid for and at the time of delivery of the Series E Bonds, this Official Statement and information furnished by the County supplemental thereto did not and do not contain any untrue statements of material fact or omit to state a material fact necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading in any material respect.

The County will advise the managing underwriter, by written notice, of any "developments that impact the accuracy and completeness of the key presentations" (within the meaning of Rule 15c2-12) contained in the final Official Statement, which may occur during the period commencing on the date of the acceptance by the County of the successful proposal and ending on the 90th day next following that date of acceptance, unless the final Official Statement has been filed with each municipal securities information repository, in which event such period will end on the 25th day.

DATED at Seattle, Washington, this fifth day of November, 1997.

/s/ Anne Noris  
Clerk of the Metropolitan King County Council

10352

Official Notice of Bond Sale for the Series F Bonds

\$51,500,000\*

King County, Washington

Limited Tax General Obligation Refunding Bonds, 1997 Series F

Sealed bids for the above-referenced bonds (the "Series F Bonds") of King County, Washington (the "County") will be received at the County's Purchasing Office, Room 620, King County Administration Building, 500 Fourth Avenue, Seattle, Washington, until 9:00 a.m., Pacific time, on

November 17, 1997

or on such later date or time as may be established by the King County Finance Director (the "Finance Director") and communicated through Munifacts News Service not less than 24 hours prior to the time bids are to be received, for the purchase of the Series F Bonds. All bids received with respect to the Series F Bonds will be considered by the Metropolitan King County Council (the "County Council") at its regularly scheduled meeting on the day bids are received. If the County accepts a bid, it will be awarded to the successful bidder and its terms will be approved by the County Council at such meeting.

If all bids for the Series F Bonds are rejected, the Finance Director may fix a new date and time for the receipt of bids for such Series F Bonds by giving notice communicated through Munifacts Wire Service not less than 24 hours prior to such new date and time. Any notice specifying a new date and/or time for the receipt of bids, following the rejection of bids received or otherwise, shall be considered an amendment to this Official Notice of Bond Sale.

**Description of the Series F Bonds**

**Bond Details**

The Series F Bonds will be dated December 1, 1997. Interest on the Series F Bonds will be payable on June 1, 1998 and semiannually thereafter on each December 1 and June 1.

**Registration and Book-Entry Only System**

The Series F Bonds are issuable only as fully registered bonds and when issued will be registered in the name of Cede & Co. as bond owner and nominee for The Depository Trust Company ("DTC"), New York, New York. DTC will act as securities depository for the Series F Bonds. Purchases of the Series F Bonds will be made in book-entry form, in the denomination of \$5,000 or any integral multiple thereof. Purchasers will not receive certificates representing their interest in the Series F Bonds purchased. The principal of, premium, if any, and interest on the Series F Bonds are payable by the paying agent and registrar for the Series F Bonds, which are the fiscal agencies for the State of Washington (currently The Bank of New York in New York, New York, and Wells Fargo Bank, National Association, in Seattle, Washington) to DTC, which in turn is obligated to remit such principal, premium, if any, and interest to the DTC participants for subsequent disbursement to beneficial owners of the Series F Bonds.

**Election of Maturities**

The bidder shall designate whether the principal amounts of the Series F Bonds set forth below shall be retired on December 1 of each respective year as serial bonds maturing in such year or as amortization installments of term bonds maturing in the years specified by the bidder.

\* Preliminary, subject to change

<u>Serial Maturity or Amortization Installment</u>	<u>Principal Amount</u>	<u>Serial Maturity or Amortization Installment</u>	<u>Principal Amount</u>
2002	\$ 125,000	2009	\$ 200,000
2003	140,000	2010	200,000
2004	150,000	2011	585,000
2005	155,000	2012	995,000
2006	165,000	2013	13,955,000
2007	175,000	2014	16,225,000
2008	185,000	2015	18,245,000

The County will deposit certain money as provided in the Ordinance and will retire the Series F Bonds by purchase or redemption on or before December 1 of the years and in the amounts, if any, designated by the bidder to be amortization installments as provided for above.

### **Adjustment of Principal Amounts and Bid Price**

The County has reserved the right to increase or decrease the preliminary principal amount of the Series F Bonds by an amount not to exceed ten percent (10%) following the opening of the bids. No single preliminary principal amount of any maturity will be increased or decreased by more than ten percent (10%). The price bid by the successful bidder will be adjusted by the County on a proportionate basis to reflect an increase or decrease in the principal amount and maturity schedule within 24 hours of the bid opening.

### **Optional Redemption**

The County has reserved the right to redeem outstanding Series F Bonds maturing on or after December 1, 2008, in whole or in part at any time, on or after December 1, 2007, maturities to be redeemed to be selected by the County (by lot within a maturity, in increments of \$5,000, with the manner of selection to be chosen by the Registrar), at par plus accrued interest to the date of redemption. So long as the Series F Bonds are in book-entry form, the selection of Series F Bonds within a maturity to be redeemed and the manner of providing notice of redemption to Beneficial Owners shall be governed by the operational arrangements of DTC, as then in effect.

### **Security**

The Series F Bonds are general obligations of the County. The County has pledged to include in its budget and to levy an *ad valorem* tax annually, within the constitutional and statutory limitations provided by law without a vote of the electors of the County, on all property in the County subject to taxation in an amount sufficient, together with other money legally available and to be used therefor, including the hotel and motel excise taxes authorized by RCW 67.28.180 (the "Hotel/Motel Taxes"), to pay the principal of and interest on the Series F Bonds as the same will come due. The County has irrevocably covenanted and pledged to the payment of principal of and interest on the Series F Bonds the Hotel/Motel Taxes collected by the County. The County has covenanted to levy such taxes at not less than the maximum rate permitted by statute at the time such Series F Bonds are issued. The full faith, credit, taxing power and resources of the County have been pledged irrevocably for the annual levy and collection of these taxes and the prompt payment of that principal and interest.

The County always has met principal and interest payments on outstanding bonds and notes when due.

### **Interest Rates and Bidding Information**

Bids must be submitted on the Official Bid Form that is contained in the Preliminary Official Statement, or on photocopies of such form.

Bidders are invited to submit bids for the purchase of the Series F Bonds fixing the interest rate or rates that the Series F Bonds will bear. Interest rates bid shall be in multiples of 1/8 or 1/20 of 1 percent, or both.

No more than one rate of interest may be fixed for any one maturity. The interest rate for any maturity of the Series F Bonds shall not be less than the interest rate stated for any earlier maturity. No bid will be considered for the Series F Bonds for less than an amount equal to 99 percent of par plus accrued interest or for less than the entire offering of Series F Bonds. The purchaser must pay accrued interest, if any, to the date of delivery of the Series F Bonds.

For the purpose of comparing bids only, the interest rates bid being controlling, each bid shall state the true interest cost of the bid determined in the manner hereinafter stated. The true interest cost will be determined by doubling the semiannual interest rate (compounded semiannually) necessary to discount the debt service payments from the payment dates to the date of the Series F Bonds and to the price bid, without regard to interest accrued to the date of delivery of the Series F Bonds.

The County strongly encourages the inclusion of women and minority business enterprise firms in bidding syndicates. Bidders are requested to provide a list of any syndicate members with their bids or within 24 hours of submitting their bids.

### **Issue Price Information**

Upon award of the Series F Bonds, the successful bidder shall advise the County and Bond Counsel of the initial reoffering prices to the public of each maturity of the Series F Bonds (the "Initial Reoffering Prices"). Simultaneously with or before delivery of the Series F Bonds, the successful bidder shall furnish to the County and Bond Counsel a certificate in form and substance acceptable to Bond Counsel (a) confirming the Initial Reoffering Prices, (b) certifying that a bona fide offering of the Series F Bonds has been made to the public (excluding bond houses, brokers, and other intermediaries), (c) stating the prices at which a substantial amount of each maturity of the Series F Bonds was sold to the public (excluding bond houses, brokers, and other intermediaries), (d) stating the price at which any Series F Bonds that remain unsold at the date of closing would have been sold on the date the Series F Bonds were awarded, and (e) the offering price of each Bond sold to institutional or other investors at discount.

### **Bid Deposit**

All bids shall be without condition, shall be made only on the Official Bid Form furnished by the County or on photocopies of such form and shall be sealed and accompanied by a good faith deposit in the amount of \$515,000. The good faith deposit shall be in the form of cash or a certified or bank cashier's check made payable to the order of the King County Treasury Division Manager or a financial surety bond. If a financial surety bond is used, it must be from an insurance company licensed to issue such a bond in the State of Washington and preapproved by the County. Such bond must be submitted to the County's Financial Advisor prior to the opening of the bids. The financial surety bond must identify each bidder whose deposit is guaranteed by such financial surety bond. If the Series F Bonds are awarded to a bidder using a financial surety bond, then that purchaser is required to submit its deposit to the County in the form of a certified or bank cashier's or treasurer's check or wire transfer as instructed by the County not later than 3:30 p.m., Pacific Time, on the next business day following the award. If such deposit is not received by that time, the financial surety bond may be drawn upon by the County to satisfy the deposit requirement. Each good faith deposit in a form other than a financial surety bond shall be returned promptly if the bid is not accepted. The good faith deposit of the successful bidder will be retained by the County as security for the performance of such bid, and will be applied to the purchase price of the Series F Bonds on the delivery of such Series F Bonds to the successful bidder. Pending delivery of the Series F Bonds, the good faith deposit may be invested for the sole benefit of the County. If the Series F Bonds are ready for delivery and the successful bidder fails to complete the purchase of such Series F Bonds within 50 days following the acceptance of its bid, the good faith deposit will be forfeited to the County, and, in that event, the County Council may accept the next best bid or call for additional proposals.

### **Award**

The Series F Bonds will be sold to the bidder making a bid conforming to the terms of the offering and which, on the basis of the lowest true interest cost, is the best bid. If there are two or more equal bids and those bids are the best bids received, the County Council will determine by lot which bid will be accepted.

The County reserves the right to reject any or all bids submitted and to waive any formality in the bidding or bidding process, and, if all bids for an offering are rejected, that Bond Offering may be readvertised for sale in the manner provided by law and as provided above. Any bid presented after the time specified for the receipt of bids will not be received, and any bid not accompanied by the required good faith deposit at the time of opening that bid will not be read or considered.

### **Insurance**

Bids for the Series F Bonds shall not be conditioned upon obtaining insurance or any other credit enhancement. If the Series F Bonds qualify for issuance of any policy of municipal bond insurance or commitment therefor at the option of a bidder, any purchase of such insurance or commitment therefor shall be at the sole option and expense of the bidder and any increased costs of issuance of the Series F Bonds resulting by reason of such insurance, unless otherwise paid, shall be paid by such bidder. Any failure of the Series F Bonds to be so insured or of any such policy of insurance to be issued shall not in any way relieve the purchaser of its contractual obligations arising from the acceptance of its proposal for the purchase of the Series F Bonds.

### **Delivery**

The County will deliver the Bonds (consisting of one typewritten certificate for each maturity) to DTC in New York, New York, prior to the date of closing. Closing shall occur within 40 days after the sale date. Settlement shall be in federal funds available in Seattle, Washington, on the date of delivery. Delivery is expected to be mid to late December 1997.

It is understood that if, prior to the delivery of the Series F Bonds, the interest receivable by the owners of the Series F Bonds becomes includable in gross income for federal income tax purposes, or becomes subject to federal income tax other than as described in the Official Statement for the Series F Bonds, the successful bidder, at its option, may be relieved of its obligation to purchase the Series F Bonds, and in that case the good faith deposit accompanying its bid will be returned without interest.

The approving legal opinion of Preston Gates & Ellis LLP, Seattle, Washington, Bond Counsel, will be provided to the purchaser at the time of the delivery of the Series F Bonds. Bond counsel's opinion will express no opinion concerning the accuracy, completeness or sufficiency of the Official Statement, or other offering material relating to the Series F Bonds. Nor will there be an opinion of Bond Counsel expressed relating to the undertaking of the County to provide ongoing disclosure pursuant to SEC Rule 15c2-12. A no-litigation certificate will be included in the closing papers of the Series F Bonds.

### **Ongoing Disclosure Undertaking**

In order to assist bidders in complying with SEC Rule 15c2-12(b)(5), the County will undertake, pursuant to the Sale Motion, to provide certain annual financial information and notices of the occurrence of certain events, if material. A description of this undertaking is set forth in the Preliminary Official Statement and will also be set forth in the final Official Statement.

### **CUSIP Numbers**

It is anticipated that CUSIP identification numbers will be printed on the Series F Bonds, but neither the failure to print such numbers on the Series F Bonds nor any error with respect thereto will constitute cause for a failure or refusal by the purchaser thereof to accept delivery of and pay for the Series F Bonds in accordance with the terms of this Official Notice of Sale. All expenses in relation to the printing of the CUSIP numbers on the Series F Bonds will be paid by the County, but the charge of the CUSIP Bureau shall be paid by the purchaser.

### **Official Statement and Other Information**

A copy of the County's Preliminary Official Statement (with the Official Notice of Bond Sale and the Official Bid Form), dated December 15, 1996, and further information regarding the details of the Series F Bonds may be obtained upon request to the King County Finance Director, 6th Floor, King County

Administration Building, 500 Fourth Avenue, Seattle, Washington 98104 (telephone: (206) 296-7326), or the County's financial advisor, Seattle-Northwest Securities Corporation, 1420 Fifth Avenue, Suite 4300, Seattle, Washington 98101 (telephone: (206) 628-2882).

The Preliminary Official Statement is in a form deemed final by the County for the purpose of SEC Rule 15c2-12(b)(1), but is subject to revision, amendment and completion in a final Official Statement, which the County will deliver, at the expense of the County, to the purchaser not later than seven business days after the County's acceptance of the purchaser's bid. The County will deliver no more than 250 copies of the final Official Statement. Additional copies will be provided at the purchaser's expense.

By submitting the successful proposal, the purchaser's designated senior representative agrees to file, or cause to be filed, within one business day following the receipt from the County, the final Official Statement with each nationally recognized municipal securities information repository designated by the Securities and Exchange Commission.

At the time of the delivery of the Series F Bonds, one or more officials of the County will furnish a certificate stating that to the best of his or her knowledge and belief at the time of the acceptance of the bid for and at the time of delivery of the Series F Bonds, this Official Statement and information furnished by the County supplemental thereto did not and do not contain any untrue statements of material fact or omit to state a material fact necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading in any material respect.

The County will advise the managing underwriter, by written notice, of any "developments that impact the accuracy and completeness of the key presentations" (within the meaning of Rule 15c2-12) contained in the final Official Statement, which may occur during the period commencing on the date of the acceptance by the County of the successful proposal and ending on the 90th day next following that date of acceptance, unless the final Official Statement has been filed with each municipal securities information repository, in which event such period will end on the 25th day.

DATED at Seattle, Washington, this fifth day of November, 1997.

/s/ Anne Noris  
Clerk of the Metropolitan King County Council



EXHIBIT B

**10352**

[Attach here a copy of the winning bids for the Bonds]

10352

Official Bid Form for the Series E Bonds  
Proposal for the Purchase of \$6,695,000\*  
King County, Washington  
Limited Tax General Obligation Bonds (Taxable), 1997 Series E

Finance Director  
King County  
Seattle, Washington

Dear Sir:

For Six Million, Six Hundred Ninety Five Thousand\* (\$6,695,000\*) par value Limited Tax General Obligation Bonds (Taxable), 1997 Series E (the "Series E Bonds"), of King County, Washington, dated December 1, 1997, described in the attached Official Notice of Bond Sale, which is hereby made a part of this bid, and for all but not less than all of the Series E Bonds, with interest rates per annum on the Series E Bonds maturing on December 1 in the years and amounts set forth in this Official Bid Form as indicated below:

<u>Year</u>	<u>Amount</u>	<u>Rate</u>	<u>Year</u>	<u>Amount</u>	<u>Rate</u>
2002	\$ 80,000	<u>6.25</u>	2009	\$ 290,000	<u>6.75</u>
2003	105,000	<u>6.35</u>	2010	335,000	<u>6.80</u>
2004	125,000	<u>6.45</u>	2011	385,000	<u>6.85</u>
2005	155,000	<u>6.55</u>	2012	435,000	<u>6.85</u>
2006	185,000	<u>6.60</u>	2013	1,185,000	<u>6.7 1/2</u>
2007	215,000	<u>6.65</u>	2014	1,340,000	
2008	250,000	<u>6.70</u>	2015	1,510,000	<u>7</u>

99%

We offer to pay the sum of \$ \_\_\_\_\_ together with accrued interest, if any, to the date of delivery.

The amortization installments indicated below, if any, shall be applied for mandatory redemption of Term Bonds due December 1, of the following year(s) and bearing interest as follows:

Years 2014 to and including 2015 will be due on December 1, 2015.

Years \_\_\_\_\_ to and including \_\_\_\_\_ will be due on December 1, \_\_\_\_\_.

Years \_\_\_\_\_ to and including \_\_\_\_\_ will be due on December 1, \_\_\_\_\_.

In accordance with the terms of the Official Notice of Bond Sale, a good faith deposit in the amount of \$66,000 has been provided in the form of either a certified or bank cashier's check or a financial surety bond, each payable to the order of King County. The good faith deposit is to be applied in accordance with the terms of the Official Notice of Bond Sale if the Series E Bonds are awarded to us. If the Series E Bonds are not awarded to us and a check has been submitted, such check is to be returned to us. If the Series E Bonds are not awarded to us and we provided the good faith deposit in the form of a surety bond, neither we nor the County have any further obligations with respect to the surety bond.

This bid is submitted in accordance with and subject to all provisions contained in the Official Notice of Bond Sale which is incorporated herein by reference and made a part of this bid.

\* Preliminary, subject to change

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If our proposal to purchase the Series E Bonds is successful, the person at the designated senior representative's office whom the County or its representatives should contact regarding closing is Bill Haracz at the following telephone number: (617) 563-2817.

Very truly yours,



Peter J. Auwers (213)629-3913

Representing: Fidelity Capital Markets

For: (alone)

Return of the good faith deposit in the amount of \$66,000 is hereby acknowledged

Representing: \_\_\_\_\_

(Please provide a list of the managers and account members of your bidding group.)

Note: Not a part of the Proposal

Estimated true interest cost 6.99267 %

10352

Official Bid Form for the Series F Bonds  
Proposal for the Purchase of \$51,500,000\*  
King County, Washington  
Limited Tax General Obligation Refunding Bonds, 1997 Series F

Finance Director  
King County  
Seattle, Washington

Dear Sir:

For Fifty One Million Five Hundred Thousand\* (\$51,500,000\*) par value Limited Tax General Obligation Bonds (Taxable), 1997 Series F (the "Series F Bonds"), of King County, Washington, dated December 1, 1997, described in the attached Official Notice of Bond Sale, which is hereby made a part of this bid, and for all but not less than all of the Series F Bonds, with interest rates per annum on the Series F Bonds maturing on December 1 in the years and amounts set forth in this Official Bid Form as indicated below:

<u>Year</u>	<u>Amount</u>	<u>Rate</u>	<u>Year</u>	<u>Amount</u>	<u>Rate</u>
2002	\$ 125,000	5.00	2009	\$ 200,000	5.00
2003	140,000	5.00	2010	200,000	5.00
2004	150,000	5.00	2011	585,000	5.00
2005	155,000	5.00	2012	995,000	5.00
2006	165,000	5.00	2013	13,955,000	5.125
2007	175,000	5.00	2014	16,225,000	5.125
2008	185,000	5.00	2015	18,245,000	5.20

We offer to pay the sum of \$ 50,988,318.05 together with accrued interest, if any, to the date of delivery.

The amortization installments indicated below, if any, shall be applied for mandatory redemption of Term Bonds due December 1, of the following year(s) and bearing interest as follows:

- Years \_\_\_\_\_ to and including \_\_\_\_\_ will be due on December 1, \_\_\_\_\_.
- Years \_\_\_\_\_ to and including \_\_\_\_\_ will be due on December 1, \_\_\_\_\_.
- Years \_\_\_\_\_ to and including \_\_\_\_\_ will be due on December 1, \_\_\_\_\_.

In accordance with the terms of the Official Notice of Bond Sale, a good faith deposit in the amount of \$515,000 has been provided in the form of either a certified or bank cashier's check or a financial surety bond, each payable to the order of King County. The good faith deposit is to be applied in accordance with the terms of the Official Notice of Bond Sale if the Series F Bonds are awarded to us. If the Series F Bonds are not awarded to us and a check has been submitted, such check is to be returned to us. If the Series F Bonds are not awarded to us and we provided the good faith deposit in the form of a surety bond, neither we nor the County have any further obligations with respect to the surety bond.

This bid is submitted in accordance with and subject to all provisions contained in the Official Notice of Bond Sale which is incorporated herein by reference and made a part of this bid.

\* Preliminary, subject to change

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If our proposal to purchase the Series F Bonds is successful, the person at the designated senior representative's office whom the County or its representatives should contact regarding closing is Megan Gately at the following telephone number: 212-778-2819.

Very truly yours,

Alan W. Murphy (by M Gately)

Representing: Prudential Securities Inc.

For: see attached

(Please provide a list of the managers and account members of your bidding group.)

Return of the good faith deposit in the amount of \$515,000 is hereby acknowledged

Representing: \_\_\_\_\_

Note: Not a part of the Proposal

Estimated true interest cost 5.2368 %

## PARTICIPATION

PRUDENTIAL SECURITIES INCORPORATED	MGR
DAIN BOSWORTH INCORPORATED	CMR
ABN AMRO CHICAGO CORP.	CMR
GRIFFIN, KUBIK, STEPHENS & THOMPSON, INC	CMR
GEORGE K. BAUM & COMPANY	CMR
TUCKER ANTHONY INCORPORATED	
MORGAN KEEGAN & CO., INC.	
PIPER JAFFRAY, INC.	
A.G. EDWARDS & SONS, INC.	
BARR BROTHERS & CO. INC.	
GOLDEN HARRIS CAPITAL GROUP	
BELLE HAVEN INVESTMENTS, L.P.	
CORBY NORTH BRIDGE SECURITIES	
FERRIS, BAKER WATTS INC.	
GREENWICH PARTNERS, INC.	
NORTHERN TRUST SECURITIES, INC.	
MCDONALD & COMPANY SECURITIES, INC.	
CIBC OPPENHEIMER CORP.	
RAUSCHER PIERCE REFSNES, INC.	
SECURITIES CORPORATION OF IOWA	
ROBERT W. BAIRD & CO., INC.	
J.C. BRADFORD & CO.	
THE GMS GROUP INC.	
CAMBRIDGE PARTNERS LLC	
HANIFEN IMHOFF, INC.	
HUTCHINSON, SHOCKEY, ERLEY & CO.	
MESIROW FINANCIAL INC.	
BANC ONE CAPITAL CORPORATION	
SIEBERT, BRANDFORD, SHANK & CO.	
GATES CAPITAL CORPORATION	
SAMUEL A. RAMIREZ & COMPANY, INC.	
CREWS & ASSOCIATES, INC.	
JOSEPH THAL, LYON & ROSS, INC.	
HARRIS TRUST AND SAVINGS BANK	
FIRST CHICAGO CAPITAL MARKETS, INC.	
SEATTLE-FIRST NATIONAL BANK	
U.S. BANK OF WASHINGTON, NATIONAL ASSOCI	